OKLAHOMA PUBLIC EMPLOYEES RETIREMENT SYSTEM

2017

Cultivating a Healthy Retirement

Comprehensive Annual Financial Report
for the Fiscal Years Ended June 30, 2017 and June 30, 2016
A Component Unit of the State of Oklahoma

Cultivating a Healthy Retirement

The land must be cultivated and nurtured for a crop to grow and thrive. It is the responsibility of the farmer to work the land, water, fertilize, and protect it from weeds and wildlife. The farmer cultivates a sustainable harvest spending days, weeks, and years fostering a healthy environment.

Since 1964, the staff of the Oklahoma Public Employees Retirement System (OPERS) has the responsibility to nurture and cultivate the pension for Oklahoma's public servants. This staff works diligently every day to grow this retirement plan, for not only today's members, but also for the future.

Compiling and publishing the Comprehensive Annual Financial Report (CAFR) is an opportunity to prove to our members and stakeholders that OPERS has been successful in cultivating a healthy retirement plan. Continue reading about our success in this year's CAFR.

$9.2 Billion	94.5%	79,403
Total Net Assets	**Total Funded Ratio**	**Total Membership**

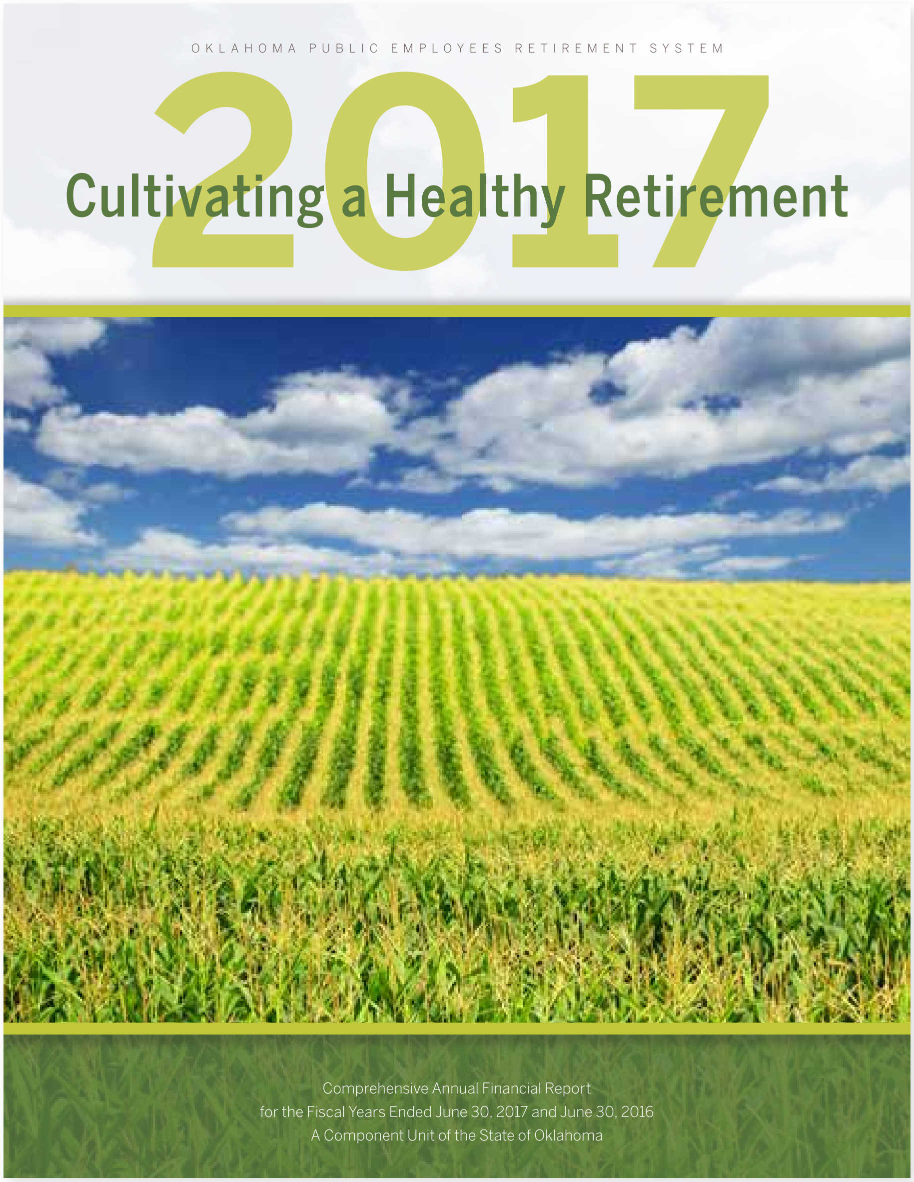
as of June 30, 2017

Mission Statement

The Oklahoma Public Employees Retirement System provides and promotes comprehensive, accountable and financially sound retirement services to Oklahoma's public servants in a professional, efficient and courteous manner.

Vision Statement

Our vision is to ensure all members can achieve a secure and lasting retirement.



This report was prepared by the staff of the Oklahoma Public Employees Retirement System.

This publication is issued by the Oklahoma Public Employees Retirement System as authorized by its Executive Director. Copies have not been printed but are available through the agency website. An electronic version of this publication has been deposited with the Publications Clearinghouse of the Oklahoma Department of Libraries.

2017 Comprehensive Annual Financial Report

Table of Contents

Introductory Section

1 Letter of Transmittal
5 Chairman's Letter
6 Board of Trustees
7 Organizational Structure
7 Advisors and Consultants
8 2017 Legislation
9 Certificate of Achievement for Excellence in Financial Reporting
10 Public Pension Standards Award For Funding and Administration

Financial Section

11 Independent Auditors' Report
14 Management's Discussion and Analysis
Financial Statements:
21 Statements of Fiduciary Net Position
22 Statements of Changes in Fiduciary Net Position
23 Notes to Financial Statements
Required Supplementary Information:
44 Schedule of Changes in the Net Pension Liability - Schedule 1
44 Schedule of the Net Pension Liability - Schedule 1
45 Schedule of Pension Employer Contributions - Schedule 2
46 Schedule of Money-Weighted Rate of Return on Pension Plan Investments - Schedule 3
47 Schedule of Changes in the Net HISP Liability - Schedule 4
47 Schedule of the Net HISP Liability - Schedule 4
48 Schedule of HISP Employer Contributions - Schedule 5
49 Schedule of Money-Weighted Rate of Return on HISP Investments - Schedule 6
Supplementary Information:
50 Schedule of Investment Expenses - Schedule 7
51 Schedule of Administrative Expenses - Schedule 8
52 Schedule of Professional/Consultant Fees - Schedule 9

Investment Section

53 Investment Consultant's Report
57 Chief Investment Officer's Report
63 Largest Holdings
64 Investment Portfolio by Type and Manager
65 Asset Comparison
66 Schedule of Stock Brokerage Commissions Paid

Actuarial Section

67 2017 Certification of Actuarial Valuation
69 Summary of Results
70 Analysis of Financial Experience
71 Solvency Test
72 Schedule of Active Member Valuation Data
72 Schedule of Retirants, Disabled Retirants and Beneficiaries Added to and Removed from Rolls
73 Summary of System Provisions
75 Summary of Actuarial Assumptions and Methods

Statistical Section

79 Statistical Section Narrative Explanation
80 Schedule of Changes in Fiduciary Net Position
81 Schedule of Revenue by Source
81 Schedule of Expenses by Type
82 Schedule of Benefit Payments and Refunds by Type
82 Funded Ratio Chart
83 Rate of Return by Type of Investment
84 Schedule of Retired Members by Type of Benefit
85 Schedule of Average Benefit Payments
86 Principal Participating Employer
86 Demographics Chart
87 Participating Employers
89 Member Statistics
90 Distribution of Retirees and Beneficiaries
91 Summary of Active Members

Introductory

1 Letter of Transmittal
5 Chairman's Letter
6 Board of Trustees
7 Organizational Structure
7 Advisors and Consultants
8 2017 Legislation
9 Certificate of Achievement for Excellence in Financial Reporting
10 Public Pension Standards Award For Funding and Administration

Letter of Transmittal

Oklahoma Public Employees Retirement System
P.O. Box 53007
Oklahoma City, Oklahoma 73152-3077

800.733.9008 toll-free
405.848.5946 fax

November 30, 2017

To the Board of Trustees and Members of the Oklahoma Public Employees Retirement System:

State law requires that, after July 1 and before December 1 of each year, the Oklahoma Public Employees Retirement System (the System) publish an annual report that covers the operation of the System during the past fiscal year, including income, disbursements and the financial condition at the end of the fiscal year. This report is published, in part, to fulfill that requirement for the fiscal year ended June 30, 2017.

Management assumes full responsibility for the completeness and reliability of the information contained in this report, based upon a comprehensive framework of internal control that it has established for this purpose. Because the cost of internal control should not exceed anticipated benefits, the objective is to provide reasonable, rather than absolute, assurance that the financial statements are free of any material misstatements.

Eide Bailly LLP, Certified Public Accountants, has issued an unqualified opinion on the Oklahoma Public Employees Retirement Plan's statement of fiduciary net position as of June 30, 2017, and the related statement of changes in fiduciary net position for the year then ended. The independent auditor's report is located at the front of the Financial Section of this report.

Management's discussion and analysis (MD&A) immediately follows the independent auditor's report and provides a narrative introduction, overview, and analysis of the basic financial statements. MD&A complements this letter of transmittal and should be read in conjunction with it.

Profile of the System

The System is a multiple-employer, cost-sharing public employee retirement plan, which is a defined benefit pension plan. It covers substantially all employees of the State of Oklahoma (the State) except those covered by seven other plans sponsored by the State and also covers employees of participating counties and local agencies. Nearly all new state employees first employed by a System participating employer on or after November 1, 2015, will participate in the State's new defined contribution plan. Therefore, the System is closed to nearly all new State employees, but remains open to new employees of participating counties and local agencies. The employee and employer contribution rates for each member category are established by the Oklahoma Legislature after recommendation by the System's Board of Trustees based on an actuarial calculation which is performed to determine the adequacy of such contribution rates.

Members qualify for full retirement benefits at their specified normal retirement age or, depending upon when they became members, when the sum of the member's age and years of credited service equals 80 or 90. Generally, benefits for

Letter of Transmittal (continued)

state, county, and local agency employees are determined at 2% of the average salary, as defined, multiplied by the number of years of credited service. Members may elect to pay an additional contribution rate to receive benefits using a 2.5% factor for each full year the additional contributions are made. Separate benefit calculations are in effect for elected officials and hazardous duty members.

The System also administers the Health Insurance Subsidy Plan (HISP), a cost-sharing multiple-employer defined benefit other post-employment benefit (OPEB) plan that provides OPEB covering the same categories of employees covered by the pension plan. HISP provides a health insurance premium subsidy for retirees of the System who elect to maintain health insurance with the Oklahoma Employees Group Insurance Division (EGID) or other qualified insurance plan provided by the employer. This subsidy continues until the retiree terminates health insurance coverage with EGID or other qualified plan, or until death. The subsidy is only for the retiree, not joint annuitants or beneficiaries.

The Board of Trustees of the System consists of fourteen appointed members, some by position and some by association. Those serving through position are a member of the Corporation Commission or the Commission’s designee selected by the Commission, the Director of the Office of Management and Enterprise Services or the Director’s designee, the State Insurance Commissioner or the Commissioner’s designee, the Director of Human Capital Management of the Office of Management and Enterprise Services, a member of the Tax Commission selected by the Tax Commission, and the State Treasurer or the Treasurer’s designee. Of the remaining members, three are appointed by the Governor, one is appointed by the Supreme Court, two are appointed by the Speaker of the House of Representatives and two are appointed by the President Pro Tempore of the Senate. Qualifications for certain of these appointees include a balance of individuals having experience in investment management, pension management, public fund management, the banking profession or a licensed attorney or a licensed accountant.

Each year, OPERS, along with other state agencies, is required to file a budget work program with the Office of Management and Enterprise Services. This work program, as approved by the Board of Trustees, must include a description of all funds available for expenditure and show spending by major program category. OPERS receives no state appropriations and is funded through employee and employer contributions and investment earnings.

Additionally in each even-numbered year, OPERS, along with other state agencies, must file a strategic plan covering five fiscal years beginning with the next odd-numbered fiscal year. The strategic plan includes a mission statement, the core values and behaviors inherent to operations, and a summary of goals and objectives to be achieved through specific projects outlined for the five-year period. The mission of the OPERS Board and staff is to provide and promote comprehensive, accountable and financially sound retirement services to Oklahoma’s public servants in a professional, efficient and courteous manner. The core values and behaviors inherent to the agency’s operations are honesty, integrity and accountability; excellence in service; and commitment to teamwork and team members. The summary of goals and objectives outlined in the strategic plan are:

- Provide prompt and comprehensive customer service
- Manage the assets of the Plans in a fiscally responsible manner
- Inform and educate all members to help them identify and meet their retirement goals
- Maintain a competent and well-trained workforce
- Achieve and maintain well-funded status to assist the State in paying retirement benefit obligations, and secure changes in plan design that make the plan easier to understand or more equitable without an undue increase in the retirement system’s liabilities.

Investments

The standard for OPERS in making investments is to exercise the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent person acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and unless under the circumstances it is clearly prudent not to do so.

Letter of Transmittal (continued)

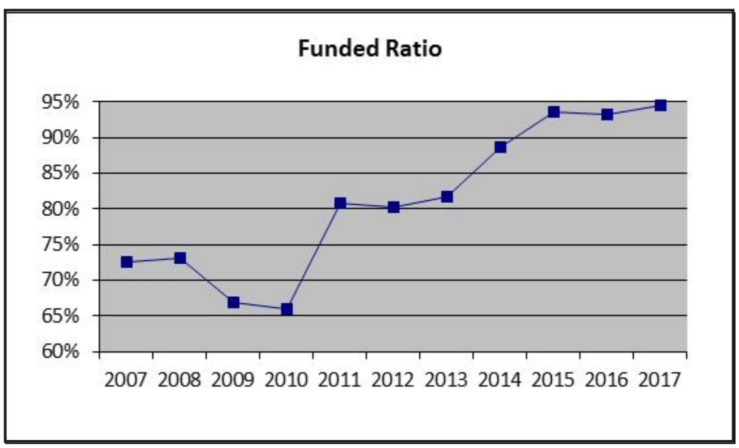
OPERS' funds are invested solely in the best interest of the members and their beneficiaries with a goal of keeping administrative expenses as low as possible. The Board has established an investment policy and guidelines that identify asset allocation as the key determinant of return and diversification, both by and within asset classes, as the primary risk control element. Passive fund portfolios are considered to be suitable investment strategies, especially in highly efficient markets.

The Board engages outside investment managers to manage the various asset classes where OPERS has exposure. At fiscal year end, the investment portfolio of OPERS was actively managed by three fixed income managers, seven domestic equity managers and two international equity managers. OPERS' investment portfolio also consisted of passively managed index funds, including one fixed income index fund, one domestic equity index fund and two international equity index funds.

Included in the Investment Section of this report are a summary of the Investment Portfolio by Type and Manager and a comparison of the above amounts to the target allocations, as shown in the Asset Comparison chart. For fiscal year 2017 investments provided a 12.8 percent rate of return. The annualized rate of return for OPERS was 5.3 percent over the last three years and 9.1 percent over the last five years.

Funding

A pension fund is well funded when it has enough money in reserve to meet all expected future obligations to participants. It must also have a revenue source sufficient to keep up with future obligations. The funding objective for OPERS is to meet long-term benefit promises through contributions that remain approximately level as a percent of member payroll. The greater the level of funding, the larger the ratio of assets accumulated to the actuarial accrued liability and the greater the level of investment potential. The advantage of a well-funded plan is that the participants can look at assets that are committed to the payment of benefits. The actuarial accrued liability and actuarial value of assets of OPERS as of July 1, 2017 amounted to $9.8 billion and $9.2 billion, respectively.



The OPERS funded status increased to 94.5 percent at July 1, 2017. The funded status had declined from 73.0 percent at July 1, 2008 to 66.0 percent at July 1, 2010 before significantly increasing to 80.7 percent at July 1, 2011 due to the removal of the cost-of-living-adjustment (COLA) assumption, and further increased to 93.6 percent at July 1, 2015. The Legislature addressed the need for increased funding by increasing the employer contribution rate by 1.5 percent effective July 1, 2005. The next year the rate was increased 1.0 percent for state agencies with the continuation of the 1.0 percent increase each year until it was 16.5 percent in fiscal year 2012. The state employee contribution rate has been 3.5 percent of salary since July 1, 2006. Non state agency employers also had a rate increase effective July 1, 2006. The combined employee and employer contribution rate was increased 1.0 percent annually until July 1, 2011 when it reached 20.0 percent where it has remained. The Legislature has provided a statutory requirement that retirement bills be analyzed for actuarial fiscal impact and contain adequate funding sources sufficient to pay the cost of the change. A detailed discussion of funding is provided in the Actuarial Section of this report.

Awards and Acknowledgements

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the Oklahoma Public Employees Retirement System for its

Letter of Transmittal (continued)

comprehensive annual financial report (CAFR) for the fiscal year ended June 30, 2016. This was the twentieth year OPERS has received this prestigious award. In order to be awarded a Certificate of Achievement, a government unit must publish an easily readable and efficiently organized comprehensive annual financial report that satisfies both generally accepted accounting principles and applicable legal requirements.

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

In addition, the Oklahoma Public Employees Retirement System was awarded the Public Pension Standards Award by the Public Pension Coordinating Council, a confederation of the National Association of State Retirement Administrators, the National Conference on Public Employee Retirement Systems, and the National Council on Teacher Retirement. This award is in recognition of meeting professional standards for plan funding and administration as set forth in the Public Pension Standards.

The preparation of this report would not have been possible without the efficient and dedicated service of the entire staff of OPERS. We wish to express our appreciation to all staff members who assisted and contributed to the preparation of this report. Credit also must be given to the Board of Trustees for their unfailing support for maintaining the highest standards of professionalism in the financial management of the Oklahoma Public Employees Retirement System.

Respectfully submitted,

Joseph A. Fox
Executive Director

Susan Reed
Chief Financial Officer and Director of Finance

Chairman's Letter

Oklahoma Public Employees Retirement System
P.O. Box 53007
Oklahoma City, Oklahoma 73152-3007

800.733.7008 toll-free
405.848.5946 fax

November 30, 2017

Dear OPERS Members:

On behalf of the Board of Trustees of the Oklahoma Public Employees Retirement System (OPERS), I am pleased to present the Comprehensive Annual Financial Report for the fiscal year ending June 30, 2017.

This report is designed to provide a detailed look at the financial, investment and actuarial aspects of OPERS, which continues to be a strong retirement system.

You are encouraged to carefully review this report, as it contains a wealth of information about your retirement system. If you have questions or comments, please feel free to contact us. We can be reached at P.O. Box 53007, Oklahoma City, Oklahoma 73152-3007. Our telephone number is 405-858-6737 (or toll-free 1-800-733-9008).

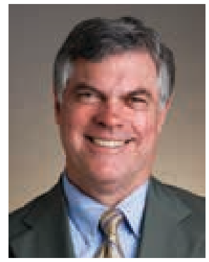
I also want to thank the OPERS staff for their diligent work in preparing this report and their commitment to continually improve the administrative operations of OPERS.

Sincerely,

DeWayne McAnally
Chairman

Board of Trustees

DeWayne McAnally
Chair
Appointee, Governor

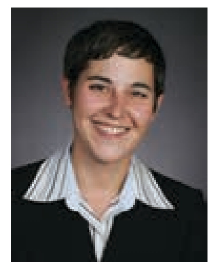


Frank Stone
Vice Chair
State Insurance Commissioner

Bob Anthony
Corporation Commissioner

Jari Askins
Appointee, Supreme Court

Lisa Blodgett
Appointee, Governor



Jill Geiger
Designee, State Finance Director

James R. "Rusty" Hale
Appointee, Speaker of the House of Representatives

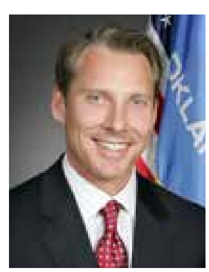
Jan Harrison
Appointee, Speaker of the House of Representatives

Steven Kaestner
Appointee, Governor

Thomas E. Kemp, Jr.
Member of Tax Commission selected by Commission

Don Kilpatrick
Appointee, President Pro Tempore of the Senate

Brian Maddy
Appointee, President Pro Tempore of the Senate



Ken Miller
State Treasurer

Dana Webb
Administrator,
Human Capital Management,
Office of Management and Enterprise Services

Organizational Structure

- **Board Of Trustees**
  - **Advisors and Consultants**
  - **Joseph A. Fox** – Executive Director
    - **Susan Reed** – Director of Finance and CFO
      - **Brian Wolf** – Assistant CFO, Financial Services
    - **Paul Thompson** – Director of Information Technology
    - **Patrick Lane** – Director of Member Services
      - **Kristen Lancaster** – Administrator, Member Services
      - **Stephanie White** – Manager, Communications
    - **Ray Pool** – Director of Defined Contribution Plans
    - **Brad Tillberg** – Chief Investment Officer
    - **Dessa Baker-Inman** – General Counsel
      - **Kristi Ice** – Director, Legislative and Policy

Back Row (from left to right): **Stephanie White, Ray Pool, Brian Wolf, Paul Thompson, Brad Tillberg, and Kristen Lancaster**
Front Row (from left to right): **Patrick Lane, Susan Reed, Joseph Fox, and Dessa Baker-Inman**
Not pictured: **Kristi Ice**

Advisors and Consultants*

Master Custodian
The Northern Trust Company
Chicago, Illinois

Investment Consultant
Verus Advisory, Inc.
Seattle, Washington

Actuarial Consultant
Cavanaugh Macdonald Consulting, LLC
Kennesaw, Georgia

Independent Auditors
Eide Bailly LLP
Oklahoma City, Oklahoma

Internal Auditors
Finley & Cook PLLC
Shawnee, Oklahoma

*The Schedules of Investment Expenses and Professional/Consultant Fees (pages 50 and 52, respectively) in the Financial Section and the Schedule of Stock Brokerage Commissions Paid (page 66) in the Investment Section provide more information regarding advisors and consultants.

2017 Legislation

Senate Bill 242
Oklahoma State Treasurer Added to Board

This bill adds the Oklahoma State Treasurer, or his/her designee, to the OPERS and Teachers' Retirement System Board of Trustees.

House Bill 1704
Oklahoma State Treasurer Added to Board

This bill clarifies certain System provisions for elected officials and for public safety officers under the Grand River Dam Authority (GRDA).

Elected Officials – Prior to the new legislation, if an elected official chose the maximum retirement option with a one-half survivor annuity, the surviving spouse would only receive the survivor annuity if he/she did not remarry after the elected official's death. The amended language removed the prohibition against remarriage.

GRDA Public Safety Officers – The statutory cite for hazardous duty exemptions in the System's new defined contribution plan needed to be updated to include GRDA officers.

Government Finance Officers Association

Certificate of Achievement for Excellence in Financial Reporting

Presented to

Oklahoma Public Employees Retirement System

For its Comprehensive Annual Financial Report for the Fiscal Year Ended

June 30, 2016

Jeffrey R. Emer

Executive Director/CEO

Public Pension Coordinating Council

Public Pension Standards Award For Funding and Administration 2017

Presented to

Oklahoma Public Employees Retirement System

In recognition of meeting professional standards for
plan funding and administration as
set forth in the Public Pension Standards.

Presented by the Public Pension Coordinating Council, a confederation of

National Association of State Retirement Administrators (NASRA)
National Conference on Public Employee Retirement Systems (NCPERS)
National Council on Teacher Retirement (NCTR)

Alan H. Winkle
Program Administrator

Financial

11 Independent Auditors' Report

14 Management's Discussion and Analysis

Financial Statements:

21 Statements of Fiduciary Net Position

22 Statements of Changes in Fiduciary Net Position

23 Notes to Financial Statements

Required Supplementary Information:

44 Schedule of Changes in the Net Pension Liability - Schedule 1

44 Schedule of the Net Pension Liability - Schedule 1

45 Schedule of Pension Employer Contributions - Schedule 2

46 Schedule of Money-Weighted Rate of Return on Pension Plan Investments - Schedule 3

47 Schedule of Changes in the Net HISP Liability - Schedule 4

47 Schedule of the Net HISP Liability - Schedule 4

48 Schedule of HISP Employer Contributions - Schedule 5

49 Schedule of Money-Weighted Rate of Return on HISP Investments - Schedule 6

Supplementary Information:

50 Schedule of Investment Expenses - Schedule 7

51 Schedule of Administrative Expenses - Schedule 8

52 Schedule of Professional/Consultant Fees - Schedule 9

EideBailly
CPAs & BUSINESS ADVISORS

Independent Auditor's Report

To the Board of Trustees
Oklahoma Public Employees Retirement System
Oklahoma City, Oklahoma

Report on the Financial Statements
We have audited the accompanying financial statements of the Oklahoma Public Employees Retirement System (the System), a component unit of the State of Oklahoma, which comprise the statement of fiduciary net position as of June 30, 2017, and the related statement of changes in fiduciary net position, for the year then ended, and the related notes to the financial statements.

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

Auditor's Responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

What inspires you, inspires us. | **eidebailly.com**

621 N. Robinson Ave., Ste. 200 | Oklahoma City, OK 73102-6232 | T 405.478.3334 | F 405.478.5673 | EOE

Opinion
In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Oklahoma Public Employees Retirement System, as of June 30, 2017, and the respective statement of changes in fiduciary net position thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter
As discussed in Note 1, the financial statements of the Oklahoma Public Employees Retirement System, are intended to present the fiduciary net position, the changes in fiduciary net position of only that portion of the System. They do not purport to, and do not, present fairly the fiduciary net position of other Plans governed by the Oklahoma Public Employee Retirement System Board of Trustees, as of June 30, 2017, the changes in its fiduciary net position, in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Changes in Accounting Principles
As discussed in Note 2(g), in 2017, the System adopted Governmental Accounting Standards Board (GASB) Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pensions*. The provisions of GASB Statement No. 74 required the System to adjust its net position as of July 1, 2016, upon adoption. Our opinion is not modified with respect to these matters.

Other Matters

Required Supplementary Information
Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and the required supplementary information, as referenced within the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who 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 auditing standards generally accepted in the United States of America, 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, and other knowledge we obtained during our audit of 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.

Other Information
Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the System's basic financial statements as a whole. The introductory, other supplementary information, investment, actuarial and statistical sections are presented for purposes of additional analysis and are not a required part of the financial statements.

The additional supplementary information accompanying financial information listed as other supplementary information on pages, as referenced within the table of contents, are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the accompanying financial information listed as supplementary schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory, investment, actuarial and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Eide Bailly LLP

October 13, 2017
Oklahoma City, Oklahoma

Management's Discussion and Analysis
(Unaudited)

As management of the Oklahoma Public Employees Retirement System (the System), we offer readers of the System's financial statements this narrative overview and analysis of the financial activities of the System for the fiscal years ended June 30, 2017 and 2016.

Financial Highlights

- The net position restricted for pension and health insurance subsidy plan (HISP) totaled approximately $9.2 billion at June 30, 2017, compared to $8.4 billion at June 30, 2016. The net position is available for payment of monthly retirement benefits and other qualified distributions to the System's participants. Equity markets performed well during fiscal year 2017, resulting in an increase in net investment income which lead to an increase in net position restricted for pension/HISP benefits from June 30, 2016 to June 30, 2017.
- At June 30, 2017 and 2016, the total number of members participating in the System decreased 2.6% and decreased 1.2%, respectively. Membership was 79,403 at June 30, 2017 and 81,501 at June 30, 2016. The number of retirees increased by 2.5% as of June 30, 2017 and increased by 3.0% as of June 30, 2016. The total number of retirees was 34,579 at June 30, 2017 and 33,749 at June 30, 2016.
- The beginning balance of the net position restricted for pension/HISP benefits was restated due to the implementation of GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans,* (GASB 74). This had no effect on the combined System ratio of fiduciary net position to the combined liabilities for pensions and HISP.

Overview of the Financial Statements

The System is a multiple-employer, cost-sharing public employee retirement plan, which is a defined benefit pension plan. The System covers substantially all employees of the state of Oklahoma (the State) except those covered by seven other plans sponsored by the State and also covers employees of participating counties and local agencies. Nearly all new state employees first employed by a System participating employer on or after November 1, 2015, will participate in the State's new defined contribution plan. Therefore, the System is closed to nearly all new State employees, but remains open to new employees of participating counties and local agencies. For the majority of the System's members, benefits are determined at 2% of the average highest thirty-six months' annual covered compensation multiplied by the number of years of credited service. Members qualify for full retirement benefits at their specified normal retirement age or, for any person who became a member prior to July 1, 1992, when the sum of the member's age and years of credited service equals or exceeds 80 (Rule of 80), and for any person who became a member after June 30, 1992, when the member's age and years of credited service equals or exceeds 90 (Rule of 90). Normal retirement age under the System is 62 or Rule of 80/90 if the participant became a member prior to November 1, 2011, or age 65 or Rule of 90 if the participant became a member on or after November 1, 2011. Members become eligible to vest fully upon termination of employment after attaining eight years of credited service, or the members' contributions may be withdrawn upon termination of employment.

The System also includes a multiple-employer, cost-sharing public employee other post-employment benefit plan, which is a defined benefit plan. This plan is called the Health Insurance Subsidy Plan (HISP), and it provides a health insurance premium subsidy for retirees of the System who elect to maintain health insurance with the Oklahoma Employees Group Insurance Division (EGID) or other qualified insurance plan provided by the employer. This subsidy continues until the retiree terminates health insurance coverage with EGID or other qualified plan, or until death. The subsidy is only for the retiree, not joint annuitants or beneficiaries.

Management's Discussion and Analysis (continued)
(Unaudited)

The System's financial statements are comprised of Statements of Fiduciary Net Position and Statements of Changes in Fiduciary Net Position for both pensions and HISP, and Notes to Financial Statements. Also included is certain required supplementary information and supplementary information for both pensions and HISP.

The System is administered by the Oklahoma Public Employees Retirement System, a component unit of the State, which together with other similar funds comprise the fiduciary-pension and HISP trust funds of the State.

The *statements of fiduciary net position* presents information on the System's assets, liabilities and the resulting *net position restricted for pensions and net position restricted for HISP.* These statements reflect the System's investments, at fair value, along with cash and cash equivalents, receivables, and other assets and liabilities.

The *statements of changes in fiduciary net position* presents information showing how the System's net position restricted for pensions and HISP changed during the years ended June 30, 2017 and 2016. It reflects contributions by members and participating employers along with deductions for retirement benefits, refunds and withdrawals, and administrative expenses. Investment income during the period is also presented showing income from investing and securities lending activities.

On July 1, 2016, the System implemented Governmental Accounting Standards Board (GASB) Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pensions* (GASB 74). GASB 74 presents improved information about postemployment benefit plans other than pensions (OPEB). The System administers a health insurance subsidy plan (HISP), which is considered OPEB in accordance with the provisions of GASB 74. As a result of the implementation of GASB 74, a beginning balance restatement occurred.

The *notes to financial statements* provide additional information that is essential to a full understanding of the data provided in the financial statements

The *required supplementary information* presents a schedule of changes in the net pension liability, schedule of net pension liability, schedule of employer contributions and schedule of money-weighted rate of return on pension plan and HISP investments. Schedules of certain expenses and fees paid are presented as *supplementary information.*

Financial Analysis

The following are the condensed Schedules of Fiduciary Net Position and Changes in Fiduciary Net Position for the Oklahoma Public Employees Retirement System for the fiscal years ended June 30, 2017 and 2016.

Management's Discussion and Analysis (continued) (Unaudited)

Condensed Schedules of Fiduciary Net Position

($ millions)	2017			
	Pension	HISP	Combined	2016*
Assets:				
Cash and cash equivalents	$ 113.3	$ 5.9	$ 119.2	$ 120.7
Receivables	340.9	11.8	$ 352.7	283.1
Investments	9,042.9	318.3	$ 9,361.2	8,449.8
Securities lending collateral	618.2	21.8	$ 640.0	500.7
Property and equipment	0.4	-	$ 0.4	0.5
Other assets	0.3	-	$ 0.3	0.3
Total assets	10,116.0	357.8	10,473.8	9,355.1
Liabilities:				
Other liabilities	583.8	20.5	$ 604.3	418.9
Securities lending collateral	618.2	21.8	$ 640.0	500.7
Total liabilities	1,202.0	42.3	1,244.3	919.6
Ending fiduciary net position	$ 8,914.0	$ 315.5	$ 9,229.5	$ 8,435.5

Condensed Schedules of Changes in Fiduciary Net Position

($ millions)	2017			
	Pension	HISP	Combined	2016*
Member contributions	$ 70.3	$ -	$ 70.3	$ 73.8
State and local agency contributions	269.5	18.9	288.4	296.2
Net investment income	1,013.9	35.7	1,049.6	15.6
Total additions	1,353.7	54.6	1,408.3	385.6
Retirement, death and survivor benefits	573.9	19.0	592.9	565.4
Refunds and withdrawals	16.0	-	16.0	15.9
Administrative expenses	5.2	0.2	5.4	5.2
Total deductions	595.1	19.2	614.3	586.5
Net (decrease) increase in fiduciary net position	758.6	35.4	$ 794.0	(200.9)
Beginning of year as restated for GASB 74	8,155.4	280.1	8,435.5	-
End of year	$ 8,914.0	$ 315.5	$ 9,229.5	$ (200.9)

*Prior year column has not been restated for the effect of the adoption of GASB Statement No. 74

For the year ended June 30, 2017, fiduciary net position increased by $793.9 million, or 9.4%, from June 30, 2016. Total assets increased $1.1 billion, or 12.0%, due to a 10.8% increase in investments and a 27.8% increase in securities lending collateral. The System achieved a money-weighted rate of return of 12.64% compared to the prior year of 0.18% resulting in the majority of the increase in fiduciary net position. Total liabilities increased $324.7 million, or 35.3%, due to a 44.3% increase in pending purchases of securities and a 27.8% increase in the securities lending collateral liability.

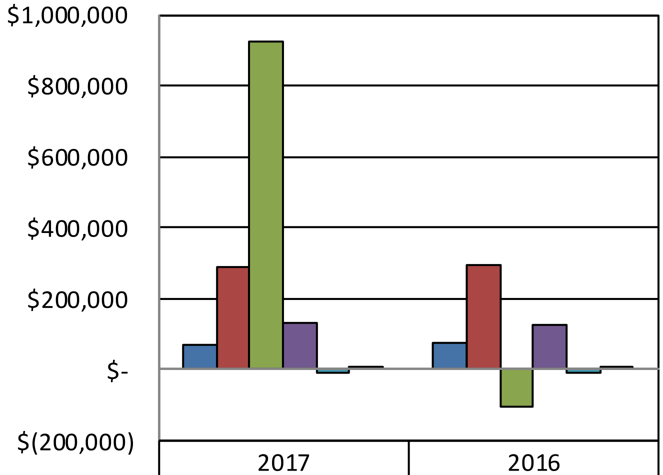
Fiscal year 2017 showed a $1.0 billion increase in total additions and a $27.9 million increase in total deductions. Compared to the prior year, the increase in additions was due to increases of $1.0 billion in the net appreciation of assets. Deductions increased 4.7% due to a $27.6 million increase in retirement, death, and survivor benefits.

Additions to Fiduciary Net Position

For the year ended June 30, 2017, total additions to fiduciary net position increased $1.0 billion from the prior year. The net increase in net appreciation of the fair value of investments of $1.0 billion was the result of an improving market, compared to fiscal year 2016. Interest income decreased $0.7 million, or 1.1%, but dividend income increased $4.9 million, or 8.3%. Securities lending net income increased $0.3 million, or 14.0%. Contributions were $11.4 million, or 3.1%, lower than the prior year due to the closure of the defined benefit pension plan to new state employees. HISP remains open to new retirees.

Management's Discussion and Analysis (continued) (Unaudited)

Additions to Fiduciary Net Position
Comparative Data for Fiscal Years Ended June 30, 2017 and 2016
($ thousands)



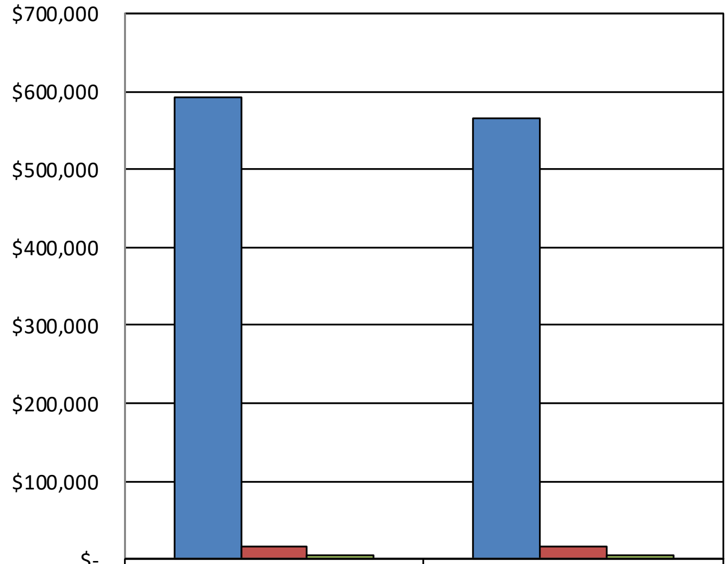
	2017	2016
Member contributions	$70,276	$73,801
State and local agency contributions	288,339	296,249
Net appreciation (depreciation)	925,746	(106,650)
Interest, dividends, and other investment income	132,117	128,168
Investment expenses	(10,643)	(7,859)
Securities lending income	2,393	2,098

Deductions to Fiduciary Net Position

For the year ended June 30, 2017, total deductions increased $27.8 million, or 4.7%, from the prior year. Retirement, death, and survivor benefits increased $27.5 million, or 4.9%, due to a 2.5% increase in the number of retirees at year end and a 1.6% increase in the average benefit. Refunds and withdrawals increased $0.1 million, or 0.6%, as more participants withdrew contributions during fiscal 2017. The 3.5% increase in administrative costs was primarily due to the increase in personnel costs.

Management's Discussion and Analysis (continued)
(Unaudited)

Deductions to Fiduciary Net Position
Comparative Data for Fiscal Years Ended June 30, 2017 and 2016
($ thousands)



	2017	2016
Retirement, death and survivor benefits	$592,961	$565,412
Refunds and withdrawals	15,950	15,862
Administrative expenses	5,397	5,213

Investments

The investment portfolio is reported in the chart below by the asset class of the investment managers' portfolios which includes the cash and cash equivalents in those portfolios. In April, the System's Board voted to modify the policy asset allocation to increase exposure to international equity and reduce exposure to U.S. equity. A summary of the System's cash, cash equivalents, and investments for fiscal years ended June 30, 2017 and 2016 is as follows:

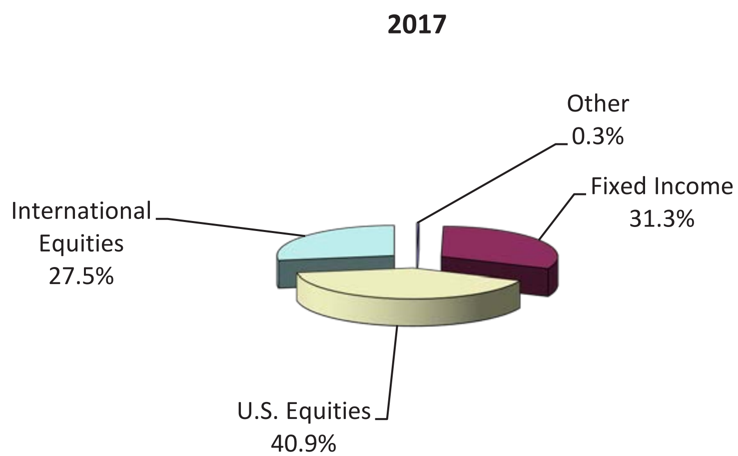
Cash, Cash Equivalents, and Investment Portfolio
($ millions)

	June 30	
	2017	**2016**
Fixed income	$ 3,149.1	$ 2,891.4
U.S. equities	3,762.8	3,790.3
International equities	2,532.8	1,852.9
Other	20.8	20.6
Total managed investments	9,465.5	8,555.2
Cash equivalents on deposit with State	2.8	2.4
Real estate	12.1	12.9
Securities lending collateral	640.0	500.7
Total cash, cash equivalents, and investments	$ 10,120.4	$ 9,071.2

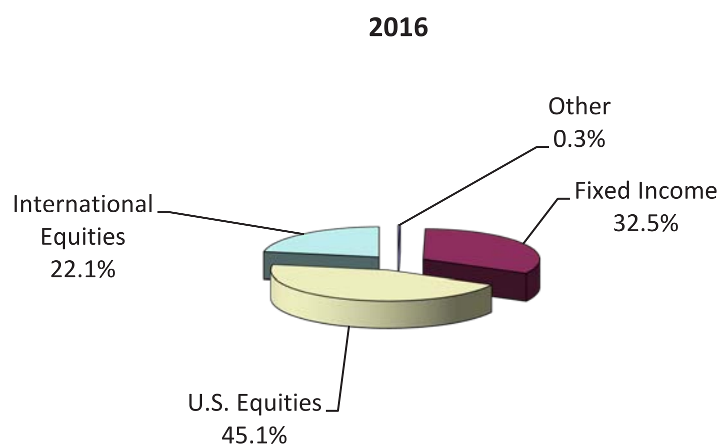
Management's Discussion and Analysis (continued)
(Unaudited)

The increase in the System's managed investments is reflective of the increase in domestic and international equity markets for the year. The System's overall return for the year ended June 30, 2017 was 12.8%. U.S. equities showed a return of 19.6% exceeding the market trend for the asset class, and international equities showed a return of 19.2%. Fixed income showed a return of -0.6%. Due to a rebalancing of the portfolio, international equities were increased $330.0 million and fixed income was increased $170.0 million during the year by reallocating $480.0 million from large cap equities and $20.0 million from small cap equities. An amount of $251.0 million of U.S. equities was used to supplement the cash requirements of monthly retiree benefit payments. The change in securities lending collateral is dependent on the securities loaned by the System's master custodian at year end.

At June, 30, 2017, the distribution of the System's investments including accrued income and pending trades was as follows:



At June, 30, 2016, the distribution of the System's investments including accrued income and pending trades was as follows:



Management's Discussion and Analysis (continued) (Unaudited)

Ratio of Fiduciary Net Position to Total Pension Liability and to Total HISP Liability

The ratio of fiduciary net position to the total pension liability was as follows:

	June 30 2017
Total pension liability	$ 9,454,641,808
Plan fiduciary net position	$ 8,913,978,627
Ratio of fiduciary net position to total pension liability	94.28%

The ratio of fiduciary net position to the total HISP liability was as follows:

	June 30 2017
Total HISP liability	$ 326,975,262
Plan fiduciary net position	$ 315,521,246
Ratio of fiduciary net position to total HISP liability	96.50%

System Amendments

System provision changes were enacted by the State Legislature during the session ended in May 2017. The changes include the removal of a prohibition against remarriage for surviving spouses of elected officials, the inclusion of Grand River Dam Authority officers in the hazardous duty exclusion the Pathfinder defined contribution plan and the addition of the Oklahoma State Treasurer, or designee, to the OPERS Board of Trustees.

The System's actuary does not believe any of these amendments will have any significant financial impact to the System.

Other

The actuarial assumptions used in the July 1, 2017, valuation are based on the results of the most recent actuarial experience study, which covered the three-year period ending June 30, 2016. Some important changes adopted by the Board as a result of this experience study were to: decrease the expected investment return from 7.25% to 7.00%; change the range of assumed salary increases to 3.5%-9.5% from 4.5%-8.4%; decrease the assumed inflation rate from 3.00% to 2.75%; and decrease the payroll growth assumption from 4.0% to 3.5%.

Other than changes in the fair value of System assets as may be impacted by the equity and bond markets, no other matters are known by management to have a significant impact on the operations or financial position of the System.

Requests for Information

This financial report is designed to provide a general overview of the System's finances for all those with an interest. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Financial Reporting Division, OPERS, P.O. Box 53007, Oklahoma City, Oklahoma 73152-3007.

Statements of Fiduciary Net Position

As of June 30, 2017

	Pension Plan	Health Insurance Subsidy Plan	Combined
Assets			
Cash equivalents	$ 113,313,456	$ 5,882,243	$ 119,195,699
Receivables:			
Member contributions	3,274,683	-	3,274,683
State and local agency contributions	11,587,503	407,842	11,995,345
Due from brokers for securities sold	307,390,955	10,819,143	318,210,098
Accrued interest and dividends	18,601,990	654,728	19,256,718
Total receivables	340,855,131	11,881,713	352,736,844
Investments, at fair value:			
Short-term investments	122,257,586	4,303,062	126,560,648
Government obligations	2,061,181,245	72,546,752	2,133,727,997
Corporate bonds	807,673,399	28,427,428	836,100,827
Domestic equities	3,586,931,470	126,248,106	3,713,179,576
International equities	2,453,161,345	86,343,153	2,539,504,498
Real estate	11,688,600	411,400	12,100,000
Securities lending collateral	618,225,490	21,759,489	639,984,979
Total investments	9,661,119,135	340,039,390	10,001,158,525
Property and equipment, at cost, net of accumulated depreciation of $2,554,690 in 2017; $2,461,544 in 2016	366,044	12,884	378,928
Other assets	305,351	10,747	316,098
Total assets	10,115,959,117	357,826,977	10,473,786,094
Liabilities			
Due to brokers and investment managers	583,755,000	20,546,242	604,301,242
Securities lending collateral	618,225,490	21,759,489	639,984,979
Total liabilities	1,201,980,490	42,305,731	1,244,286,221
Net position restricted for pension/HISP benefits	$ 8,913,978,627	$ 315,521,246	$ 9,229,499,873

See Accompanying Notes to Financial Statements

Statements of Changes in Fiduciary Net Position

For the Year Ended June 30, 2017

	Pension Plan	Health Insurance Subsidy Plan	Combined
Additions			
Contributions:			
Members	$ 70,276,234	$ -	$ 70,276,234
State and local agencies	269,510,941	18,828,000	288,338,941
Total contributions	339,787,175	18,828,000	358,615,175
Investment income:			
From investing activities:			
Net appreciation in fair value of investments	894,271,036	31,475,378	925,746,414
Interest	66,287,438	2,394,891	68,682,329
Dividends	60,927,908	2,144,461	63,072,369
Real estate	350,935	12,352	363,287
Total investment income	1,021,837,317	36,027,082	1,057,864,399
Less – Investment expenses	(10,281,060)	(361,859)	(10,642,919)
Income from investing activities	1,011,556,257	35,665,223	1,047,221,480
From securities lending activities:			
Securities lending income	4,984,859	175,451	5,160,310
Securities lending expenses:			
Borrower rebates	(2,297,148)	(80,852)	(2,378,000)
Management fees	(376,046)	(13,236)	(389,282)
Income from securities lending activities	2,311,665	81,363	2,393,028
Net investment income	1,013,867,922	35,746,586	1,049,614,508
Total additions	1,353,655,097	54,574,586	1,408,229,683
Deductions			
Retirement, death and survivor benefits	573,962,256	18,999,021	592,961,277
Refunds and withdrawals	15,950,303	-	15,950,303
Administrative expenses	5,213,634	183,503	5,397,137
Total deductions	595,126,193	19,182,524	614,308,717
Net increase in net position	758,528,904	35,392,062	793,920,966
Net position restricted for pension/HISP benefits			
Beginning of year as restated (See Note 2(g))	8,155,449,723	280,129,184	8,435,578,907
End of year	$ 8,913,978,627	$ 315,521,246	$ 9,229,499,873

See Accompanying Notes to Financial Statements

Notes to Financial Statements

June 30, 2017

(1) Reporting Entity

The Oklahoma Public Employee's Retirement System (the System) is a defined benefit cost-sharing multiple employer plan consisting of a retirement plan and a cost-sharing multiple employer health insurance subsidy plan (HISP) both held in irrevocable trusts. The System, together with other similar fiduciary pension trust funds of the state of Oklahoma (the State), is a component unit of the State. The System is administered by the Oklahoma Public Employees Retirement System (OPERS). As set forth in Title 74, of the Oklahoma Statutes, at Section 921, administrative expenses are paid with funds provided by operations of the System.

(2) Summary of Significant Accounting Policies

The following are the significant accounting policies followed by the Oklahoma Public Employees Retirement System (the System).

(a) Basis of Accounting

The financial statements are prepared using the economic resources measurement focus and the accrual basis of accounting under which expenses are recorded when the liability is incurred, revenues are recorded in the accounting period in which they are earned and become measurable, and investment purchases and sales are recorded as of their trade dates. Member and employer contributions are established by statute as a percentage of salaries and are recognized when due, pursuant to legal requirements. Benefits and refunds are recognized when due and payable in accordance with the terms of the System.

(b) Investments

The System is authorized to invest in eligible investments as approved by the Board of Trustees (the Board) as set forth in its investment policy.

System investments are reported at fair value, which is the price that would be received if the investments were sold in an orderly transaction between a willing buyer and a willing seller. Short-term investments include bills and notes, commercial paper, and international foreign currency contracts. Short-term investments, debt securities, and equity securities are reported at fair value, as determined by the System's custodial agent, using pricing services or prices quoted by independent brokers based on the latest reported sales prices at current exchange rates for securities traded on national or international exchanges. The fair value of the pro rata share of units owned by the System in equity index and commingled trust funds is determined by the respective fund trustee based on quoted sales prices of the underlying securities. The investment in real estate is valued using an annual third party appraisal.

Cash equivalents include investments in money market funds and investment pools and are reported at amortized cost.

Notes to Financial Statements (continued)

Net investment income (loss) includes net appreciation (depreciation) in the fair value of investments, interest income, dividend income, securities lending income and expenses, and investment expenses, which include investment management and custodial fees and all other significant investment related costs. Foreign currency translation gains and losses are reflected in the net appreciation (depreciation) in the fair value of investments.

The System's international investment managers may enter into forward foreign exchange contracts to protect against fluctuation in exchange rates between the trade date and the settlement date of foreign investment transactions. Any gains and losses on these contracts are included in income in the period in which the exchange rates change.

The System's investment policy provides for investments in combinations of stocks, bonds, fixed income securities, and other investment securities along with investments in commingled, mutual, and index funds. Investment securities and investment securities underlying commingled or mutual fund investments are exposed to various risks, such as interest rate and credit risks. Due to the risks associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities may occur in the near term, and those changes could materially affect the amounts reported in the statement of fiduciary net position.

(c) Property and Equipment

Property and equipment with an initial cost of $100 and an estimated useful life of at least three years are considered capital assets. Property and equipment are carried at cost, less accumulated depreciation. Costs of additions are capitalized, as are the costs of internally generated computer software. Maintenance and repairs are charged to expense as incurred. Depreciation is calculated using the straight-line method over the estimated useful lives of the related assets, as follows:

Furniture and equipment	10-15 years
Computer equipment	3-5 years

(d) Use of Estimates

Management of the System has made a number of estimates and assumptions relating to the reporting of assets and liabilities and the disclosure of contingent assets and liabilities to prepare these financial statements in conformity with U.S. generally accepted accounting principles (GAAP), note disclosure and required supplementary information (RSI). Actual results could differ from these estimates.

(e) Risk and Uncertainties

Contributions to the System and the actuarial information included in Note (6) Net Pension Liability, Net HISP Liability and Actuarial Information and the RSI are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee compensation and demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions may occur in the near term and, due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to the financial statements.

(f) Composition of Board of Trustees

The Board of Trustees of OPERS consists of fourteen appointed members, some by position and some by association. Those serving through position are a member of the Corporation Commission as selected by the Commission, a member of the Tax Commission as selected by the Tax Commission,

Notes to Financial Statements (continued)

the Administrator of the Office of Personnel Management or designee, the State Insurance Commissioner or designee, the Director of State Finance or designee, and the State Treasurer or designee. Of the remaining members, three are appointed by the Governor, one is appointed by the Supreme Court, two are appointed by the Speaker of the House of Representatives and two are appointed by the President Pro Tempore of the Senate. Qualifications for certain of these appointees include a balance of individuals having experience in investment management, pension management, public fund management, the banking profession or a licensed attorney or a licensed accountant.

(g) Restatement and Reclassifications

On July 1, 2016, the System implemented Governmental Accounting Standards Board (GASB) Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pensions* (GASB 74). GASB 74 presents improved information about postemployment benefit plans other than pensions (OPEB). The System administers a health insurance subsidy plan (HISP), which is considered OPEB in accordance with the provisions of GASB 74. As a result of the implementation of GASB 74, a beginning balance restatement occurred as follows:

	Pension Plan	Health Insurance Subsidy Plan	Combined
Net Position restricted for pension / HISP benefits as of June 30, 2016	$ 8,435,578,907	$ -	$ 8,435,578,907
Adoption of GASB 74	(280,129,184)	280,129,184	-
Net Position restricted for pension / HISP benefits as of June 30, 2016	$ 8,155,449,723	$ 280,129,184	$ 8,435,578,907

Certain amounts in prior-year financial statements have been reclassified to conform with the current year presentation.

(3) System Description and Contribution Information

The following brief description of the System is provided for general information purposes only. Participants should refer to Title 74 of the Oklahoma Statutes, Sections 901 through 932 and 935, as amended, for more complete information.

(a) General

The System is a multiple-employer, cost-sharing public employee retirement plan, which is a defined benefit pension plan covering substantially all state employees except employees covered by seven other plans sponsored by the State. It also covers employees of participating county and local agencies. Nearly all new state employees first employed by a System participating employer on or after November 1, 2015, will participate in the State's new defined contribution plan. Therefore, the System is closed to nearly all new State employees, but remains open to new employees of participating counties and local agencies. Agencies and/or participants not included in the System are as follows: teachers, municipal police, municipal firefighters, judicial, wildlife, state law enforcement and nearly all State employees first employed on or after November 1, 2015.

The System also administers the Health Insurance Subsidy Plan, a cost-sharing multiple-employer defined benefit OPEB plan that provides OPEB covering the same categories of employees covered by the pension plan.

Notes to Financial Statements (continued)

The supervisory authority for the management and operation of the System and HISP is the Board, which acts as a fiduciary for investment of the funds and the application of System interpretations.

At June 30, the System's membership consisted of:

	2017
Inactive members or their beneficiaries currently receiving benefits	34,579
Inactive members entitled to but not yet receiving benefits	5,951
Active members	38,873
Total	79,403

Of the inactive members or their beneficiaries currently receiving benefits, 14,262 are retirees and beneficiaries in the HISP. The Plan also includes 52,126 nonvested terminated members entitled to a refund of their member contributions as of June 30, 2017.

For purposes of the discussion on benefits and contributions, the members are described in the following categories: hazardous duty members, which includes certain employees of the Department of Corrections who are classified as correction officers, probation and parole officers, and fugitive apprehension agents along with Oklahoma Military Department firefighters; elected officials, which includes elected officials who serve the State and participating counties; and State, county, and local agency employees, which includes all other employees previously described. If the member category is not specifically identified, the attributes of the System discussed apply to all members.

(b) Benefits

Pensions

Members qualify for full retirement benefits at their specified normal retirement age or, for any person who became a member prior to July 1, 1992, when the sum of the member's age and years of credited service equals or exceeds 80 (Rule of 80), and for any person who became a member after June 30, 1992, when the member's age and years of credited service equals or exceeds 90 (Rule of 90).

Normal retirement date is further qualified to require that all members employed on or after January 1, 1983 must have six or more years of full-time equivalent employment with a participating employer before being eligible to receive benefits. Credited service is the sum of participating and prior service. Prior service includes nonparticipating service before January 1, 1975, or the entry date of the employer and active wartime military service.

A member with a minimum of ten years of participating service may elect early retirement with reduced benefits beginning at age 55 if the participant became a member prior to November 1, 2011, or age 60 if the participant became a member on or after November 1, 2011.

Disability retirement benefits are available for members having eight years of credited service whose disability status has been certified as being within one year of the last day on the job by the Social Security Administration. Disability retirement benefits are determined in the same manner as retirement benefits, but payable immediately without an actuarial reduction.

Health Insurance Subsidy Plan

HISP provides a health insurance premium subsidy for retirees of the System who elect to maintain health insurance with the Oklahoma Employees Group Insurance Division (EGID) or other qualified insurance plan provided by the employer. This subsidy continues until the retiree terminates health insurance coverage with EGID or other qualified plan, or until death. The subsidy is only for the retiree, not joint annuitants or beneficiaries.

Notes to Financial Statements (continued)

The following are various benefit attributes for each member category:

State, County, and Local Agency Employees

Benefits are determined at 2% of the average annual salary received during the highest thirty-six months of the last ten years of participating service, but not to exceed the applicable annual salary cap, multiplied by the number of years of credited service. Members who join OPERS on or after July 1, 2013, will have their salary averaged over the highest 60 months of the last ten years. Normal retirement age under the System is 62 or Rule of 80/90 if the participant became a member prior to November 1, 2011, or age 65 or Rule of 90 if the participant became a member on or after November 1, 2011.

Members who elect to pay the additional contribution rate, which became available in January 2004, will receive benefits using a 2.5% computation factor for each full year the additional contributions are made. In 2004, legislation was enacted to provide an increased benefit to retiring members who were not yet eligible for Medicare. The Medicare Gap benefit option became available to members under age 65 who retired on or after May 1, 2006. Members may elect to receive a temporary increased benefit to cover the cost of health insurance premiums until the member is eligible to receive Medicare. After the member becomes eligible for Medicare, the retirement benefit will be permanently reduced by an actuarially determined amount. The option is irrevocable, must be chosen prior to retirement, and is structured to have a neutral actuarial cost to the System.

Members become eligible to vest fully upon termination of employment after attaining eight years of credited service, or the members' contributions may be withdrawn upon termination of employment.

Elected Officials

Benefits are determined as the greater of the calculation described in the preceding section or, based on the official's contribution election, either 1.9% or 4.0% of the highest annual covered compensation received as an elected official, but not to exceed the applicable annual salary cap, multiplied by the number of years of credited service. For members elected prior to November 1, 2011, normal retirement age under the System is 60 with six years of participation as an elected official or Rule of 80. For members elected on or after November 1, 2011, the normal retirement age is 62 with 10 years of participation as an elected official or 65 with eight years of participation as an elected official. Members elected prior to November 1, 2011 become eligible to vest fully upon termination of employment after attaining six years of participating service as an elected official. Members elected on or after November 1, 2011 become eligible to vest fully upon termination of employment after attaining eight years of participating service as an elected official. The members' contributions may be withdrawn upon termination of employment.

Hazardous Duty Members

Benefits are determined at (a) 2.5% of the final average compensation up to the applicable annual salary cap multiplied by the number of years of service as a hazardous duty member not to exceed 20 years and (b) 2.0% of the final average compensation multiplied by the number of years of service in excess of 20 years and any other years of service creditable. Normal retirement age under the System is 62 or at completion of 20 years of creditable service as a hazardous duty member or Rule of 80/90 if participant became a member prior to November 1, 2011, or age 65 or at completion of 20 years of creditable service as a hazardous duty member or Rule of 90 if participant became a member on or after November 1, 2011.

Notes to Financial Statements (continued)

Military Department firefighters are not restricted to a maximum of 20 years of hazardous duty for the 2.5% computation.

However, members who contributed prior to July 1, 1990 but do not qualify for normal retirement as a hazardous duty member shall receive benefits computed at 2.5% of the final compensation for those full time years as a hazardous duty member after July 1, 1990, 2.25% before July 1, 1990, and 2.0% for all other years of credited service. Members become eligible to vest fully after 20 years of full time service as a hazardous duty member.

Upon the death of an active member, the accumulated contributions of the member are paid to the member's named beneficiary(ies) in a single lump sum payment. If a retired member elected a joint annuitant survivor option or an active member was eligible to retire with either reduced or unreduced benefits or eligible to vest the retirement benefit at the time of death, benefits can be paid in monthly payments over the life of the spouse if the spouse so elects.

Benefits are payable to the surviving spouse of an elected official only if the elected official had at least six years of participating elected service and was married at least three years immediately preceding death. Survivor benefits are terminated upon death of the named survivor and, for elected officials, remarriage of the surviving spouse. Upon the death of a retired member, with no survivor benefits payable, the member's beneficiary(ies) are paid the excess, if any, of the member's accumulated contributions over the sum of all retirement benefit payments made.

Upon the death of a retired member, the System will pay a $5,000 death benefit to the member's beneficiary or estate of the member if there is no living beneficiary. The death benefit will be paid in addition to any excess employee contributions or survivor benefits due to the beneficiary. Death benefits paid for the years ended June 30, 2017 and 2016 totaled approximately $5,493,000 and $5,190,000, respectively.

Legislation was enacted in 1999 which provided a limited additional benefit for certain terminated members eligible to vest as of July 1, 1998. This limited benefit is payable as an additional $200 monthly benefit upon the member's retirement up to the total amount of certain excess contributions paid by the participant to the System. In April 2001, limited benefit payments began for qualified retired members. The estimated liability for future payments of the limited benefit of approximately $0.4 million has been included in the calculation of the total pension liability of the System at June 30, 2017.

Benefits are established and may be amended by the State Legislature from time to time.

(c) Contributions

The contribution rates for each member category of the System are established by the Oklahoma Legislature after recommendation by the Board based on an actuarial calculation, which is performed to determine the adequacy of such contribution rates. An actuarially determined portion of the total contributions to the System are set aside to finance the cost of the benefits of the HISP in accordance with provisions of the Internal Revenue Code.

Each member participates based on their qualifying gross salary earned, excluding overtime. There is no cap on the qualifying gross salary earned, subject to Internal Revenue Service (IRS) limitations on compensation. Only employers contribute to the HISP.

The following contribution rates were in effect:

Notes to Financial Statements (continued)

State, County, and Local Agency Employees

For 2017, *state agency employers* contributed 16.5% on all salary, and *state employees* contributed 3.5% on all salary.

For 2017, contributions of *participating county and local agencies* totaled 20.0% of salary composed of a minimum employee contribution rate of 3.5% up to a maximum of 8.5% and a minimum employer contribution rate of 11.5% up to a maximum of 16.5%.

Members have the option to elect to increase the benefit computation factor for all future service from 2.0% to 2.5%. The election is irrevocable, binding for all future employment under OPERS, and applies only to full years of service. Those who make the election pay the standard contribution rate plus an additional contribution rate, 2.91% which is actuarially determined. The election is available for all state, county, and local government employees, except for elected officials and hazardous duty members.

Elected Officials

Elected officials' employee contributions are based on the maximum compensation levels set for all members, and the participating employers are required to contribute on the elected officials' covered salary using the same percentage and limits as applicable for state agencies. Members elected prior to November 1, 2011 must select an employee contribution rate of 4.5%, 6.0%, 7.5%, 8.5%, 9.0% or 10.0%. Members elected on or after November 1, 2011 have a contribution rate of 3.5%.

Effective July 1, 1999, elected officials must affirmatively elect or decline participation in the System within 90 days after taking office. This decision is irrevocable, and failure of an elected official to decline to participate in the System will be deemed as an irrevocable election to participate and contribute at the highest rate (currently 3.5% for officials elected on or after November 1, 2011). All current elected officials who had not elected to participate in the System must have either elected, including selecting a contribution rate, or declined to participate in the System on or before December 1, 1999.

Elected officials who are first elected or appointed to an elected office between November 1, 2010 and October 31, 2011 may only select one of two benefit computation factors - 1.9% or 4.0% - with the respective employee contribution rates of 4.5% or 10.0%.

Effective November 1, 2011, elected officials who are first elected or appointed to an elected office participate with a benefit computation factor of 2.0% with an employee contribution rate of 3.5%.

Hazardous Duty Members

For 2017, hazardous duty members contributed 8.0%, and their employer agencies contributed 16.5% on all salary.

(d) Participating Employers

At June 30, the number of participating employers for the pension plan and the HISP plan was as follows:

Notes to Financial Statements (continued)

	2017
State agencies	118
County governments	75
Local government towns and cities	29
Other local governmental units	62
Total	284

(e) Defined Contribution System created for New Members

House Bill 2630 and Senate Bill 2120 directed OPERS to establish a defined contribution retirement system for members first employed by a participating employer of the system on or after November 1, 2015, including statewide elected officials and legislators. The provisions of this bill are not applicable to hazardous duty members, district attorneys, assistant district attorneys or other employees of the district attorney's office who will continue to participate in the defined benefit plan. Also excluded are employees of a county, county elected officials, county hospital, city or town, conservation district, circuit engineering district, and any public or private trust in which a county, city or town participates and is the primary beneficiary.

This new defined contribution plan was created and implemented during the year ended June 30, 2016. Under this new plan, participating employees contribute a minimum of 4.5% of their compensation. Participating employers match employee contributions up to 7%. In addition to the matching contributions, participating employers are required to remit to OPERS the difference between the matching contributions for defined contribution plan members and the amount the participating employer would have contributed for a defined benefit plan member.

This new defined contribution plan is a separate and distinct plan that is has its own set of financial statements and is therefore not included in the disclosures of the OPERS defined benefit plan.

(4) Cash and Cash Equivalents

Cash and cash equivalents represent short-term investment funds held by the Office of the State Treasurer (State Treasurer) and the System's custodial agent, and foreign currency.

At June 30, cash and cash equivalents were:

	2017
Cash equivalents	
State Treasurer	$ 2,779,741
Custodial agent	114,068,389
Foreign currency	2,347,569
Total cash and cash equivalents	$ 119,195,699

Cash is deposited to *OK INVEST*, an internal investment pool of the State Treasurer with holdings limited to obligations of the U.S. Government, its agencies and instrumentalities, agency senior debt and mortgage-backed pass-through securities, tri-party repurchase agreements, money market mutual funds, collateralized certificates of deposit, commercial paper, obligations of state and local governments, and State of Israel Bonds. Participants are limited to qualifying agencies and funds within the State's reporting entity, and each participant maintains an interest in the underlying investments of *OK INVEST* and shares the risk of loss on the fund in proportion to the respective investment in the fund. The custodial agent cash equivalents consist of temporary investments in commingled trust funds of the System's custodial agent. The fund is composed of high-grade money market instruments with short maturities. Each participant in the fund shares the risk of loss on the fund in proportion to the respective investment in the fund.

Notes to Financial Statements (continued)

Deposits are exposed to custodial credit risk if they are not covered by depository insurance and the deposits are uncollateralized, collateralized with securities held by the pledging financial institution, or collateralized with securities held by the pledging financial institution's trust department or agency but not in the depositor-government's name. At June 30, 2017, the cash equivalents in *OK INVEST* and the System's custodial agent cash equivalents were not exposed to custodial credit risk because their existence cannot be evidenced by securities that exist in physical or book entry form.

The System holds foreign currency in banks outside the United States as a result of transactions of international investment managers. The foreign currency is in accounts in the name of the System's custodial agent and is uncollateralized, and the System is exposed to custodial credit risk. At June 30, 2017, the foreign currency holdings were $2,347,569. The System's exposure to foreign currency risk is detailed in the section entitled Investments, Foreign Currency Risk.

(5) Investments

(a) General

Investments are pooled for administrative purposes and then allocated to the pension plan and HISP based on actuarial data, inflows and outflows. The OPERS Statement of Investment Policy states that the Board believes that System assets should be managed in a fashion that reflects the System's unique liabilities and funding resources, incorporating accepted investment theory and reliable empirical evidence. Specifically, the Board has adopted the following principles:

- Asset allocation is the key determinant of return, and therefore, commitments to asset allocation targets will be maintained through a disciplined rebalancing program.
- Diversification, both by and within asset classes, is the primary risk control element.
- Passive fund portfolios are suitable investment strategies, especially in highly efficient markets. These index funds which are externally managed by professional investment management firms selected through due diligence of the Board are deemed to be actively managed accounts within the meaning of Section 909.1(D) of Title 74 of the Oklahoma Statutes.

The investment policy, guidelines, and objectives which govern the investment of System and HISP assets shall be developed and adopted by the Board of Trustees at a regularly scheduled public Board meeting, at least annually, prior to August 1 of each year. Changes to the investment policy may be made, as necessary, at any public meeting of the Board of Trustees, in compliance with the Open Meeting Act. During 2015, the investment policy was modified to allow investments in certain real estate-related assets.

The asset allocation guidelines established by policy at June 30, 2017, were U.S. equities – 40%, international equities – 28% and domestic fixed income – 32%. The guidelines also establish minimum and maximum percentages for each asset class allocation, and when allocations move outside these limits, portfolios are rebalanced.

Notes to Financial Statements (continued)

The fair value of investments held by the System at June 30 was as follows:

		2017
U.S. Treasury notes/bonds	$	1,127,901,185
U.S. TIPS index fund		302,179,401
Government agencies		6,287,681
Government mortgage-backed securities		669,924,779
Foreign bonds		9,237,760
Municipal bonds		18,197,190
Corporate bonds		711,801,112
Asset-backed securities		156,956,304
Commercial mortgage-backed securities		71,016,975
Non government backed collateralized mortgage obligations		22,889,244
Domestic equities		2,163,658,371
U.S. equity index fund		1,549,521,205
International equities		896,202,932
International equity index funds		1,643,299,407
Real estate		12,100,000
Securities lending collateral		639,984,979
Total investments	$	10,001,158,525

The System participates in fixed income and international and domestic equity index funds managed by BlackRock Institutional Trust Company, N.A. (BTC). BTC, a subsidiary of BlackRock Inc., is a national banking association and operates as a limited purpose trust company. Its primary regulator is the Office of the Comptroller of the Currency (OCC), the agency of the U.S. Treasury Department that regulates United States national banks. Each fund is a collective fund which is a group trust and an entity separate from BTC, other funds, and the investing participants. BTC is trustee of each of the collective fund trusts and holds legal title to each trust's assets for the exclusive benefit of the System. The fair value of the System's position in the pool is the same as the value of the pool shares. As of June 30, 2017, the System was invested in two domestic equity index funds, two international equity index funds, and a fixed income index fund. The System shares the risk of loss in these funds with other participants in proportion to its respective investment. Because the System does not own any specific identifiable investment securities of these funds, the risk associated with any derivative investments held in these funds is not apparent. The degree of risk depends on the underlying portfolios of the funds, which were selected by the System in accordance with its investment policy guidelines including risk assessment.

The international funds invest primarily in equity securities of entities outside the United States and may enter into forward contracts to purchase or sell securities at specified dates in the future at a guaranteed price in a foreign currency to protect against fluctuations in exchange rates of foreign currency.

Securities Lending

The System's investment policy provides for its participation in a securities lending program. The program is administered by the System's master custodian, and there are no restrictions on the amount of loans that can be made. During 2017, the types of securities loaned were primarily U.S. Government and corporate bonds, domestic equity securities, and international equity securities. Certain securities of the System are loaned to participating brokers, who must provide collateral in the form of cash, U.S. Treasury or Government Agency securities, or letters of credit issued by approved banks.

Under the terms of the securities lending agreement, collateral is required to be provided in the amount of 102% of the fair value of U.S. securities loaned and 105% of the fair value of non-U.S. securities loaned. At June 30, 2017, the System had no credit risk exposure to borrowers because the amounts the System owes the borrowers exceed the amounts the borrowers owe the System. The securities on loan at June 30, 2017

Notes to Financial Statements (continued)

collateralized by cash collateral were $625,686,133, and the cash collateral received for those securities on loan was $639,984,979. In addition, the securities on loan at June 30, 2017 collateralized by non-cash collateral were $117,402,420, and the market value of the non-cash collateral for those securities on loan was $120,009,989. The master custodian provides for full indemnification to the System for any losses that might occur in the program due to the failure of a broker to return a security that was borrowed (and if the collateral is inadequate to replace the securities lent) or failure to pay the System for income of the securities while on loan. The System cannot pledge or sell collateral securities unless the borrower defaults. The loan premium paid by the borrower of the securities is apportioned between the System and its custodial agent in accordance with the securities lending agreement. All securities loans can be terminated on demand by either the lender or the borrower.

The securities lending agreement provides that cash collateral be invested in the custodial agent's short-term investment pool and sets forth credit quality standards, acceptable investments, diversification standards, and maturity and liquidity constraints for the investment fund. The System's investment guidelines do not require a matching of investment maturities with loan maturities but do establish minimum levels of liquidity and other investment restrictions designed to minimize the interest rate risk associated with not matching the maturities of the investments with the loans. At June 30, 2017, the cash collateral investments had an average weighted maturity of 17 days, and the relationship between the maturities of the custodial agent's investment pool and the System's loans is affected by the maturities of the securities loans made by other entities that use the agent's pool, which the System cannot determine. The System's non-cash collateral is represented by its allocated share of a pool administered by the agent for the System and other pool participants.

(b) Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will default or will otherwise not fulfill its obligations.

The System's investment guidelines provide for the domestic fixed income managers to follow one of four investment styles and specifies quality guidelines for each style.

The *Constrained Core* manager will invest in a broadly diversified portfolio with characteristics similar to a broad fixed income market index, such as the Barclays Capital Aggregate Bond Index. The total portfolio minimum quality should be single-A as rated by a nationally recognized statistical rating organization (NRSRO). The portfolio should primarily consist of investment grade securities, with a minimum quality rating for any issue of triple-B rating by at least one NRSRO. In the event that a credit rating is downgraded below this minimum, the investment manager shall immediately notify OPERS staff and provide an evaluation and recommended course of action.

The *Core Plus* manager will invest in a broadly diversified portfolio with characteristics similar to the Constrained Core manager and will add a "plus" of limited exposure to high yield bonds. The total portfolio minimum quality should be single-A as rated by an NRSRO. No more than 20% of the portfolio shall consist of non-investment grade issues. The minimum quality rating for any issue is single-B rating by at least one NRSRO, and no more than 5% of a portfolio shall be invested in issues rated below double-B rating by at least one NRSRO. In the event that a credit rating is downgraded below this minimum, the investment manager shall immediately notify OPERS staff and provide an evaluation and recommended course of action.

The *Interest Rate Anticipator* manager follows a style that seeks to correctly forecast the long term trend in interest rates and adjust the portfolio duration accordingly. The total portfolio minimum quality should be single-A as rated by an NRSRO, and the portfolio should consist of investment grade securities only.

Notes to Financial Statements (continued)

The *Passive* fixed income style consists of a TIPS index fund. TIPS are securities issued by the U.S. Government that are designed to protect the purchasing power of the investor.

At June 30, 2017, the domestic fixed income portfolio consisted of a constrained core fixed income portfolio, a core plus fixed income portfolio, a rate anticipator portfolio, and a passive U.S. TIPS Index fund. All components met the stated policy restrictions except the core fixed income portfolio, which held $1,992,698 in issues rated below triple-B minus, and the core plus fixed income portfolio, which held $5,662,170 in issues rated below single-B. The System's investment managers have advised retention of the securities after having assessed their risk/reward profiles.

Investments issued by or explicitly guaranteed by the U.S. Government are not considered to have credit risk. At June 30, 2017, the System held 38.6% of fixed income investments that were not considered to have credit risk and 9.8% in a U.S. TIPS index fund made up of explicitly guaranteed U.S. Treasury Inflation-Protected Securities. Implicitly guaranteed investments primarily refer to bonds issued by a government sponsored entity (GSE) which is a government chartered corporation. This government charter implies that the government is unlikely to allow a GSE to default on its bond payments.

The System's exposure to credit risk at June 30, 2017 is presented below, in thousands, by investment category as rated by an NRSRO.

	Triple-A	Double-A	Single-A	Triple-B	Double-B	Single-B	Triple-C	Not Rated or Rating Not Available	Total
Government agencies	$ -	$ -	$ -	$ 616	$ -	$ -	$ -	$ -	$ 616
Foreign bonds	-	-	-	8,754	484	-	-	-	9,238
Municipal bonds	3,558	9,880	4,759	-	-	-	-	-	18,197
Corporate bonds	15,484	39,804	208,493	309,796	11,691	4,128	-	122,405	711,801
Asset-backed securities	100,463	25,436	17,274	4,363	2,206	3,160	1,424	2,630	156,956
Commercial mortgage-backed securities	56,619	5,325	-	2,304	-	-	-	6,769	71,017
Non government backed collateralized mortgage obligations	6,715	6,644	7,100	2,273	-	-	-	157	22,889
Total fixed income securities exposed to credit risk	$ 182,839	$ 87,089	$ 237,626	$ 328,106	$14,381	$ 7,288	$ 1,424	$ 131,961	$ 990,714
Percent of total fixed income portfolio	5.9%	2.8%	7.7%	10.6%	0.5%	0.2%	0.0%	4.3%	32.0%

The exposure to credit risk of the underlying investments of the System's cash equivalents at June 30 is as follows:

Credit Rating	2017
Triple-A	0.1 %
Double-A	95.8
Single-A	4.1
	100.0 %

(c) Concentration of Credit Risk

Investments can be exposed to concentration of credit risk if significant amounts are invested in any one issuer. The System's investment policy states that portfolios managed on behalf of the System should not hold more than 5% of the outstanding securities of any single issuer. As of June 30, 2017, the System did not have 5% or more of its total investments in any single issuer.

Notes to Financial Statements (continued)

(d) Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment or a deposit. Duration is a measure of a debt investment's exposure to fair value changes arising from changing interest rates based upon the present value of cash flows, weighted for those cash flows as a percentage of the investment's full price. Effective duration estimates the sensitivity of a bond's price to interest rate changes and makes assumpti1ons regarding the most likely timing and amounts of variable cash flows arising from investments, such as callable bonds, collateralized mortgage obligations, and other mortgage-backed securities.

At June 30, the System's exposure to interest rate risk as measured by effective duration is listed below by investment category.

	2017	
	Fair Value	**Effective duration in years**
U.S. Treasury notes/bonds	$ 1,127,901,185	10.8
U.S. TIPS index fund	302,179,401	7.8
Government agencies	6,287,681	10.3
Government mortgage-backed securities	669,924,779	4.4
Foreign bonds	9,237,760	9.2
Municipal bonds	18,197,190	6.4
Corporate bonds	711,801,112	5.1
Asset-backed securities	156,956,304	1.0
Commercial mortgage-backed securities	71,016,975	3.9
Non government backed collateralized mortgage obligations	22,889,244	1.2
Total fixed income	$ 3,096,391,631	
Porfolio duration		7.0

The System does not have a formal investment policy on interest rate risk. Interest rate risk is controlled through diversification of portfolio management styles.

Some investments' sensitivity to changing interest rates may derive from prepayment options embedded in an investment. Asset-backed securities, mortgage-backed securities, and collateralized mortgage obligations are pass-through securities that represent pooled debt obligations repackaged as securities that pass income and principal from debtors through the intermediary to investors.

Asset-backed securities are bonds or notes backed by loan paper or accounts receivable originated by banks, credit card companies, or other providers of credit and often enhanced by a bank letter of credit or by insurance coverage proved by an institution other than the issuer. At June 30, 2017, the System held $156,956,304 in asset-backed securities.

Mortgage-backed securities are securities backed by mortgages issued by public and private institutions. At June 30, 2017, the System held $669,924,779 in government mortgage-backed securities issued by the Federal Home Loan Mortgage Corporation (FHLMC), Government National Mortgage Association (GNMA), and Federal National Mortgage Association (FNMA) as well as $71,016,975 in commercial mortgage-backed securities.

Notes to Financial Statements (continued)

Collateralized mortgage obligations (CMOs) are mortgage-backed bonds that allocate mortgage cash flows (interest and principal) into different maturity classes, called tranches. This is accomplished by dedicating mortgage cash flows to specific tranches and paying each tranche off in turn by prespecified rules. CMOs provide investors with increased security about the life of their investment compared to purchasing a pass-through mortgage-backed security. If mortgage rates drop (rise) sharply, prepayment rates will increase (decrease), and CMO tranches may be repaid before (after) the expected maturity. At June 30, 2017, the System held $22,889,244 in non-government backed CMOs.

The exposure to interest rate risk of the underlying investments of the System's cash equivalents at June 30 is as follows:

Maturities (in days)	**2017**
0 - 14	37.8 %
15 - 30	2.6
31 - 60	12.3
61 - 90	19.9
91 - 180	9.3
181 - 364	16.5
365 - 730	1.6
	100.0 %

(e) Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or a deposit. The OPERS Statement of Investment Policy addresses foreign currency risk by stating that the primary sources of value-added for international equity investment managers will be issue and country selection, with currency management focused on limiting losses due to fluctuations in currency values.

Notes to Financial Statements (continued)

The System's exposure to foreign currency risk by asset class at June 30, 2017 is as follows:

Currency	Equities	Short-term Investments	Cash	Total	Percent
Australian dollar	$ 22,874,325	$ -	$ 143,003	$ 23,017,328	0.9 %
Brazilian real	11,285,447	189,665	6	11,475,118	0.5
British pound sterling	145,944,637	238,242	380,836	146,563,715	5.8
Canadian dollar	5,426,988	-	154,454	5,581,442	0.2
Danish krone	19,879,680	-	-	19,879,680	0.8
Euro	181,698,391	-	20,101	181,718,492	7.1
Hong Kong dollar	33,655,533	625,581	215,522	34,496,636	1.4
Indonesian rupiah	2,062,054	-	-	2,062,054	0.1
Japanese yen	136,821,458	(637,117)	859,664	137,044,005	5.4
Malaysian ringgit	8,717,064	-	1	8,717,065	0.3
Mexican peso	7,234,175	-	246,444	7,480,619	0.3
Philippine peso	1,220,931	-	-	1,220,931	0.0
Polish zloty	-	-	446	446	0.0
Qatari rial	2,132,410	-	-	2,132,410	0.1
Singapore dollar	33,574,735	-	49,472	33,624,207	1.3
South African rand	20,613,284	79,151	133,653	20,826,088	0.8
South Korean won	24,049,386	(71,779)	83,693	24,061,300	0.9
Swedish krona	39,892,209	-	-	39,892,209	1.6
Swiss franc	65,726,044	-	-	65,726,044	2.6
Thai baht	3,427,638	-	-	3,427,638	0.1
Turkish lira	5,818,007	-	60,274	5,878,281	0.2
United Arab Emirates dirham	2,040,638	-	-	2,040,638	0.1
International portfolio exposed to foreign currency risk	774,095,034	423,743	2,347,569	776,866,346	30.5
International portfolio in U.S. dollars	1,765,409,464	(425,903)	5,291,979	1,770,275,540	69.5
Total international portfolio	$ 2,539,504,498	$ (2,160)	$ 7,639,548	$ 2,547,141,886	100.0 %

The System's actively-managed international equity securities are recorded at fair value, which includes foreign currency gains and losses attributable to fluctuations in the exchange rate between the foreign denominated currency of the investment and the U.S. dollar. This translation gain or loss is calculated based on month-end exchange rates. Cumulative unrealized translation losses at June 30, 2017 were approximately $59.5 million.

(f) Rate of Return

For the year ended June 30, 2017, the annual money-weighted rate of return on pension plan investments, net of pension plan investment expenses, was 12.64%, and the annual money-weighted rate of return on HISP plan investments, net of HISP plan investment expenses, was 12.76%. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

(g) Fair Value Measurement

The System categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to quoted prices in active markets for identical assets (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The inputs to the three levels of the fair value hierarchy are described as follows:

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Significant other observable inputs, including quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets in markets that are not active and other market corroborated inputs

Notes to Financial Statements (continued)

Level 3: Significant unobservable inputs

Investments in equity securities classified in level 1 are valued directly from a predetermined primary external pricing vendor using published prices. Investments in debt securities classified as level 2 are obtained from using an alternative pricing source due to lack of information by the primary vendor. The investment in real estate is classified as level 3 due to lack of observable pricing inputs and is valued using annual appraisals.

Assets measured at fair value and net asset value at June 30, 2017 are as follows:

		Fair Value Measurements Using		
Investments by Fair Value Level	**6/30/2017**	**Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**
Short-term investment fund	$ 110,247,798	$ -	$ 110,247,798	$ -
Debt Securities				
U.S. Treasury notes/bonds	$ 1,127,901,185	$ -	$ 1,127,901,185	$ -
Government agencies	6,287,681	-	6,287,681	-
Government mortgage-backed	669,924,779	-	669,924,779	-
Foreign bonds	9,237,760	-	9,237,760	-
Municipal bonds	18,197,190	-	18,197,190	-
Corporate bonds	711,801,112	-	711,801,112	-
Asset-backed securities	156,956,304	-	156,956,304	-
Commercial mortgage-backed	71,016,975	-	71,016,975	-
Non government backed collateralized mortgage obligations	22,889,244	-	22,889,244	-
Total Debt Securities	2,794,212,230	-	2,794,212,230	-
Equity Securities				
International equities	896,202,932	896,202,932	-	-
U.S. common and preferred stock	2,163,658,371	2,163,658,371	-	-
Total Equity Securities	3,059,861,303	3,059,861,303	-	-
Real estate				
Real estate	12,100,000	-	-	12,100,000
Total Investments by Fair Value Level	$ 5,866,173,533	$ 3,059,861,303	$ 2,794,212,230	$ 12,100,000
Investments Measured at the Net Asset Value (NAV)				
U.S. TIPS index fund	$ 302,179,401			
International equity index funds	1,643,299,407			
U.S. equity index fund	1,549,521,205			
Total Investments Measured at NAV	3,495,000,013			
Securities lending collateral	639,984,979			
Total Investments	$ 10,001,158,525			

There have been no significant changes in valuation techniques during the fiscal year ended June 30, 2017.

Certain investments that do not have a readily determinable fair value are measured at NAV (or its equivalent), such as member units or an ownership interest. NAV per share is calculated as of the System's year-end in a manner consistent with the Financial Accounting Standards Board's measurement principles for investment companies. The valuation method for investments measured at the NAV per share, or equivalent, is presented in the table below.

Notes to Financial Statements (continued)

Investments Measured at the Net Asset Value	6/30/2017	Redemption Frequency	Redemption Notice Period
U.S. TIPS index fund (1)	$ 302,179,401	Daily	2 days
International equity index funds (2)	1,643,299,407	Daily	2 days
U.S. equity index fund (3)	1,549,521,205	Daily	1 day
	$ 3,495,000,013		

(1) **U.S. TIPS index fund** – The US Treasury Inflation Protected Securities fund is an index fund that establishes an objective of delivering investment performance approximating the rate of return for outstanding US Treasury inflation protected securities with a maturity of one year or greater. The investment is valued at the net asset value of units held at the end of the period based upon the fair value of the underlying investments

(2) **International Equity Index Funds** – The International equity funds consist of index funds that are designed to track various segments of non-US equity markets. Those index funds include the ACWI ex-US Index Fund and the ACWI ex-US Growth Index Fund. The index funds are invested and reinvested in portfolios of non-US developed and emerging markets equity securities, with the objective of approximating the capitalization-weighted return of each respective market segment for publicly traded equity securities. The investment is valued at the net asset value of units held at the end of the period based upon the fair value of the underlying investments.

(3) **U.S. Equity Index Fund** – The US equity fund consist of an index fund that is designed to track various segments of US equity markets. That index fund is the Russell 1000 Index Fund. The index fund is invested and reinvested in portfolios of US equity securities, with the objective of approximating the capitalization-weighted return of each respective market segment for publicly traded equity securities. The investment is valued at the net asset value of units held at the end of the period based upon the fair value of the underlying investments.

The System had no unfunded commitments related to investments measured at NAV as of June 30, 2017.

(6) Net Pension Liability, Net HISP Liability and Actuarial Information

(a) Net Pension Liability and Net HISP Liability of Participating Agencies

The Components of the net pension liability of the employers at June 30 were as follows:

	2017
Total pension liability	$ 9,454,641,808
Plan ficuciary net position	$ 8,913,978,627
Employers' net pension liability	$ 540,663,181
Plan fiduciary net position as a percentage of the total pension liability	94.28%

The Components of the net HISP liability of the employers at June 30 were as follows:

	2017
Total HISP liability	$ 326,975,262
HISP plan ficuciary net position	$ 315,521,246
Employers' net HISP liability	$ 11,454,016
Plan fiduciary net position as a percentage of the total HISP liability	96.50%

Notes to Financial Statements (continued)

(b) Actuarial Methods and Assumptions

The total pension liability and total HISP liability, both as of June 30, 2017, were determined based on actuarial valuations prepared as of July 1, 2017, using the following actuarial assumptions:

- Investment return – 7.00% compounded annually net of investment expense and including inflation
- Salary increases – 3.5% to 9.5% per year including inflation
- Mortality rates – active participants and nondisabled pensioners – RP-2014 Mortality Table projected to 2025 by Scale MP-2016 (disabled pensioners set forward 12 years)
- No annual post-retirement benefit increases
- Assumed inflation rate – 2.75%
- Payroll growth – 3.5%
- Actuarial cost method – Entry age
- Select period for the termination of employment assumptions – 10 years

The actuarial assumptions used in the July 1, 2017, valuation are based on the results of the most recent actuarial experience study, which covered the three-year period ending June 30, 2016. The experience study report is dated April 13, 2017.

The long-term expected rate of return on pension plan investments and HISP plan investments was determined using a log-normal distribution analysis in which best estimate ranges of expected future real rates of return (expected returns, net of pension plan 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 weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The HISP represents a subsidy that is capped at $105 per month per retiree.

The target asset allocation and best estimates of geometric real rates of return for each major asset class as of June 30, 2017, are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
U.S. Large Cap Equity	38.0%	5.3%
U.S. Small Cap Equity	6.0%	5.6%
U.S. Fixed Income	25.0%	0.7%
International Stock	18.0%	5.6%
Emerging Market Stock	6.0%	6.4%
TIPS	3.5%	0.7%
Rate Anticipation	3.5%	1.5%
Total	100.0%	

(c) Discount rate

The discount rate used to measure the total pension liability and the total HISP liability was 7.00% for 2017. The projection of cash flows used to determine the discount rate assumed that contributions from System members and the employers will be made at the current contribution rate as set out in state statute. Based on those assumptions, the pension plan's fiduciary net position and the HISP's fiduciary net position were projected through 2114 to be available to make all projected future benefit payments of current System members. Therefore, the long-term expected rate of return on pension plan and HISP plan investments was applied to all periods of projected benefit payments to determine the total pension liability and total HISP liability. The discount rate determined does not use a municipal bond rate.

Notes to Financial Statements (continued)

Sensitivity of the net pension liability and net HISP liability to changes in the discount rate

The following presents the net pension liability of the employer calculated using the discount rate of 7.00% for 2017, as well as what the System's net pension liability (asset) would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

	June 30, 2017		
	1% Decrease (6.00%)	Current Discount Rate (7.00%)	1% Increase (8.00%)
Net pension liability (asset)	$ 1,597,952,521	$ 540,663,181	$ (354,612,797)

The following presents the net HISP liability of the employer calculated using the discount rate of 7.00% for 2017, as well as what the System's net HISP liability (asset) would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

	June 30, 2017		
	1% Decrease (6.00%)	Current Discount Rate (7.00%)	1% Increase (8.00%)
Net HISP liability (asset)	$ 45,242,503	$ 11,454,016	$ (17,594,704)

Due to the structure of the HISP, healthcare cost trend rate sensitivity analysis is not meaningful.

(7) Federal Income Tax Status

Pursuant to a determination by the IRS, the System is qualified under the Internal Revenue Code of 1986, as amended and, therefore, is exempt from federal income taxes. The latest determination letter is dated October 28, 2014 and was a favorable determination for the Oklahoma Public Employees Retirement Plan. The System has been amended since receiving the determination letter; however, the System administrator believes that the System is designed and is currently being operated in substantial compliance with the applicable requirements of the Internal Revenue Code and will retain its status as a qualified plan.

(8) Plan Amendments

During 2017, the State Legislature enacted the following System provisions during the session ended in May 2017:

(a) Oklahoma State Treasurer Added to Board

SB 242 adds the Oklahoma State Treasurer, or his/her designee, to the OPERS and Teachers' Retirement System Board of Trustees.

(b) Clarification of Certain System Provisions

OPERS requested HB 1704 to clarify certain System provisions for elected officials and for public safety officers under the Grand River Dam Authority (GRDA).

Elected Officials – Prior to the new legislation, if an elected official chose the maximum retirement option with a one-half survivor annuity, the surviving spouse would only receive the survivor annuity if he/she did not remarry after the elected official's death. The amended language removed the prohibition against remarriage.

Notes to Financial Statements (continued)

GRDA Public Safety Officers – The statutory cite for hazardous duty exemptions in the System's new defined contribution plan needed to be updated to include GRDA officers.

(9) New Accounting Pronouncements

The following GASB statements were implemented during the fiscal year:

GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pensions* improves the usefulness of information about OPEB to be included in general purpose external financial reports of OPEB plans. As previously discussed, the implementation of GASB 74 resulted in a restatement of restricted net position at the beginning of the year, disaggregating amounts.

GASB Statement No. 77, *Tax Abatement Disclosures* provides additional disclosure related to certain types of tax abatements. This statement had no effect on the System.

GASB Statement No. 78, *Pensions Provided through Certain Multiple-Employer Defined Benefit Pension Plans* addresses practice issues regarding the scope of GASB-68, *Accounting and Financial Reporting for Pensions* and certain multiple-employer plans that are not state or local governmental pension plans and that may provide defined benefit pensions to both governmental and non-governmental employees. This statement had no effect on the System.

GASB Statement No. 80, *Blending Requirements for Certain Component Units* also addresses a practice issue regarding the presentation of not-for-profit corporations and similar component units where a primary government is the sole corporate member of the component unit. This statement had no effect on the plan.

GASB Statement No. 82, *Pension Issues – An Amendment to GASB Statements No. 67, No. 68, and No. 73* (GASB 82). The objective of GASB 82 is to address certain issues that have been raised with respect to Statements No. 67, *Financial Reporting for Pension Plans*, No. 68, *Accounting and Financial Reporting for Pensions*, and No. 73, *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68, and Amendments to Certain Provisions of GASB Statements 67 and 68*. Specifically, this Statement addresses issues regarding (1) the presentation of payroll-related measures in required supplementary information, (2) the selection of assumptions and the treatment of deviations from the guidance in an Actuarial Standard of Practice for financial reporting purposes, and (3) the classification of payments made by employers to satisfy employee (plan member) contribution requirements. The System made certain clarifications in the Required Supplementary Information with regard to payroll-related measures to conform to the provisions of GASB 82.

In addition, the following accounting pronouncements have been issued by the GASB, but not yet adopted:

<u>Fiscal Year Ended June 30, 2018:</u>

For the fiscal year ended June 30, 2018, the System will assist employers of the State in their implementation of GASB Statement No. 75 (GASB 75), *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*. GASB 75 requires employers to provide additional information regarding OPEB in their financial statements. The System will provide such information in the form of additional schedules.

GASB Statement No. 81 (GASB 81), *Irrevocable Split-Interest Agreements* provides additional accounting and financial reporting information for circumstances when a government is a beneficiary or and administrator of such agreements. As of the date of the financial statements, the System is currently evaluating the effects of this pronouncement.

Notes to Financial Statements (continued)

GASB Statement No. 85 (GASB 85), *Omnibus 2017* addresses practice issues identified in the implementation and application of existing GASB Statements. The issues involve certain situations involving blending component units, goodwill, fair value measurement and application, pensions and OPEB. As of the date of the financial statements, the System is currently evaluating the effects of this pronouncement.

GASB Statement No. 86 (GASB 86), *Certain Debt Extinguishment Issues* improves consistency in accounting and financial reporting for in-substance defeasance of debt by providing guidance for transactions in which cash and other monetary assets acquired only with existing resources – resources other than the proceeds of refunding deb t-are placed in an irrevocable trust for the sole purpose of extinguishing debt. As of the date of the financial statements, the System is currently evaluating the effects of this pronouncement.

<u>Fiscal Year Ended June 30, 2019 (and beyond)</u>:

GASB Statement No. 83 (GASB 83), *Certain Asset Retirement Obligations* addresses accounting and financial reporting for certain asset retirement obligations (AROs). An ARO is a legally enforceable liability associated with the retirement of a tangible capital asset. A government that has legal obligations to perform future asset retirement activities related to its tangible capital assets should recognize a liability based on the guidance. GASB 83 is effective for reporting periods beginning after June 15, 2018. As of the date of the financial statements, the System is currently evaluating the effects of this pronouncement.

GASB Statement No. 84 (GASB 84), *Fiduciary Activities* seeks to improve guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how those activities should be reported. GASB-84 establishes criteria for identifying fiduciary activities of all state and local governments. The focus of the criteria generally is on (1) whether a government is controlling the assets of the fiduciary activity and (2) the beneficiaries with whom a fiduciary relationship exists. Separate criteria are included to identify fiduciary component units and postemployment benefit arrangements that are fiduciary activities. GASB 84 is effective for reporting periods beginning after December 15, 2018. As of the date of the financial statements, the System is currently evaluating the effects of this pronouncement.

GASB Statement No. 87 (GASB 87), *Leases* increases the usefulness of governments' financial statements by requiring recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. It establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. Under this GASB 87, a lessee is required to recognize a lease liability and an intangible right-to-use lease asset, and a lessor is required to recognize a lease receivable and a deferred inflow of resources, thereby enhancing the relevance and consistency of information about governments' leasing activities. GASB 87 is effective for reporting periods beginning after December 15, 2019. As of the date of the financial statements, the System is currently evaluating the effects of this pronouncement.

Required Supplementary Information

(Unaudited)

June 30, 2017

Schedule 1

Schedule of Changes in the Net Pension Liability ($ in Thousands)

Year Ended June 30,	2017	2016	2015	2014
Total Pension Liability				
Service cost	$ 177,082	$ 178,523	$ 175,809	$ 184,835
Interest	639,266	653,306	635,975	621,990
Difference between expected and actual experience	(117,283)	(52,745)	(11,228)	(89,172)
Changes of assumptions	238,225	233,874	-	15,413
Benefit payments	(573,962)	(565,412)	(542,488)	(520,641)
Refunds of contributions	(15,950)	(15,862)	(15,611)	(14,878)
Net change in total pension liability	347,378	431,684	242,457	197,547
Total pension liability - beginning	9,427,810	8,996,126	8,753,669	8,556,122
Adoption of GASB 74	(320,546)	-	-	-
Total pension liability - ending (a)	$ 9,454,642	$ 9,427,810	$ 8,996,126	$ 8,753,669
Plan Fiduciary Net Position				
Contributions - employer	$ 269,511	$ 296,249	$ 292,185	$ 280,047
Contributions - member	70,276	73,801	73,145	70,524
Net investment income	1,013,868	15,756	264,289	1,317,980
Benefit payments	(573,962)	(565,412)	(542,488)	(520,641)
Administrative expense	(5,214)	(5,395)	(5,183)	(4,709)
Refunds of contributions	(15,950)	(15,862)	(15,611)	(14,878)
Net change in plan fiduciary net position	758,529	(200,863)	66,337	1,128,323
Plan fiduciary net position - beginning	8,435,579	8,636,442	8,570,105	7,441,782
Adoption of GASB 74	(280,129)	-	-	-
Plan fiduciary net position - ending (b)	8,913,979	8,435,579	8,636,442	8,570,105
Net pension liability - ending (a) - (b)	$ 540,663	$ 992,231	$ 359,684	$ 183,564

Schedule of the Net Pension Liability ($ in Thousands)

Year Ended June 30,	2017	2016	2015	2014
Total pension liability	$ 9,454,642	$ 9,427,810	$ 8,996,126	$ 8,753,669
Plan fiduciary net position	8,913,979	8,435,579	8,636,442	8,570,105
Net pension liability	$ 540,663	$ 992,231	$ 359,684	$ 183,564
Ratio of plan fiduciary net position to total pension liability	94.28%	89.48%	96.00%	97.90%
Covered payroll	$ 1,790,810	$ 1,808,973	$ 1,744,042	$ 1,695,348
Net pension liability as a % of covered payroll	30.19%	54.85%	20.62%	10.83%

This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, the information included is for those years for which information is available.

Discount Rate as of 6/30/2017 was changed to 7.00% from 2016.

Required Supplementary Information

Schedule of Pension Employer Contributions ($ in Thousands)

(Unaudited)

June 30, 2017

Schedule 2

Year Ended June 30,	2017	2016	2015	2014
Actuarially determined employer contribution	$ 176,016	$ 164,600	$ 200,784	$ 258,879
Actual employer contributions	269,511	296,249	292,185	280,047
Annul contribution deficiency (excess)	$ (93,495)	$ (131,649)	$ (91,401)	$ (21,168)
Covered payroll*	$ 1,790,810	$ 1,808,973	$ 1,744,042	$ 1,695,348
Actual contributions as a percentage of covered payroll*	15.05%	16.38%	16.75%	16.52%

* Covered payroll beginning in 2017 is for the defined benefit plan members only although employer contributions toward the net pension liability are being received on behalf of defined contribution plan members. Note: 2017 was the first year to exclude the health insurance subsidy.

Notes to Schedule

This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, the information included is for those years for which information is available.

Valuation date:

Actuarially determined contributions are calculated as of the beginning of the fiscal year in which contributions are reported

Methods and assumptions used to determine contribution rates:

Actuarial cost method	Entry age
Amortization method	Level percentage of payroll, closed
Remaining amortization period	12 years
Asset valuation method	5-year moving average
Inflation	2.75% for 2017, 3.00% for 2016 and 2015
Salary increase	4.50 to 8.40 percent, including inflation
Investment rate of return	7.00% for 2017, 7.25% for 2016 and 7.50% for 2015, compounded annually, net of investment expense and including inflation
Retirement age	Age 65 for all members hired on or after November 1, 2011, age 62 for members hired prior to November 1, 2011
Mortality	For 2017, active participants and nondisabled pensioners – RP-2014 Mortality Table projected to 2025 by Scale MP-2016 (disabled pensioners set forward 12 years). For 2016, Active participants and nondisabled pensioners – RP-2000 Mortality Table projected to 2010 by Scale AA (disabled pensioners set forward 15 years)

Other information:

The plan has been amended by House Bill 2630 in 2014 which states that effective November 1, 2015, OPERS shall create a defined contribution plan for most people first employed by a participating employer. Exemptions from the new defined contribution plan include hazardous duty members and district attorneys, assistant district attorneys and employees of the district attorney's office. Each employer shall send to OPERS the difference between the required employer contribution to OPERS and the amount required to match the participating employee's contribution in the defined contribution plan.

Senate Bill 2120, also enacted in 2014, amends House Bill 2630 to further exempt from the new defined contribution plan county elected officials and employees of a county, county hospital, city or town, conservation district, circuit engineering district, and any public or private trust in which a county, city or town participates. Senate Bill 2120 also states that employees who participate in the defined contribution system are excluded from the $105 health subsidy.

New employees specifically exempted from the defined contribution plan will participate in the existing defined benefit plan.

Required Supplementary Information

Schedule of Money-Weighted Rate of Return on Pension Plan Investments

(Unaudited)

June 30, 2017

Schedule 3

Annual money-weighted rate of return, net of investment expense	
Year Ended June 30, 2017	12.64%
Year Ended June 30, 2016	0.18%
Year Ended June 30, 2015	3.12%
Year Ended June 30, 2014	17.96%

This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, the information included is for those years for which information is available.

Required Supplementary Information

(Unaudited)

June 30, 2017

Schedule 4

Schedule of Changes in the Net HISP Liability ($ in Thousands)

Year Ended June 30,	2017
Total HISP Liability	
Service cost	$ 8,550,066
Interest	22,562,886
Difference between expected and actual experience	(16,757,130)
Changes of assumptions	11,072,934
Benefit payments	(18,999,021)
Net change in total HISP liability	6,429,735
Total HISP liability - beginning	320,545,527
Total HISP liability - ending (a)	$ 326,975,262
Plan Fiduciary Net Position	
Contributions - employer	$ 18,828,000
Net investment income	35,746,586
Benefit payments	(18,999,021)
Administrative expense	(183,503)
Net change in plan fiduciary net position	35,392,062
Plan fiduciary net position - beginning	280,129,184
Plan fiduciary net position - ending (b)	315,521,246
Net HISP liability - ending (a) - (b)	$ 11,454,016

Schedule of the Net HISP Liability ($ in Thousands)

Year Ended June 30,	2017
Total HISP liability	$ 326,975,262
Plan fiduciary net position	315,521,246
Net HISP liability	$ 11,454,016
Ratio of plan fiduciary net position to total HISP liability	96.50%
Covered payroll*	N/A
Net HISP liability as a percentage of covered payroll	N/A

*Covered Payroll is not meaningful to formulate a ratio of net HISP liability as a percentage of covered payroll. Contributions are only received from employers.

Discount Rate as of 6/30/2017 was 7.00%.

Required Supplementary Information

Schedule of HISP Employer Contributions ($ in Thousands)
(Unaudited)
June 30, 2017
Schedule 5

Year Ended June 30,	2017
Actuarially determined employer contribution	$ 6,087
Actual employer contributions	18,828
Annul contribution deficiency (excess)	$ (12,741)
Covered payroll*	N/A
Actual contributions as a % of covered payroll*	N/A

*Covered Payroll is not meaningful to formulate a ratio of net HISP liability as a percentage of covered payroll. Contributions are only received from employers.

Notes to Schedule

Valuation date:
Actuarially determined contributions are calculated as of the beginning of the fiscal year in which contributions are reported

Methods and assumptions used to determine contribution rates:

Actuarial cost method	Entry age
Amortization method	Level percentage of payroll, closed
Remaining amortization period	12 years
Asset valuation method	5-year moving average
Inflation	2.75%
Salary increase	4.50 to 8.40 percent, including inflation
Investment rate of return	7.00%, compounded annually, net of investment expense and including inflation
Retirement age	Age 65 for all members hired on or after November 1, 2011, age 62 for members hired prior to November 1, 2011
Mortality	Active participants and nondisabled pensioners – RP-2014 Mortality Table projected to 2025 by Scale MP-2016 (disabled pensioners set forward 12 years).

Required Supplementary Information

Schedule of Money-Weighted Rate of Return on HISP Investments

(Unaudited)

June 30, 2017

Schedule 6

	Annual money-weighted rate of return, net of investment expense
Year Ended June 30, 2017	12.76%

Supplementary Information

Schedule of Investment Expenses

Year Ended June 30, 2017

Schedule 7

		2017
Investment management fees		
Fixed Income Managers:		
BlackRock Financial Management, Inc.	$	1,112,322
Hoisington Investment Management		414,437
Metropolitan West Asset Management, LLC		396,933
BlackRock Institutional Trust Company, N.A. - TIPS		30,106
U.S. Equity Managers:		
Aronson, Johnson, and Ortiz, LP		-
Barrow, Hanley, Mewhinney & Strauss, Inc.		1,074,775
BlackRock Institutional Trust Company, N.A.		142,842
DePrince Race & Zollo, Inc.		678,136
Mellon Capital Management		125,000
State Street Global Advisors		164,864
UBS Global Asset Management		299,228
Westfield Capital Management		1,295,414
International Equity Managers:		
Baillie Gifford Overseas Limited		1,890,828
BlackRock Institutional Trust Company, N.A.		623,069
Mondrian Investment Partners, Ltd		1,925,160
Total investment management fees		10,173,114
Investment consultant fees		
Verus Investment Advisory Group		246,655
Investment custodial fees		
Northern Trust Company		31,188
Other investment related expenses		191,962
Total investment expenses	$	10,642,919

Supplementary Information
Schedule of Administrative Expenses
Year Ended June 30, 2017
Schedule 8

		2017
Staff salaries	$	3,093,225
Social Security		228,692
Retirement		522,155
Insurance		608,661
Temporary employees		82,809
Total personnel services		4,535,542
Actuarial		136,700
Audit		262,022
Legal		57,924
Total professional services		456,646
Printing		62,375
Telephone		26,588
Postage and mailing expenses		137,509
Travel		39,069
Total communication		265,541
Office space		249,364
Equipment leasing		51,958
Total rentals		301,322
Supplies		22,614
Maintenance		110,942
Depreciation		229,609
Other		239,900
Total miscellaneous		603,065
Total administrative expenses		6,162,116
Administrative expenses allocated		
Uniform Retirement System for Justices and Judges (URSJJ)		(159,595)
Oklahoma State Employees Deferred Compensation Plan (DCP)		(479,316)
Oklahoma State Employees Deferred Savings Incentive Plan (SIP)		(126,068)
Total administrative expenses allocated		(764,979)
Net administrative expenses	$	5,397,137

Note to Schedule of Administrative Expenses

Administrative overhead expenses, including personnel and other supporting services costs, which are paid for by the Plan, are allocated to three other retirement funds also administered by OPERS. The allocation is based on OPERS' estimate of the cost of service provided by the Plan to the other funds.

Supplementary Information

Schedule of Professional/Consultant Fees

Year Ended June 30, 2017

Schedule 9

			2017
Professional/Consultant	**Service**		
Cavanaugh Macdonald Consulting, Inc.	Actuarial	$	136,700
McGladrey LLP / RSM US LLP	External Auditor		100,000
Arledge & Associates	External Auditor		15,000
Finley & Cook, PLLC	Internal Auditor		147,022
Ice Miller LLP	Legal		10,583
Phillips Murrah, P.C.	Legal		47,291
Michael Mitchelson	Hearings Examiner		50
Total professional/consultant fees		$	456,646

Investment

53 Investment Consultant's Report

57 Chief Investment Officer's Report

63 Largest Holdings

64 Investment Portfolio by Type and Manager

65 Asset Comparison

66 Schedule of Stock Brokerage Commissions Paid

Verus

Investment Consultant's Report

Investment Objectives

The primary financial objective for Oklahoma Public Employees Retirement System (OPERS) is to earn a long-term return sufficient to avoid deterioration in funded status. The System's actuary estimates this return requirement to be 7.0% while its investment consultant estimates the portfolio's expected return to be 6.5% for the fiscal year ended June 30, 2017. Note that OPERS' actuary uses 30-year estimates in its analysis whereas the System's investment consultant uses 10-year forecasts.

The secondary goals for OPERS are to outperform the asset allocation-weighted benchmark and to rank in the top fortieth percent of a universe of large public pension funds.

Asset Allocation

The System's Investment Philosophy stresses the following key points:

1. Asset allocation is the key determinant of return. Therefore, commitments to asset allocation targets are maintained through a disciplined rebalancing program.
2. Diversification, both by and within asset classes, is the primary tool for risk control.
3. Passive instruments (index funds) are suitable strategies in highly efficient markets.

ASSET CLASS	6/30/17 ALLOCATION	LOW	TARGET	HIGH	% PASSIVE OR SEMI-PASSIVE
U.S. EQUITY	40.8%	34.4%	40.0%	45.6%	70.0%
FIXED INCOME	31.3%	27.5%	32.0%	36.5%	60.0%
INT'L EQUITY	27.5%	25.0%	28.0%	31.0%	67.9%
REAL ESTATE	0.1%	0.0%	0.0%	0.2%	0.0%
CASH	0.2%	0.0%	0.0%	0.0%	0.0%

Review of Fiscal Year 2017 Investment Environment

A coordinated uptick in global economic and earnings growth amid low market volatility were central themes during the 2017 fiscal year. For the first time in the recovery, GDP growth accelerated across regions, especially in the Eurozone and emerging markets. At the same time, corporate earnings growth experienced substantial improvements in the latter half of the fiscal year. This backdrop led to strong gains in global equities and other risk assets, led by emerging market equities in Asia. A shift in the U.S. political administration also played an important role in asset price movements. After the initial shock of President Trump's victory, U.S. equities rallied to end the calendar year, particularly in small cap stocks. Consumer and business sentiment measures improved significantly post-election. The increase in optimism was centered around promises of corporate tax reform, deregulation, and infrastructure spending. Much of this optimism faded, however, after the new administration ran into resistance on healthcare reform, which delayed progress on other important agenda items. In the fixed income market, U.S. rates rose modestly and the Treasury curve steepened. The Fed continued on the path of rate normalization, raising the federal funds rate by 25 bps in December, March, and June. Even with the three rate hikes, yields remain low relative to history. The Fed has indicated confidence in the economic environment, and based on its own forecasts a continued gradual pace of monetary tightening appears likely over the short-term. However, inflation is still below the Fed's 2% target, which has been noted as a concern. Developed central banks outside of the U.S remain accommodative, although improving economic conditions in the Eurozone have led to discussions about the possibility of monetary tightening. In currencies, the U.S dollar appreciated significantly in the first half of the fiscal year, but reversed course during the second half to end little changed over the period. Improving international economic conditions and political uncertainty in the U.S. may have been influential factors in the recent weakness.

The U.S. equity market experienced strong returns of 18.5% (Russell 3000) over the fiscal year. Small cap equities delivered especially good performance of 24.6% (Russell 2000) relative to large caps equities that returned 18.0% (Russell 1000). International equities outperformed U.S. markets as the MSCI ACWI ex U.S. Index returned 20.5%, driven by emerging markets. Performance was negative in the broad U.S. fixed income market with the Aggregate Bond Index returning -0.3%. U.S. high yield, however, delivered strong performance as spreads continued to tighten (12.7%).

Portfolio Review

As a diversified investor, Oklahoma Public Employees Retirement System (OPERS) experienced a +12.8% return for the fiscal year ended June 30. This result was in line with OPERS' policy benchmark of +12.8% for the period.

An Asset-Liability Study was performed during the 2017 fiscal year. Subsequent to the Asset-Liability study, the Board adopted a new asset allocation which lowered domestic equities by 4%, adding 4% to international equity. The fixed income allocation remained the same. During fiscal year 2017, the actuarial assumed rate of return was reduced from 7.25% to 7.0%.

In January 2017, an active large cap growth manager was added to the manager lineup to replace the passive Russell 1000 Growth Index Fund.

Performance Review

At quarterly intervals, the System reviews performance at the total fund, asset class and individual manager levels. At each level, returns are evaluated versus appropriate indexes and peers. Index comparisons have as return objectives various after-fee return premiums with risk (standard deviation) not exceeding 125%-150% of the underlying index. OPERS targets returns within the top fortieth percentile of peer comparisons over longer time periods.

Investment returns achieved through June 30, 2017 have been calculated using a time-weighted rate of return methodology based upon market values. As shown in the following table, for the 1, 3 and 5-year annualized time periods ended June 30, 2017; the U.S. Equity asset class performed below its respective blended benchmark for the 3-year period but above the benchmark for the 1-year and 5-year periods. The Non-U.S. Equity asset class performed above its respective benchmark for the 3-year and 5-year annualized time periods, but below the benchmark for the 1-year period. The Fixed Income asset class performed above the benchmark for the 1-year, 3-year, and 5-year annualized time periods ended June 30, 2017.

The Domestic Equity asset class was ranked in the second quartile for the 1-year, 3-year, and 5-year annualized time periods. The Non-U.S. Equity asset class was ranked in the fourth quartile of its universe for the 1-year period, and third quartile for the 3-year and 5-year annualized periods ended June 30, 2017. The Fixed Income asset class ranked in the bottom decile of its universe for the 1-year period and in the third quartile of its peer group for the 3-year and 5-year annualized time periods ended June 30, 2017.

The total OPERS Plan performed in line with its Policy Benchmark for the 1-year and 3-year periods and above the Policy Benchmark for the 5-year period ending June 30, 2017. The total OPERS Plan ranked slightly below median for 1-year, 3-year, and 5-years ended June 30, 2017 compared to the peer universe of Public Funds greater than $1 Billion, with percentile rankings of 52%, 60%, and 51%, respectively.

PERIODS ENDED 6/30/17	ONE YEAR	THREE YEARS	FIVE YEARS
Domestic Equity	19.6%	8.8%	14.7%
85% Russell 1000 / 15% Russell 2000	19.0%	9.1%	14.6%
Rank*	31	48	31
Non-U.S. Equity	19.2%	1.7%	7.9 %
MSCI ACWI ex-U.S.	21.0%	1.3%	7.7%
Rank*	79	65	69
Fixed Income	-0.6%	3.0%	2.6%
78% BB Agg./11% Citi 20+ Year Tsy./11% BB U.S. TIPS	-1.2%	2.7%	2.1%
Rank*	91	55	70
Total Fund	12.8%	5.3%	9.1%
*Policy Benchmark***	12.8%	5.3%	8.7%
Public Fund > $1 Billion Median*	12.8%	5.4%	9.1%
Rank*	52	60	51

* Ranking 1 is best, 100 is worst. Rankings source is InvestorForce.

** Policy Benchmark is:

40% Custom Domestic Equity Benchmark (85% Russell 1000/ 15% Russell 2000) /
32% Custom Fixed Income Benchmark (78% BB U.S. Aggregate/ 11% Citi 20-Year+ Treasury/ 11% BB U.S. TIPS)/
28% MSCI ACWI ex-U.S. Index.

In summary, Verus believes that OPERS is managed in a prudent and cost effective manner. The sound and disciplined policies implemented by OPERS are evidenced by its competitive performance compared to relevant benchmarks and peers.

Yours truly,

Margaret Jadallah

Margaret S. Jadallah
Managing Director

Verus

Chief Investment Officer's Report

Oklahoma Public Employees Retirement System
P.O. Box 53007
Oklahoma City, Oklahoma 73152-3077

800.733.9008 toll-free
405.848.5946 fax

Dear Members:

The Fund's total return for fiscal year 2017 rebounded decidedly from last fiscal year. The broad equity market in the U.S. posted gains of 18.5% for the fiscal year, reaching all-time highs. Non-U.S. equity markets also registered very strong total returns in U.S. dollar terms for the period. The fixed income markets were the only area that detracted from the Fund's overall results. We endeavor to build a durable portfolio that will weather tumultuous market conditions. Maintaining diversification among asset classes and geographical regions is a critical component of that effort. We also de-emphasize active management in the portfolio, as demonstrated by our large holdings of index-related funds. This year's letter, which covers the 2017 fiscal year, will follow the same format as in years past. First, I will discuss the general economic environment and the performance of various markets throughout the fiscal year. Next, I will focus on the Fund by reviewing the investment performance and the asset allocation. Then, I will offer an investment outlook and discuss recent events at the Fund. Finally, I will review the Fund's investment philosophy and guiding principles, because both are critically important to the investment decision-making process.

Economic Environment

GDP growth, the primary gauge for economic activity in the U.S., entered the ninth year of expansion since the Great Recession ended in 2009. The rest of the developed world appears to have caught up to the U.S. in terms of economic growth rates, and perhaps even surpassed it. U.S. GDP posted an annual growth rate of 2.6% in the second quarter, which met the consensus expectations of economists. This was up from an annual rate of 1.4% in the first quarter of 2017. Spending by consumers on durable and non-durable goods continued to drive economic growth. Consumer spending is supported by a tighter labor market, rising wealth from stock market gains, and favorable consumer sentiment, according to the Chair of the Federal Reserve, Janet Yellen. The U.S. dollar reversed trends of the past several years and weakened relative to the rest of the developed world's currencies, as demand for dollars waned on increased optimism for economic expansion outside of the U.S. A weaker dollar bodes well for the U.S. economy in the form of increased export activity because it causes exports to become more competitive abroad and directly increases corporate profits derived outside of the U.S. Market consensus is for the Federal Reserve to continue to raise interest rates as the weakness in the rest of the world abates and global economic prospects continue to improve.

Economic activity in the European Union gained steam during the fiscal year. GDP growth for the Eurozone was 2% for the first quarter of 2017. Eurozone GDP growth benefited from the re-emerging manufacturing sector and very strong auto sales. The European Central Bank continued its stimulative measures, holding short-term rates at 0% and continuing to implement quantitative easing to lower long-term interest rates. One weak spot was in the United Kingdom, as apprehension from the so-called Brexit emerged. Outside of Europe, economic activity was even healthier. Japan's GDP grew at a 4% annual pace for the first quarter-- the strongest growth rate in the last several years and a possible indication of a period of improved GDP growth. Japan's economy was supported by strong domestic demand and elevated hopes of a sustainable recovery. In China, the official target for GDP growth was lowered to 6.5%. This is the lowest growth target for the country in the last 25 years. China's GDP growth exceeded expectations for second quarter, as it rose 6.9% on a year-over-year basis. The government's inflation goal remained unchanged at 3%, and with a plan to create 11 million new jobs, the unemployment rate target is 4.5%.

Chief Investment Officer's Report (continued)

U.S. and Global Stock Markets

The performance of the U.S. stock market, as measured by the Russell 3000 Index, was impressive during the fiscal year. The Russell 3000 Index is one of the broadest equity indices available and a good proxy for the U.S. equity market as a whole. Surging optimism in the U.S. and a fundamentally better outlook globally fueled the index returns for the period.

Change in the Russell 3000 Index during the fiscal year ended June 30, 2017

Value at 6/30/17	7339.0
Value at 6/30/16	6192.8

Source: FTSE Russell

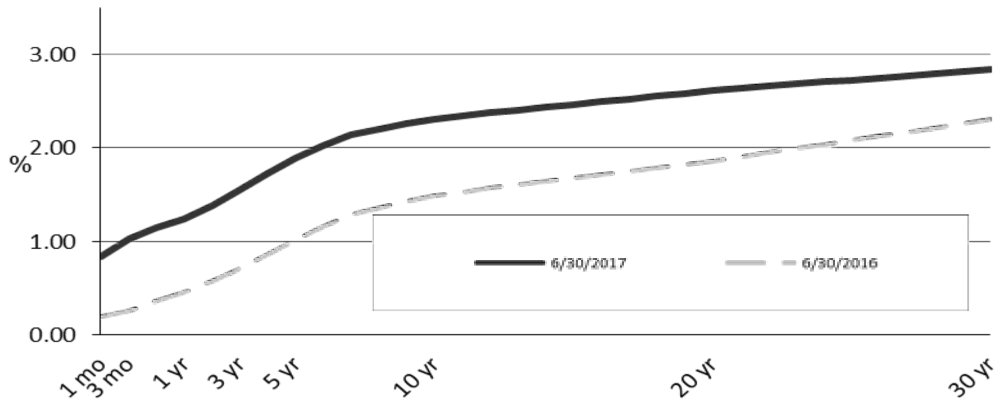
The Russell 3000 ended the one-year period through June 30, 2017 up 18.5%. Equity markets hit all-time highs during the period--the Dow Jones Industrial Average crossed the 22,000 milestone for the first time. The stock markets' remarkable returns were supported by several factors. Corporate profitability growth is as high as it has been in the last five years and remains strong. Inflation remains low and the Federal Reserve remains cautious, and the prospects for global economic growth have improved. Leading the U.S. equity markets were the stocks of the relatively smaller companies, as small capitalization stocks outperformed large capitalization stocks by almost 6% over the period. The market handsomely rewarded risk-taking during the period. Shares in the most economically sensitive sectors of the economy performed the best for the period. Financials, information technology, and industrials were the three best performing sectors in the universe of large-cap stocks of the Russell 1000 index. The rest of the developed world responded to vibrant markets in the U.S. and recorded sizable gains on a U.S. dollar basis. The MSCI All Country World Index ex-U.S. (ACWI ex-U.S. Index), which includes developed and emerging markets, gained 21% in U.S. dollar terms for the fiscal year. The U.S. dollar reversed strengthening trends of the past several years and weakened relative to many other foreign currencies, which fortified gains experienced by U.S. dollar investors in foreign markets. Emerging market returns in U.S. dollar terms were even stronger compared to developed markets.

Interest Rates

The chart on the next page depicts the U.S. Treasury term structure of interest rates. The yield curve is a graphical representation of yield levels across the spectrum of bond maturities. As shown, interest rate yield levels rose across the curve over the period. The Federal Reserve continued on the path towards interest rate normalization and raised the Federal Funds Rate target by a quarter of a percentage point three times during the fiscal year. The Fed Funds Rate stood at a range of 1%-1.25% at the end of the fiscal year. The Fed also announced its intention to begin unwinding the assets on its balance sheet accumulated during the quantitative easing efforts. Yields also rose as investors bet on faster growth and higher inflation as a result of a new administration perceived to be friendlier to businesses. Even though yields rose over the period, inflation remained subdued. The Federal Reserve cut its forecast of inflation to 1.6% from 1.9%. Outside of the U.S., yields continued to be low and even negative in Europe and Japan as those central banks continued policies designed to stimulate and foster the nascent recoveries and economic growth.

Chief Investment Officer's Report (continued)

U.S. Treasury Yield Curve



Source: U.S. Treasury

Investment Returns Through June 30, 2017

U.S. Equity	**Style**	**1 Year**	**3 Years**	**5 Years**
Russell 3000	Broad U.S. Equity	18.51%	9.10%	14.58%
S&P 500	Large Cap Equity	17.90%	9.61%	14.63%
Russell 1000	Large Cap Equity	18.03%	9.26%	14.67%
Russell 1000 Growth	Large Cap Growth	20.42%	11.11%	15.30%
Russell 1000 Value	Large Cap Value	15.53%	7.36%	13.94%
Russell 2000	Small Cap Equity	24.60%	7.36%	13.70%
Russell 2000 Growth	Small Cap Growth	24.40%	7.64%	13.98%
Russell 2000 Value	Small Cap Value	24.86%	7.02%	13.39%
Oklahoma Public Employees Retirement System	**Broad U.S. Equity**	**19.65%**	**8.82%**	**14.72%**

U.S. Fixed Income	**Style**	**1 Year**	**3 Years**	**5 Years**
ML 3-Month T-Bill	Cash	0.44%	0.20%	0.14%
Barclays U.S. Aggregate	Core Bonds	-0.31%	2.48%	2.21%
Citigroup 20-year Treasury Average	Long Term Bonds	-7.63%	5.91%	2.80%
Barclays Corporate High Yield	High Yield Bonds	12.70%	4.48%	6.89%
Oklahoma Public Employees Retirement System	**Domestic Fixed Income**	**-0.64%**	**2.95%**	**2.59%**

International Equity	**Style**	**1 Year**	**3 Years**	**5 Years**
MSCI ACWI Ex-US	Broad Non-US Equity	21.00%	1.27%	7.70%
MSCI EAFE	Developed Non-US Equity	20.27%	1.15%	6.72%
MSCI Emerging Market	Emerging Non-US Equity	23.75%	1.07%	3.96%
Oklahoma Public Employees Retirement System	**Non-U.S. Equity**	**19.15%**	**1.68%**	**7.86%**

Oklahoma Public Employees Retirement System	**Total Fund**	**12.75%**	**5.30%**	**9.07%**

Source: Various index providers, including FTSE Russell, S&P, Barclays, Citigroup, and MSCI. OPERS returns were calculated using the BAI Iterative method (as such returns are time-weighted) and are gross of investment fees.

Chief Investment Officer's Report (continued)

Investment Performance

Bull market continued
The Fund produced a total return of 12.75% for the period gross of fees (12.65% net of fees) and underperformed the policy benchmark portfolio by 4 basis points for the period. The results from active management this year were mixed. The U.S. equity and fixed income portfolios benefited from their respective active management exposures, however, active results in the non-U.S. equity portion of the portfolio disappointed. The relative performance of a non-U.S. equity manager, combined with the weight of the manager compared to the other active advisors, caused the Fund to underperform the policy portfolio.

The Fund benefited from robust absolute returns from the U.S. and non-U.S. equity exposures. These two segments of the portfolio returned in excess of 19% for the period, and were the primary drivers of the Fund's overall favorable results. The only asset class to detract from absolute results for the period was fixed income. This asset class registered losses for the period, as yields rose and more risk seeking behavior was exhibited by investors.

U.S. Equity
The Fund used a mix of passive and active investment management within the domestic equity portfolio structure, with a high proportion of U.S. equity assets managed in a passive style. Active U.S. equity management enhanced the Fund's overall performance for the fiscal year. The advisors of the Fund in the U.S. equity portion of the portfolio found success with their stock selection across the market capitalization and style spectrums. The advisors added value to the Fund in the quantitative, large cap, small cap, growth and values areas of the market. For the period, the small cap managers performed the best from a nominal return perspective. There was also very good contribution to returns from the large cap managers as well. To an advisor, each was able to produce results in excess of its respective benchmark. This fiscal year stood in direct contrast to last fiscal year, where active management in the U.S. equity areas of the market was not rewarded.

Non-U.S. Equity
The non-U.S. equity portfolio contributed strongly to the total return of the fund, having gained 19.15% in U.S. dollar terms for the period. Much like the U.S. Equity portfolio, a high proportion of these Fund assets are managed in a passive style. Within this segment of the asset allocation, two active managers are used. One of the active managers emphasizes the value area of the international market, and the other manager emphasizes the growth area. While nominal returns were quite high for both active managers, the benchmark-relative result for one advisor was especially disappointing. The manager who focuses on the international value area of the global equity markets had a particularly difficult time, as its more defensive orientation was severely penalized by the market. The advisor who emphasizes the growth style performed well relative to its benchmark, but not enough to compensate for the performance of the value style manager. As such, the non-U.S. equity portion of the Fund underperformed its benchmark.

Fixed Income
The Fund's bond portfolio detracted from overall results for the fiscal year. As the market sought the riskier areas of the equity markets for enhanced return opportunities, the less risky parts of the market sold off, including the bond market. Yields increased on longer maturity bonds, which depressed the nominal total returns of the asset class. Unlike last year, the most interest-rate sensitive portion of the fixed income segment produced investment losses, which is a direct result of rising interest rates over the period. The two advisors who focus on the broader bond market both achieved superior benchmark-relative investment results. Bonds are maintained in the portfolio for the diversification of return patterns when combined with exposure to the equity markets. This fiscal year was not a great year for bonds.

Chief Investment Officer's Report (continued)

Asset Allocation

Diversification Reduces Volatility

Diversification is the most effective defense against the risks associated with any one individual security or asset class. Risks are controlled by allocating the Fund's assets across various asset classes and sectors within asset classes. There was a change to the asset allocation during the fiscal year. The Board reduced exposure to the U.S. equity markets by four percentage points and increased exposure to the non-U.S. equity markets by the same amount. For a discussion, please see the recent events section below.

Asset Class	Min	6/30/2017	Target	Max
Cash and Real Estate	0.0%	0.4%	0.0%	0.0%
Domestic Fixed Income	27.5%	31.3%	32.0%	36.5%
U.S. Equity	34.4%	40.8%	40.0%	45.6%
Non-U.S. Equity	25.0%	27.5%	28.0%	31.0%
Total Fund		**100%**	**100%**	

Outlook and Recent Events

Outlook

If you've read this report in previous years, you know that I usually begin this section on a cautionary note regarding the accuracy of forecasted market returns. Correctly and consistently forecasting the market's behavior is impossible, and taking any forecast as fact is sheer folly. We build the Fund according to the tenets set forth in our Investment Policy while making diversification, with respect to different asset classes and within each asset class, a priority. We endeavor to structure the Fund so it may benefit from strong returns in relatively riskier asset classes, but are ever mindful to maintain a level of diversification to dampen the return volatility that can result.

The current global economic environment continues to be driven by constrained economic activity in the U.S. and improvement in the European economies. We are starting to see signs that the accommodative policies that many global central banks have implemented are beginning to bear fruit. The Federal Reserve has started to move away from historically low yield levels and programs to lower long-term rates by increasing short-term rates and selling the securities accumulated during the quantitative easing programs. Geopolitical risk, especially as the U.K. moves to extricate itself from the European Union, will undoubtedly influence investor risk-taking appetite.

For 2018, our largest concern continues to be the prospect of generating and maintaining investment results that match or exceed the actuarial assumed rate of return of 7.00%. This will continue to be a challenging task going forward. Interest rates still remain low which pressures the long-term return generating capacity of a diversified portfolio. Additionally, with the stock market hitting record levels, equity market valuation levels appear stretched, which reduces prospective returns in the equity markets.

Fixed Income

Over a long period of time, the total return of the bond market ***tends*** to resemble the yield of years past. Over short periods, interest rate movements may have a profound impact on the capital gains (or losses) experienced by bond investors. The more quickly interest rates rise, the more pressure is exerted on the total return of the fixed income portfolio. Rates increased in the long end of the yield curve last year, which depressed fixed income total returns over the period. Our medium-term expectation for the total return of the broad U.S. fixed income market going forward would more closely reflect current yields, which are around 2%-2.5%. But we could see another year of poor returns if rates rise more quickly, with the decline in bond value offsetting the yield earned over the period.

Chief Investment Officer's Report (continued)

Equity

Equity markets are particularly difficult to predict with any type of precision. Over short periods of time, market sentiment and technical factors (buying and selling) have an overwhelming impact on returns experienced by investors. ***Over a long period of time***, the real return from the equity markets can be attributable to three main sources: dividends on stocks, the growth rate of corporate earnings, and changes in the valuation ratios. Generally, the growth rate of earnings depends on the economic environment. My forward-looking expectation on the economy has changed very little from last year. The U.S. economy continues to show modest but stable growth. Consumer spending, the biggest driver of the U.S. economy, remains stable, as the outlook for employment is satisfactory and consumers have more discretionary dollars to spend due to low commodity prices. In my opinion, the ability of policy makers to manage expectations around monetary and fiscal policy continues to be the key to the performance of the equity market (and most other "risk assets") for the next several quarters. In addition, potentially reduced corporate profitability at elevated market valuation levels or an increase in geopolitical events could put stress on the market. Market valuations are stretched, and unbridled optimism is a fuel that can quickly evaporate.

Recent Events

There were two changes to the Fund during the year. First, the Board revised the policy asset allocation in conjunction with the asset/liability study presented by the System's consultant. The total returns of the Fund are largely driven by our public equity exposure. Given the strong recent performance of the U.S. equity markets, we believe increasing the international equity portion of the Fund may boost the expected return and efficiency of the overall portfolio. Therefore, the new asset allocation was changed to 32% fixed income (no change), 40% US equity (down from 44%), and 28% non-US equity (up from 24%). The second change was the addition of Westfield Capital Management as a large cap growth advisor to the Fund, and a complement to AJO (the large cap value manager). OPERS funded Westfield in early 2017 out of proceeds that had been invested in a large cap growth index fund.

The Board also approved several recommendations made by the actuary to the economic and demographic assumptions of the plan after reviewing the triennial experience study. Key assumptions that were reviewed included the inflation assumption which was lowered from 3% to 2.75%. As a result, the investment return assumption was lowered from 7.25% to 7.00%.

Investment Philosophy and Guiding Principles

The investment philosophy and the principles that guide the stewardship of the Fund have remained consistent and are listed below. A pension fund has the longest of investment horizons and, therefore, rightly focuses on factors impacting long-term results:

- Asset allocation is the key factor determining long-term results.
- Disciplined rebalancing toward the desired asset allocation maintains diversification and controls risk.
- Diversification within and across asset classes is the most effective tool for controlling risk.
- Passive investment management is commonly the most effective approach in efficient markets; active investment management can succeed in less efficient markets.

For a complete discussion of the investment portfolio and policies thereof, please see the Statement of Investment Policy. A copy of the policy is posted on the OPERS website, www.OPERS.OK.gov/Investment. If you have any questions about this report or the management of the Fund's investments, please contact me. Thank you.

Regards,

Brad Tillberg, CFA
Chief Investment Officer

Largest Holdings

The Plan's ten largest fixed income and stock holdings at June 30, 2017, are described in the following schedules. The Plan invests in various index and commingled funds which are separately presented.

Ten Largest Fixed Income Holdings (By Fair Value):

Security	Par	Fair Value
U.S. Treasury Notes 1.25% due 5-31-2019	132,515,000	$132,194,079
U.S. Treasury Bonds 2.5% due 2-15-2046	104,986,200	97,719,160
U.S. Treasury Notes 1.25% due 4-30-2019	86,897,000	86,683,146
U.S. Treasury Notes 1.75% due 5-31-2022	80,999,000	80,524,427
U.S. Treasury Bonds 2.5% due 5-15-2046	77,350,000	71,962,727
U.S. Treasury Notes 1.25% due 3-31-2019	67,115,000	66,970,837
U.S. Treasury Bonds 3.0% due 11-15-2045	64,000,000	65,917,504
U.S. Treasury Bonds 3.0% due 5-15-2047	49,540,000	51,126,816
U.S. Treasury Notes 1.75% due 6-30-2022	46,130,000	45,830,893
U.S. Treasury Notes 2.0% due 5-31-2024	38,020,000	37,714,053

Ten Largest Stock Holdings (By Fair Value):

Security	Shares	Fair Value
Apple, Inc. Common Stock	320,380	$46,141,128
Johnson & Johnson Common Stock	258,403	34,184,133
Exxon Mobil Corp. Common Stock	398,853	32,199,403
JP Morgan Chase & Co. Common Stock	329,832	30,146,645
Facebook, Inc. Class A Common Stock	190,138	28,707,035
Bank of America Corporation Common Stock	1,120,051	27,172,437
Microsoft Corporation Common Stock	393,801	27,144,703
Amazon.com, Inc. Common Stock	23,073	22,334,664
Merck & Company, Inc. Common Stock	346,002	22,175,268
Pfizer, Inc. Common Stock	642,253	21,573,278

Investments in Funds (By Net Asset Value):

Fund	Units	Net Asset Value
BlackRock Russell 1000 Index Fund	8,581,074	$1,549,521,205
BlackRock ACWI ex-U.S. Index Fund	51,660,587	1,328,814,509
BlackRock ACWI ex-U.S. Growth Index Fund	19,915,334	314,484,897
BlackRock U.S. TIPS Index Fund	14,011,964	302,179,401

A complete list of portfolio holdings is available upon request from the OPERS Investment Accounting and Financial Reporting Department.

Investment Portfolio by Type and Manager

At June 30, 2017, the investment portfolio of OPERS was allocated by type and style as follows:

Investment Type and Manager	Style	Fair Value*	Percent of Total Fair Value
		(000's)	
Fixed Income:			
Blackrock Financial Management, Inc.	Constrained Core	$ 1,568,871	16.6%
Hoisington Investment Management	Interest Rate Anticipation	316,232	3.3%
BlackRock Institutional Trust Company	Index Fund – U.S. TIPS	302,185	3.2%
Metropolitan West Asset Management	Core Plus	961,790	10.2%
Total Fixed Income		3,149,078	33.3%
U.S. Equities:			
BlackRock Institutional Trust Company	Index Fund – Russell 1000	1,549,521	16.3%
Mellon Capital Management	Large cap – Enhanced Index	523,501	5.5%
State Street Global Advisors	Large cap – Enhanced Index	527,499	5.6%
Westfield Capital Management	Large cap – Growth	289,384	3.1%
Aronson + Johnson + Ortiz	Large cap – Value	267,813	2.8%
UBS Global Asset Management	Small cap – Growth	204,878	2.2%
Barrow, Hanley, Mewhinney & Strauss, Inc.	Small cap – Value	195,680	2.1%
DePrince, Race & Zollo, Inc.	Small cap – Value	204,534	2.2%
Total U.S. Equities		3,762,810	39.8%
International Equities:			
Baillie Gifford Overseas Ltd.	International Growth	317,839	3.4%
Mondrian Investment Partners, Ltd.	International Value	571,629	6.0%
BlackRock Institutional Trust Company	Index Fund – ACWI ex-U.S. Growth	314,485	3.3%
BlackRock Institutional Trust Company	Index Fund – ACWI ex-U.S.	1,328,817	14.0%
Total International Equities		2,532,770	26.7%
Short-term Investment Funds	Operating Cash	20,831	0.2%
Total Managed Investments		9,465,489	100.0%
Real Estate		12,100	
Securities Lending Collateral		639,985	
Cash Equivalents on Deposit with State		2,780	
Total Investments and Cash Equivalents		$ 10,120,354	
Statement of Fiduciary Net Position			
Cash Equivalents		119,196	
Investments		10,001,158	
Total Investments and Cash Equivalents		$ 10,120,354	

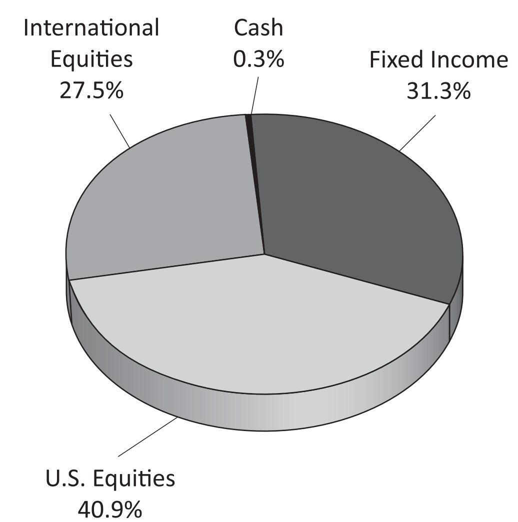
* *Manager fair values include their respective cash and cash equivalents.*

Asset Comparison

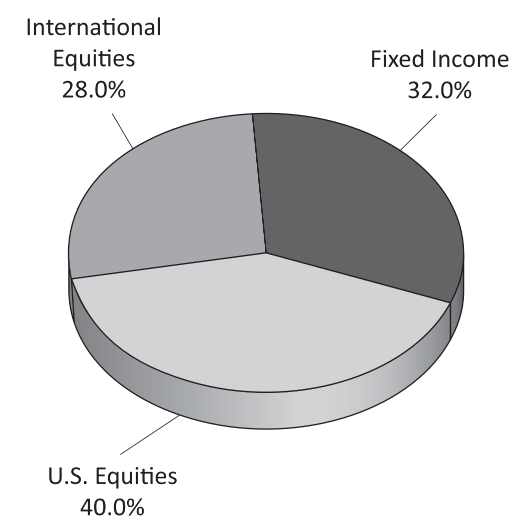
A comparison of the actual investment distribution at June 30, 2017 and 2016, based on the net investment manager holdings, including accrued income, payables and receivables, compared to the target allocations for each year is as follows:

2017

Asset Mix

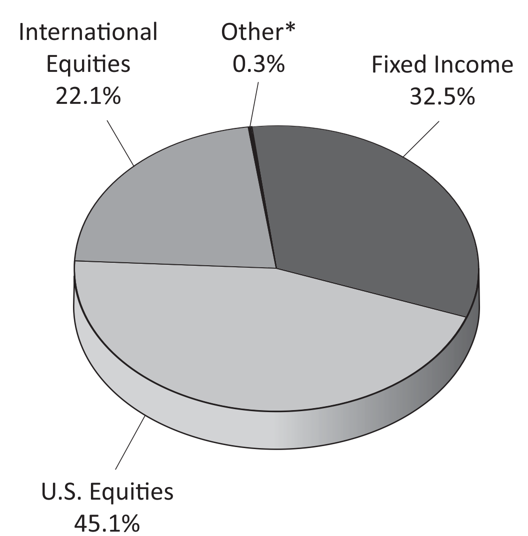


Target Policy Mix

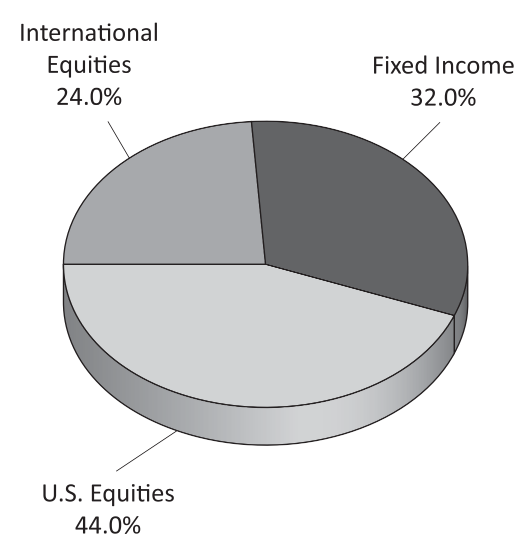


2016

Asset Mix



Target Policy Mix



Schedule of Stock Brokerage Commissions Paid

Year Ended June 30, 2017

			Commission	
Brokerage Firm	**Shares Traded**	**Dollar Volume of Trades**	**Dollar Amount**	**Per Share**
UBS	7,825,310	$ 331,153,126	$ 81,190	0.010
National Financial Services	7,862,591	308,916,365	92,598	0.012
J.P. Morgan	10,928,339	286,585,832	104,998	0.010
ITG, Inc.	4,061,915	268,843,849	51,304	0.013
Merrill Lynch	8,479,745	233,585,041	83,747	0.010
Instinet	5,497,069	193,199,548	74,781	0.014
Credit Suisse	3,263,715	191,847,673	36,050	0.011
Northern Trust Co.	4,369,467	127,113,857	135,712	0.031
Goldman Sachs	5,182,808	120,122,251	22,002	0.004
Morgan Stanley	3,863,431	103,726,899	40,493	0.010
Liquidnet, Inc.	2,067,880	96,904,944	30,872	0.015
KCG Americas LLC	1,469,430	87,230,560	19,315	0.013
Deutsche Bank	2,131,951	78,852,171	19,367	0.009
Weeden and Co.	1,853,414	62,864,572	25,178	0.014
Stifel Nicolaus	2,282,019	58,239,506	90,026	0.039
Sanford C. Bernstein and Co.	6,209,903	55,418,251	19,595	0.003
JonesTrading	2,422,623	55,266,830	89,421	0.037
Barclays Capital	1,183,018	54,907,601	17,246	0.015
Keybanc Capital Markets	1,668,156	46,465,314	66,726	0.040
Penserra Securities LLC	766,043	45,703,397	6,851	0.009
Other	34,089,300	534,537,285	327,678	0.010
Total	117,478,127	$ 3,341,484,872	$ 1,435,150	0.012

Actuarial

67 2017 Certification of Actuarial Valuation

69 Summary of Results

70 Analysis of Financial Experience

71 Solvency Test

72 Schedule of Active Member Valuation Data

72 Schedule of Retirants, Disabled Retirants and Beneficiaries Added to and Removed from Rolls

73 Summary of System Provisions

75 Summary of Actuarial Assumptions and Methods

Cavanaugh Macdonald
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October 27, 2017

Board of Trustees
Oklahoma Public Employees Retirement
System 5801 N. Broadway Extension, Suite 200
P.O. Box 53007
Oklahoma City, OK 73152-3007

Members of the Board:

We have completed an actuarial valuation of the Oklahoma Public Employees Retirement System as of July 1, 2017 for the purpose of determining the actuarial contribution rate and calculating and analyzing key financial measurements. Actuarial valuations are performed annually. This valuation reflects the benefit provisions and contribution rates in effect as of July 1, 2017.

In preparing the valuation, we, as the actuary, relied on the data provided by the System. As part of our work, we performed a limited review of the data for consistency and reasonableness and did not find material defects in the data.

All of the information and supporting schedules in the Actuarial Section have been provided by Cavanaugh Macdonald Consulting, LLC. We also prepared the *Schedule of Changes in the Net Pension Liability*, *Schedule of Pension Employer Contributions, Schedule of Changes in the Net HISP Liability,* and *Schedule of HISP Employer Contributions* shown in the financial section of the Comprehensive Annual Financial Report. All historical information that references a valuation date prior to July 1, 2010 was prepared by the prior actuarial firm.

The assumptions recommended by the actuary and adopted by the Board are, in the aggregate, reasonably related to the experience under the System and to reasonable expectations of anticipated experience under the System and meet the parameters for the disclosures under statements issued by the Governmental Accounting Standards Board.

Future actuarial results may differ significantly from the current results presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements (such as the end of an amortization period or additional cost or contribution requirements based on the plan's funded status); and changes in plan provisions or applicable law. Since the potential impact of such factors is outside the scope of a normal annual actuarial valuation, an analysis of the range of results is not presented herein.

The actuary prepared the following supporting schedules for the Comprehensive Annual Financial Report:

Actuarial Section

Summary of Results
Analysis of Financial Experience
Solvency Test
Summary of Membership Data

This is to certify that the independent consulting actuaries, Alisa Bennett and Brent Banister, are Members of the American Academy of Actuaries and meet the qualification standards of the American Academy of Actuaries to render the actuarial opinion contained herein. They have experience in performing valuations for public retirement systems. The valuation was prepared in accordance with Actuarial Standards of Practice issued by the Actuarial Standards Board. The actuarial calculations were performed by qualified actuaries in accordance with accepted actuarial procedures, based on the current provisions of the retirement system and on actuarial assumptions that are internally consistent and reasonably based on the actual experience of the System.

Respectfully submitted,

Alisa Bennett, FSA, EA, FCA, MAAA	Brent Banister, PhD, FSA, EA, FCA, MAAA
Principal and Consulting Actuary	Chief Pension Actuary

Summary of Results

	7/1/2017 Valuation	7/1/2016 Valuation	% Change
1. PARTICIPANT DATA			
Number of:			
Active Members	38,873	41,806	(7.0)
Retired and Disabled Members and Beneficiaries	34,579	33,749	2.5
Inactive Members	5,951	5,946	0.1
Total Members	79,403	81,501	(2.6)
Projected Annual Salaries of Active Members	$ 1,688,543,856	$ 1,790,809,603	(5.7)
Annual Retirement Payments for Retired Members and Beneficiaries	$ 576,548,059	$ 553,631,087	4.1
2. ASSETS AND LIABILITIES			
Total Actuarial Accrued Liability	$ 9,781,617,070	$ 9,427,809,623	3.8
Market Value of Assets	$ 9,229,499,873	$ 8,435,578,907	9.4
Actuarial Value of Assets	$ 9,241,292,469	$ 8,790,886,036	5.1
Unfunded Actuarial Accrued Liability	$ 540,324,601	$ 636,923,587	(15.2)
Funded Ratio	94.5%	93.2%	1.3
3. EMPLOYER CONTRIBUTION RATES AS A PERCENT OF PAYROLL			
Normal Cost Rate	10.24%	10.01%	
Amortization of Unfunded Actuarial Accrued Liability	3.57%	3.79%	
Budgeted Expenses	0.40%	0.37%	
Total Actuarially Determined Contribution Rate	14.21%	14.17%	
Less Estimated Member Contribution Rate	4.14%	4.10%	
Employer Actuarially Determined Contribution Rate	10.07%	10.07%	
Less Statutory State Employer Contribution Rate	16.50%	16.50%	
Contribution Shortfall/(Surplus)	(6.43%)	(6.43%)	

Analysis of Financial Experience

Gains & Losses in Actuarial Accrued Liability During the Year Ended June 30, 2017
Resulting from Differences Between Assumed Experience & Actual Experience

	Type of Activity	(Gain) or Loss for Year End 2017
1.	**Age & Service Retirements.** Generally, if members retire at older ages or with smaller benefits than assumed, there is a gain. If they retire at younger ages or have higher average pays, a loss occurs.	$ (2,600,000)
2.	**Disability Retirements.** If disability claims are less than assumed, there is a gain. If more claims, a loss.	1,900,000
3.	**Deaths.** If more deaths occur than assumed, there is a gain. If fewer, there is a loss.	(13,100,000)
4.	**Withdrawal from Employment.** If more liabilities are released by withdrawals than assumed, there is a gain. If smaller releases, a loss.	(10,500,000)
5.	**Pay Increases.** If there are smaller pay increase than assumed, there is a gain. If greater increases, a loss.	(106,200,000)
6.	**New Entrants.** All new entrants to the System create a loss.	15,900,000
7.	**Other.** Miscellaneous gains and losses resulting from data adjustments, employee transfers, valuation methods, etc.	(19,400,000)
8.	**(Gain) or Loss During Year From Financial Experience.**	(77,900,000)
9.	**Composite (Gain) or Loss During Year.**	$ (211,900,000)

Solvency Test

The OPERS funding objective is to be able to pay long-term benefit promises through contributions that remain approximately level from year to year as a percent of salaries earned by members. In this way, members and employers in each year pay their fair share for retirement service accrued in that year by OPERS members.

If the retirement system follows level contribution rate financing principles, the system will pay all promised benefits when due – the ultimate test of financial soundness.

A short-term solvency test is one means of monitoring OPERS funding progress. In a short-term solvency test, the retirement System's present valuation assets are compared with: 1) active member contributions on deposit, 2) the liabilities for future benefits to persons who have retired and the liabilities for terminated employees with vested benefits, and 3) the liabilities for service already rendered by active members. In a system that has been following the discipline of level contribution rate financing, the liabilities for member contributions on deposit (liability 1), the liabilities for future benefits to present retirees and the liabilities for future benefits for terminated employees (liability 2) will be fully covered by present assets, except in rare circumstances.

In addition, the liabilities for service already rendered by members (liability 3) will be partially covered by the remainder of present assets. Generally, if the system has been using level contribution rate financing, the funded portion of liability 3 will increase over time; however, a decrease generally occurs in those years when substantial benefit improvements are granted by the Legislature. It is unusual for liability 3 to be fully funded. The funded ratio of the System based on total actuarial accrued liabilities (1 + 2 + 3) provides an indication of how well the System is funded.

The schedule below illustrates the progress of funding the actuarial accrued liabilities of OPERS.

	Actuarial Accrued Liability and Valuation Assets (in thousands)					Portion of Actuarial Accrued Liability Covered by Reported Assets			
Date	**Active Member Contributions (Liability 1)**	**Retirees, Beneficiaries and Terminated Vested Members (Liability 2)**	**Employer Financed Portion of Active Members (Liability 3)**	**Total Liability (1 + 2 + 3)**	**Reported Assets[1]**	**(1)**	**(2)**	**(3)**	**Funded Ratio of Total Accrued Actuarial Liability**
July 1, 2008	$439,754	$4,623,210	$3,831,323	$8,894,287	$6,491,928	100%	100%	37.3%	73.05%
July 1, 2009	466,880	4,913,032	3,911,546	9,291,458	6,208,245	100	100	21.2	66.8
July 1, 2010	487,980	5,252,862	3,881,786	9,622,628	6,348,416	100	100	15.8	66.0
July 1, 2011	488,418	4,677,760	3,013,590	8,179,768	6,598,628	100	100	47.5	80.7
July 1, 2012	505,373	4,832,068	2,997,197	8,334,638	6,682,200	100	100	44.9	80.2
July 1, 2013	517,653	5,032,769	3,005,700	8,556,122	6,978,873	100	100	47.5	81.6
July 1, 2014	534,081	5,184,818	3,034,770	8,753,669	7,759,258	100	100	67.2	88.6
July 1, 2015	537,046	5,417,604	3,041,476	8,996,126	8,420,307	100	100	81.1	93.6
July 1, 2016	545,020	5,757,019	3,125,771	9,427,810	8,790,886	100	100	79.6	93.2
July 1, 2017	549,211	6,131,997	3,100,409	9,781,617	9,241,292	100	100	82.6	94.5

[1]Actuarial value of assets based on the smoothing technique adopted by Board.

Schedule of Active Member Valuation Data

Valuation Date	Number	Annual Payroll	Annual Average Pay	% Increase in Average Pay
July 1, 2017	38,873	$1,688,543,856	$43,437	1.40
July 1, 2016	41,806	1,790,809,603	42,836	3.82
July 1, 2015	43,843	1,808,972,785	41,260	3.97
July 1, 2014	43,947	1,744,041,536	39,685	1.29
July 1, 2013	43,273	1,695,347,809	39,178	2.08
July 1, 2012	42,569	1,633,837,374	38,381	(0.90)
July 1, 2011	40,551	1,570,500,148	38,729	1.06
July 1, 2010	43,934	1,683,697,139	38,323	1.01
July 1, 2009	45,683	1,732,975,532	37,935	1.72
July 1, 2008	45,120	1,682,663,413	37,293	2.50
July 1, 2007	44,712	1,626,737,832	36,383	5.49

Schedule of Retirants, Disabled Retirants, and Beneficiaries Added to and Removed from Rolls

	Added to Rolls		Removed from Rolls		Rolls – End of Year			
Year Ended	Number	Annual Allowances	Number	Annual Allowances	Number	Annual Allowances	% Increase in Annual Allowances	Average Annual Allowances
June 30, 2017	1,846	$35,653,217	1,016	$ 12,736,245	34,579	$ 576,548,059	4.14	$16,673
June 30, 2016	1,986	37,356,248	991	12,505,069	33,749	553,631,087	4.70	16,404
June 30, 2015	1,898	35,731,879	977	11,895,298	32,754	528,779,908	4.72	16,144
June 30, 2014	1,667	28,477,713	969	11,707,809	31,833	504,943,327	3.44	15,862
June 30, 2013	1,767	31,633,122	895	10,184,240	31,135	488,173,423	4.60	15,679
June 30, 2012	1,703	29,234,998	858	10,430,214	30,263	466,724,541	4.20	15,422
June 30, 2011	2,232	40,890,700	823	9,670,100	29,418	447,919,757	7.49	15,226
June 30, 2010	1,867	32,394,848	807	9,942,962	28,009	416,699,157	5.69	14,877
June 30, 2009	1,595	27,216,987	679	9,117,210	26,949	394,247,271	4.81	14,629
June 30, 2008	1,526	23,815,666	790	8,508,891	26,033	376,147,494	8.42	14,449

Summary of System Provisions

Effective Date:	The System became effective January 1, 1964. The fiscal year is July 1 to June 30.
Employees Included:	All permanent employees of the State of Oklahoma, and any other employer such as a county, county hospital, city or town, conservation districts, circuit engineering districts, and any trust in which a county, city, or town participates and is the primary beneficiary, are eligible to join if: • the employee is not eligible for or participating in another retirement system authorized under Oklahoma law, is covered by Social Security and not participating in the U.S. Civil Service Retirement System, • the employee is scheduled for 1,000 hours per year and salary is not less than the hourly rate of the monthly minimum wage for State employees (for employees of local government employers, not less than the hourly rate of the monthly minimum wage for such employees). Membership is mandatory for new eligible employees on the first of the month following employment. Beginning November 1, 2015, most new state employees are excluded from participating in the defined benefit plan.
Employee and Employer Contributions:	3.5% of pay for most State employees and 16.5% for employers. Local employees, elected officials, members covered by the Department of Corrections Hazardous Duty provisions, and members who elect the step up provision contribute at varying rates.
Final Average Compensation:	Generally the highest annual average of any thirty-six months within the last ten years of participating service. For members hired on or after July 1, 2013, the highest annual average of any sixty months within the last ten years of participating service.
Retirement Date:	
Normal:	Age 62 (age 60 for elected officials), 80 age/service points if hired before July 1, 1992, 90 age/service points if hired on or after July 1, 1992. For non-elected employees hired on or after November 1, 2011, the retirement age is age 65 or 90 age/service points if at least 60. For elected officials hired on or after November 1, 2011, age 65 with 8 years of service or 62 with 10 years of service.

Summary of System Provisions (continued)

20 years of service for certain members covered by the Department of Corrections Hazardous Duty provisions and certain Oklahoma Military Department Firefighters.

Early: Age 55 with 10 years of service.

Normal Retirement Benefit: General formula is 2% of final average compensation multiplied by years of credited service.

Disability Benefit: After eight years of service, provided the member qualifies for disability benefits as certified either by the Social Security Administration or the Railroad Retirement Board. Benefit is determined by the normal retirement formula based on service and salary history at date of disability. The benefit is payable immediately without actuarial reduction.

In-service Death Benefit: If the deceased member was vested, the benefit that would have been paid the member had he retired and elected the joint and 100% survivor option (Option B).

For elected officials, it is 50% of the benefit that would have been paid the member had he retired.

Postretirement Death Benefit: $5,000 lump-sum.

Forms of Payment: Life annuity, joint and 50% survivor, joint and 100% survivor annuity, life annuity with a minimum of 120 monthly payments, and Medicare Gap Benefit option.

Supplemental Medical Insurance Premium: The System will contribute the lesser of $105 per month or the Medicare Supplement Premium to the Office of Management and Enterprise Services, Employees Group Insurance Division (or other eligible employer health plans) for members receiving retirement benefits.

Summary of Actuarial Assumptions and Methods

1. The investment return rate used in the valuation was 7.00 percent per year, net of investment expenses, compounded annually. This rate of return is not the assumed real rate of return. The real rate of return is the rate of return in excess of the inflation rate. Considering other financial assumptions, the 7.00 percent investment return rate translates to an assumed real rate of return of 4.25 percent.

2. The RP-2014 Mortality Table projected to 2025 using Scale MP-2016 with male rates multiplied by 95% under age 70 and 105% over age 70, while female rates are multiplied by 90% and 115%.

3. The probabilities of withdrawal from service, together with individual pay increase assumptions, are shown in Schedule 1.

4. The probabilities of retirement with an age and service allowance are shown in Schedules 2A, 2B and 2C.

5. Because of the passage of House Bill 2132, benefits are not assumed to increase due to future ad hoc cost-of-living increases.

6. The individual entry-age normal actuarial cost method of valuation was used in determining actuarial accrued liability and normal cost. Actuarial gains and losses reduce or increase the unfunded actuarial accrued liability and are amortized over the remaining amortization period (10 years as of July 1, 2017).

7. The actuarial value of assets is based on a five-year moving average of expected actuarial values and market values. A preliminary expected value is determined equal to the prior year's actuarial value of assets plus net cash flow for the year ending on the valuation date, assuming the valuation investment return. The expected actuarial asset value is equal to the preliminary expected actuarial value plus the unrecognized investment gains and losses as of the beginning of the previous fiscal year. Twenty percent (20%) of the gain/loss as measured by the difference between the expected actuarial value and the market value at the valuation date is added to the preliminary expected actuarial value plus twenty percent (20%) of the unrecognized gains or losses for the four preceding fiscal years. The final result is constrained to a value no less than 80% and no more than 120% of the market value at the valuation date.

8. The actuarial assumptions and methods used in the valuation were adopted by the Board based on System experience from July 1, 2013 through June 30, 2016.

Summary of Actuarial Assumptions and Methods (continued)

Schedule 1

Withdrawal From Active Employment Before Age & Service Retirement and Individual Pay Increase Assumptions

Sample Service Values	Withdrawal	Sample Ages	Percent Increase in Individual's Pay During Next Year
1	22.00%	25	7.80%
5	10.50	30	6.30
10	6.00	35	5.50
15	4.25	40	5.20
20	3.00	45	4.80
25	1.75	50	4.50
		55	4.30

Schedule 2A

Percent of Eligible Regular Non-Elected Active Members Retiring Within Next Year

Those Eligible for Unreduced Retirement and Hired Before November 1, 2011

Retirement Ages	Percent
50	15%
51	15%
52	15%
53	15%
54	15%
55	10%
56	10%
57	11%
58	12%
59	13%
60	14%

Retirement Ages	Percent
61	20%
62	25%
63	15%
64	15%
65	30%
66	25%
67	25%
68	25%
69	25%
70	100%

Summary of Actuarial Assumptions and Methods (continued)

Those Eligible for Unreduced Retirement and Hired on or after November 1, 2011

Retirement Ages	Percent
60	*
61	*
62	*
63	*
64	*
65	*
66	20%
67	20%
68	20%
69	25%
70	100%

*30% when first eligible and 15% thereafter.

Schedule 2B

Percent of Eligible Non-Elected Active Members Retiring Within Next Year

Those Not Eligible for Unreduced Retirement or Department of Corrections Members With Less Than 20 Years of Service, hired before November 1, 2011

Regular Employees		Department of Corrections			
Retirement Ages	Percent	Retirement Ages	Percent	Retirement Ages	Percent
55	3%	55	4%	63	22%
56	4%	56	5%	64	25%
57	4%	57	5%	65	40%
58	5%	58	5%	66	25%
59	6%	59	5%	67	25%
60	6%	60	5%	68	25%
61	15%	61	20%	69	25%
		62	40%	70	100%

Summary of Actuarial Assumptions and Methods (continued)

Those Not Eligible for Unreduced Retirement and hired on or after November 1, 2011

Regular Employees		Department of Corrections			
Retirement Ages	Percent	Retirement Ages	Percent	Retirement Ages	Percent
60	7%	60	7%	66	25%
61	7%	61	20%	67	23%
62	20%	62	20%	68	22%
63	15%	63	20%	69	21%
64	15%	64	20%	70	100%
		65	40%		

Schedule 2C

Percent of Eligible Active Members Retiring Within Next Year
Department of Corrections Members With More Than 20 Years of Service

Service	Percent
20	25%
21	25%
22	20%
23 - 24	15%
25 - 29	23%
30 - 34	25%
35	100%

Statistical

79 Statistical Section Narrative Explanation
80 Schedule of Changes in Fiduciary Net Position
81 Schedule of Revenue by Source
81 Schedule of Expenses by Type
82 Schedule of Benefit Payments and Refunds by Type
82 Funded Ratio Chart
83 Rate of Return by Type of Investment
84 Schedule of Retired Members by Type of Benefit
85 Schedule of Average Benefit Payments
86 Principal Participating Employer
86 Demographics Chart
87 Participating Employers
89 Member Statistics
90 Distribution of Retirees and Beneficiaries
91 Summary of Active Members

The Statistical Section provides additional historical perspective, context, and detail to assist the reader in using the information in the financial statements, notes to financial statements and required supplementary information to understand and assess the economic condition of the Oklahoma Public Employees Retirement System (OPERS) on a combined basis, including both the Defined Benefit Pension Plan and the Health Insurance Subsidy Plan.

Financial trend information is intended to assist users in understanding and assessing the changes in the financial position over time. Schedules presenting financial trend information are *Schedule of Changes in Fiduciary Net Position, Schedule of Revenue by Source, Schedule of Expenses by Type, Schedule of Benefit Payments and Refunds by Type,* and *Funded Ratio Chart*.

Revenue capacity information is intended to assist users in understanding and assessing the factors affecting the ability of OPERS to generate own-source revenue, specifically investment income. The schedule presenting revenue capacity information is the *Rate of Return by Type of Investment.*

Operating information is intended to provide contextual information about the operations and resources of OPERS to assist readers in using financial statement information to understand and assess the economic condition. Schedules and charts presenting operating information are *Schedule of Retired Members by Type of Benefit, Schedule of Average Benefit Payments, Principal Participating Employer, Demographics Chart, Participating Employers, Member Statistics*, Distribution of Retirees and Beneficiaries*, Summary of Active Members*.*

Schedules and information are derived from OPERS internal sources unless otherwise noted.
*Schedules and data are provided by actuarial consultant Cavanaugh McDonald, LLC.

Schedule of Changes in Fiduciary Net Position

Year Ended June 30,	Additions			Deductions			Total Changes in Fiduciary Net Position
	Member Contributions	Employer Contributions	Investment Income (Loss)	Benefit Payments	Administrative Expenses	Refunds	
2017	$ 70,276,234	$ 288,338,941	$ 1,049,614,508	$ 592,961,277	$ 5,397,137	$ 15,950,303	$ 793,920,966
2016	$ 73,800,890	$ 296,249,191	$ 15,756,524	$ 565,412,267	$ 5,394,992	$ 15,862,423	$ (200,863,077)
2015	73,145,380	292,184,940	264,289,114	542,488,709	5,182,848	15,610,803	66,337,074
2014	70,523,854	280,047,664	1,317,980,271	520,641,175	4,708,895	14,878,427	1,128,323,292
2013	68,200,616	269,994,831	804,177,712	502,636,899	4,612,783	14,645,400	620,478,077
2012	66,299,570	262,710,009	154,692,436	484,309,893	4,758,636	14,331,714	(19,698,228)
2011	66,431,434	252,904,579	1,226,686,493	462,062,563	4,680,679	12,656,758	1,066,622,506
2010	69,041,436	259,779,236	716,895,081	429,260,056	4,555,833	11,058,379	600,841,485
2009	68,712,683	243,021,660	(967,248,484)	410,036,580	4,602,876	11,516,190	(1,081,669,787)
2008	66,699,385	220,075,992	(276,647,532)	377,974,103	4,575,446	12,848,142	(385,269,846)

Schedule of Revenue by Source

Year Ended June 30,	Member Contributions	Employer Contributions Dollars	Employer Contributions % of Annual Covered Payroll	Investment Income (Loss)	Total
2017	$ 70,276,234	$ 288,338,941	17.08 %	$ 1,049,614,508	$ 1,408,229,683
2016	73,800,890	296,249,191	16.54 %	15,756,524	385,806,605
2015	73,145,380	292,184,940	16.15	264,289,114	629,619,434
2014	70,523,854	280,047,664	16.06	1,317,980,271	1,668,551,789
2013	68,200,616	269,994,831	15.93	804,177,712	1,142,373,159
2012	66,299,570	262,710,009	15.60	154,692,436	483,702,015
2011	66,431,434	252,904,579	15.02	1,226,686,493	1,546,022,506
2010	69,041,436	259,779,236	14.59	716,895,081	1,045,715,753
2009	68,712,683	243,021,660	14.44	(967,248,484)	(655,514,141)
2008	66,699,385	220,075,992	13.53	(276,647,532)	10,127,845

Schedule of Expenses by Type

Year Ended June 30,	Benefit Payments	Administrative Expenses	Withdrawals	Total
2017	$ 592,961,277	$ 5,397,137	$ 15,950,303	$ 614,308,717
2016	565,412,267	5,394,992	15,862,423	586,669,682
2015	542,488,709	5,182,848	15,610,803	563,282,360
2014	520,641,175	4,708,895	14,878,427	540,228,497
2013	502,636,899	4,612,783	14,645,400	521,895,082
2012	484,309,893	4,758,636	14,331,714	503,400,243
2011	462,062,563	4,680,679	12,656,758	479,400,000
2010	429,260,056	4,555,833	11,058,379	444,874,268
2009	410,036,580	4,602,876	11,516,190	426,155,646
2008	377,974,103	4,575,446	12,848,142	395,397,691

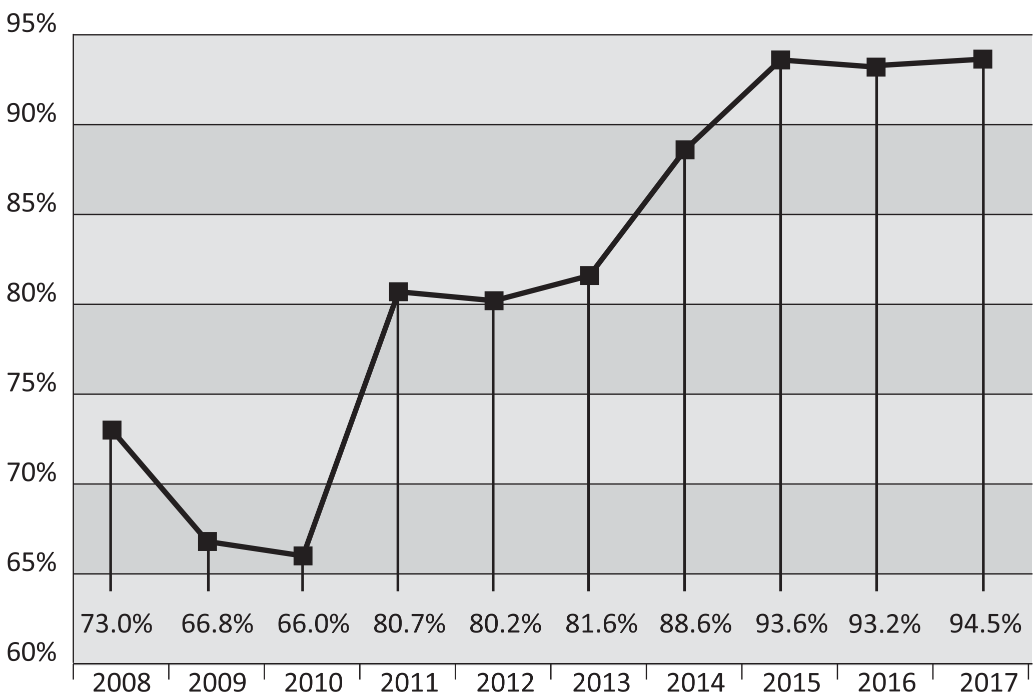
Schedule of Benefit Payments and Refunds by Type

The following schedule provides information as to the type of benefit expenses incurred by the Plan as reflected in the "Benefit Payment" and "Refunds" columns of the **Schedule of Expenses by Type** included elsewhere in this Statistical Section.

Year	Benefits			Refunds				Total Benefit
Ended June 30,	Age and Service	Disability	Beneficiary Death	Withdrawals	Transfers to Other Systems	Member Death	Other	Payments and Refunds
2017	$569,870,507	$17,597,316	$5,493,454	$ 11,827,836	$ 3,219,022	$ 746,849	$156,596	$608,911,580
2016	542,788,467	17,433,604	5,190,196	9,866,169	5,069,244	798,666	128,344	558,099,512
2015	522,513,529	14,775,998	5,199,181	10,562,956	3,988,925	897,939	160,984	535,519,602
2014	498,432,095	17,292,985	4,916,095	10,276,798	3,881,544	682,179	37,906	517,282,299
2013	480,885,816	17,325,263	4,425,820	10,423,136	3,191,104	897,727	133,433	498,641,607
2012	462,439,623	17,279,429	4,590,841	11,225,699	2,260,790	725,434	119,791	474,719,321
2011	441,043,149	16,590,662	4,428,752	9,043,642	2,716,718	807,918	88,480	440,318,435
2010	408,662,665	16,131,274	4,466,117	7,460,216	2,720,008	808,993	69,162	421,552,770
2009	389,166,873	16,151,439	4,718,268	7,657,424	3,047,569	701,543	109,654	390,822,245
2008	358,520,250	15,250,019	4,203,834	8,006,385	4,118,726	634,375	88,656	372,861,042

Funded Ratio Chart

As of July 1



Rate of Return by Type of Investment

Year Ended June 30,	Fixed Income	U.S. Equity	International Equity	Total
2017	(0.6) %	19.6 %	19.2 %	12.8 %
2016	7.1	(0.2)	(7.7)	0.3
2015	2.5	7.9	(4.4)	3.2
2014	5.1	25.6	21.9	18.0
2013	(1.0)	22.7	13.9	12.0
2012	11.5	4.1	(12.5)	2.4
2011	4.6	32.2	30.0	21.2
2010	12.9	16.4	10.0	13.8
2009	4.6	(27.5)	(29.6)	(15.4)
2008	8.5	(13.0)	(7.6)	(4.2)

Schedule of Retired Members by Type of Benefit

June 30, 2017

Amount of Monthly Benefit	Number of Retirees	Type of Retirement					Option Selected			
		1	2	3	4	5	1	2	3	4
$1 – 1,000	15,345	8,576	3,147	2,285	1,035	302	8,722	3,094	3,298	231
1,001 – 2,000	11,609	9,905	388	907	406	3	6,521	1,989	2,926	173
2,001 – 3,000	5,096	4,796	34	248	18	-	2,642	940	1,401	113
3,001 – 4,000	1,625	1,521	6	97	1	-	786	271	543	25
4,001 – 5,000	566	551	1	14	-	-	286	104	168	8
Over 5,000	338	331	-	7	-	-	173	48	113	4
Totals	**34,579**	**25,680**	**3,576**	**3,558**	**1,460**	**305**	**19,130**	**6,446**	**8,449**	**554**

Type of Retirement

Type 1 – *Normal retirement for age and service:* Eligible at (1) age 62 or (2) when the sum of the member's age plus years of service equals 80 points for those who became members before July 1, 1992 and 90 points for those becoming members after that date.

Type 2 – *Early retirement:* Eligible beginning at age 55 with ten (10) years of participating service.

Type 3 – *Survivor payment:* Normal or early retirement.

Type 4 – *Disability:* Eligible if member is qualified for payment of disability benefits as certified by the Social Security Administration, has eight (8) years of credited service, and has terminated employment.

Type 5 – *Survivor payment:* Disability retirement.

Option Selected

Option 1 – *Single-life annuity:* The maximum benefit is paid for the member's lifetime.

Option 2 – *Option A – ½ Joint and Survivor Annuity:* The member will receive a reduced retirement benefit for life and ½ of the reduced retirement benefit will be paid to the surviving joint annuitant for their lifetime.

Option 3 – *Option B – 100% Joint and Survivor Annuity:* A reduced benefit is paid to the member for life and the same benefit is paid to a surviving joint annuitant for their lifetime.

Option 4 – *Option C – Single-life Annuity with a 10-Year Certain Period:* The member will receive a reduced benefit for their lifetime. If the member dies within ten years of when the benefit payments began, the monthly payment will be made to the beneficiary for the balance of the 10-year period.

Deferred Members

At June 30, 2017, there are 5,951 former members with deferred future benefits.

Schedule of Average Benefit Payments

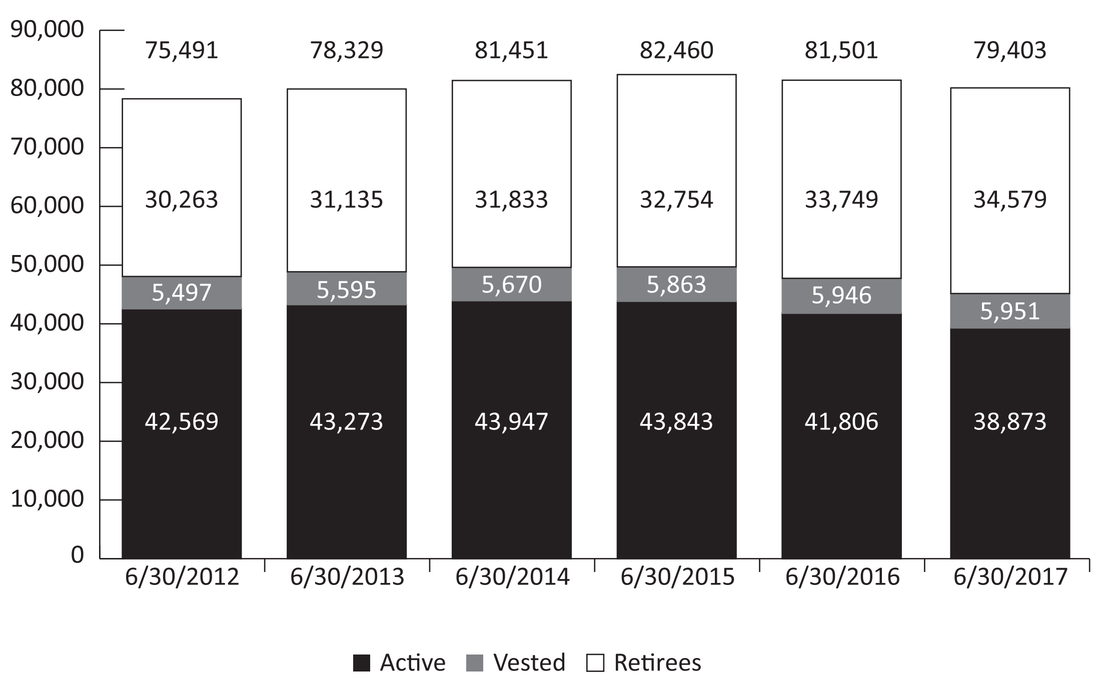
Retirement Effective Dates	**Years of Credited Service**						
July 1, 2007 to June 30, 2017	**0 to 5**	**6 to 10**	**11 to 15**	**16 to 20**	**21 to 25**	**26 to 30**	**31+**
Period 7/1/07 to 6/30/08							
Average Monthly Benefit	$ 127	$ 396	$ 593	$ 959	$ 1,418	$ 1,933	$ 2,535
Average Final Average Salary	$ 1,502	$ 2,374	$ 2,590	$ 2,917	$ 3,189	$ 3,466	$ 3,816
Number of Active Retirees	2	187	296	276	296	283	181
Period 7/1/08 to 6/30/09							
Average Monthly Benefit	$ 116	$ 420	$ 596	$ 1,062	$ 1,554	$ 2,157	$ 2,786
Average Final Average Salary	$ 1,590	$ 2,578	$ 2,664	$ 3,069	$ 3,384	$ 3,756	$ 4,039
Number of Active Retirees	3	216	326	277	307	272	187
Period 7/1/09 to 6/30/10							
Average Monthly Benefit	$ 153	$ 431	$ 649	$ 1,075	$ 1,572	$ 2,057	$ 2,773
Average Final Average Salary	$ 1,699	$ 2,693	$ 2,822	$ 3,190	$ 3,466	$ 3,780	$ 4,058
Number of Active Retirees	3	223	308	292	343	340	291
Period 7/1/10 to 6/30/11							
Average Monthly Benefit	$ 59	$ 476	$ 661	$ 1,116	$ 1,665	$ 2,083	$ 2,946
Average Final Average Salary	$ 1,759	$ 2,821	$ 2,815	$ 3,215	$ 3,597	$ 3,788	$ 4,205
Number of Active Retirees	1	280	355	333	442	413	357
Period 7/1/11 to 6/30/12							
Average Monthly Benefit	$ 95	$ 456	$ 671	$ 1,023	$ 1,612	$ 2,126	$ 2,866
Average Final Average Salary	$ 1,590	$ 2,824	$ 3,006	$ 3,078	$ 3,854	$ 3,869	$ 4,218
Number of Active Retirees	1	252	286	297	291	281	273
Period 7/1/12 to 6/30/13							
Average Monthly Benefit	$ 193	$ 462	$ 745	$ 1,172	$ 1,663	$ 2,204	$ 3,031
Average Final Average Salary	$ 1,928	$ 2,859	$ 3,068	$ 3,644	$ 3,664	$ 3,838	$ 4,214
Number of Active Retirees	1	259	343	261	324	294	272
Period 7/1/13 to 6/30/14							
Average Monthly Benefit	$ -	$ 476	$ 741	$ 1,107	$ 1,620	$ 2,382	$ 2,790
Average Final Average Salary	$ -	$ 3,060	$ 3,069	$ 3,325	$ 3,579	$ 4,176	$ 4,202
Number of Active Retirees	-	292	331	243	295	245	256
Period 7/1/14 to 6/30/15							
Average Monthly Benefit	$ 623	$ 487	$ 771	$ 1,216	$ 1,728	$ 2,360	$ 3,003
Average Final Average Salary	$ 2,387	$ 2,924	$ 3,146	$ 3,484	$ 3,687	$ 4,252	$ 4,303
Number of Active Retirees	2	292	323	311	331	321	310
Period 7/1/15 to 6/30/16							
Average Monthly Benefit	$ 159	$ 491	$ 772	$ 1,163	$ 1,586	$ 2,196	$ 3,100
Average Final Average Salary	$ 1,900	$ 3,121	$ 3,253	$ 3,410	$ 3,506	$ 3,949	$ 4,505
Number of Active Retirees	5	300	342	308	301	358	370
Period 7/1/16 to 6/30/17							
Average Monthly Benefit	$ 362	$ 546	$ 813	$ 1,230	$ 1,714	$ 2,393	$ 3,324
Average Final Average Salary	$ 4,716	$ 3,241	$ 3,265	$ 3,626	$ 3,789	$ 4,256	$ 4,716
Number of Active Retirees	4	293	377	295	257	292	326

Principal Participating Employer

The Oklahoma Public Employees Retirement System is a multiple-employer cost-sharing public employee retirement plan. The Plan covers all state employees that are not covered by six other plans and employees of participating county and local agencies in the State. The State of Oklahoma is the principal participating employer. A list of participating state, county and local agencies is included elsewhere in this Statistical Section.

Year Ended June 30,	Covered Employees of the State	Percent of Total System
2017	27,850	71.6 %
2016	30,776	73.6
2015	33,002	75.3
2014	33,242	75.6
2013	32,671	75.5
2012	32,403	76.1
2011	32,840	81.0
2010	34,086	77.6
2009	35,209	77.1
2008	34,659	76.8

Demographics Chart



Participating Employers

State Agencies

ABLE Commission
Abstractors, Board of
Accountancy, Board of Public
Aeronautics Commission
Agriculture, Department of
Architects, Board of Governors
Arts Council, State
Attorney General's Office
Auditor and Inspector
Banking Department
Behavioral Health Licensure, Board of
Boll Weevil Eradication Organization
Bond Advisor, Office of the State
Children and Youth, Commission on
Chiropractic Examiners, Board of
Commerce, Department of
Conservation Commission
Construction Industries Board
Consumer Credit, Department of
Corporation Commission
Corrections, Department of
Cosmetology, Board of
Council on Judicial Complaints
Court of Criminal Appeals
Davis Gun Museum
Dentistry, Board of
Disability Concerns, Office of
District Attorneys' Council
District Courts
Educational Television Authority
Election Board, State
Emergency Management
Employees Group Insurance Division
Employment Security Commission
Engineers and Surveyors, Board of
Environmental Quality, Department of
Ethics Commission
Finance, State Office of
Fire Marshall Commission, State
Firefighters Pension and Retirement Board
Funeral Board
Governor's Office
Grand River Dam Authority
Health, Department of
Heath Care Authority
Historical Society
Horse Racing Commission
House of Representatives
Housing Finance Agency
Human Services, Department of
Indigent Defense System
Industrial Finance Authority
Insurance Department, State
Interstate Oil Compact Commission
Investigation, State Bureau of
Juvenile Affairs, Office of
Labor, Department of
Land Office, Commissioners of the
Law Enforcement Education and Training, Council on
Law Enforcement Retirement System
Legislative Service Bureau
Libraries, Department of
Licensed Alcohol and Drug Counselors, Board of
Licensed Social Workers, Registration Board of
Lieutenant Governor, Office of
Liquefied Petroleum Gas Administration
Lottery Commission
Marginally Producing Oil and Gas Wells, Commission on
J.D. McCarty Center
Medical Licensure Board
Medicolegal Investigations, Board of
Mental Health & Substance Abuse, Department of
Merit Protection Commission
Military Department
Mines, Department of
Motor Vehicle Commission
Multiple Injury Trust Fund
Municipal Power Authority
Narcotics and Dangerous Drugs Control, Bureau of
Nursing, Board of
Nursing Home Administrators, Board of Examiners for
Optometry Board
Ordinance Works Authority
Osteopathic Examiners, State Board of
Pardon and Parole Board
Pharmacy, Board of
Physicians Manpower Training Commission
Police Pension and Retirement
Psychologists Examiners, Board of
Public Employees Retirement System
Public Safety, Department of
Quartz Mountain Arts and Conference Center Nature Park
Real Estate Commission
Rehabilitation, Department of
Science and Technology, Center for Advancement of
Secretary of State, Office of the
Securities Commission
Senate, State
Space Industry Development Authority
Speech Pathology and Audiology Board
Supreme Court
Tax Commission
Teacher Preparation, Commission on
Test for Alcohol and Drug Influence Board
Tobacco Settlement Trusts
Tourism and Recreation Department
Transportation, Department of
Treasurer's Office, State
Turnpike Authority
Uniform Building Code Commission
University Health Sciences Center
University Hospitals Authority
Used Motor Vehicles and Parts Commission
Veterans Affairs, Department of
Veterinary Medical Examiners, State Board of
Waters Resources Board
Wheat Commission
Workers' Compensation Commission

Counties and County Governmental Units

Adair County
Alfalfa County
Alfalfa County Rural Water District
Atoka County
Atoka County Rural Water District #2
Atoka County Rural Water District #4
Beaver County
Beaver County Memorial Hospital
Beckham County
Blaine County
Bryan County
Caddo County
Canadian County
Carter County
Cherokee County
Choctaw County
Choctaw County Ambulance
Cimarron County
Cleveland County
Coal County
Comanche County
Comanche County Facilities Authority
Cotton County
Craig County
Creek County
Creek County Rural Water District #3
Creek County Rural Water District #5

Participating Employers (continued)

Custer County
Delaware County
Delaware County E-911 Trust Authority
Delaware County Solid Waste Trust Authority
Dewey County
Ellis County
Garfield County
Garfield County Fairgrounds Trust Auth.
Garvin County
Grady County
Grady County Criminal Justice Authority
Grady County EMS
Grant County
Greer County
Greer County Special Ambulance Service
Harmon County
Harper County
Haskell County
Hughes County
Jackson County
Jefferson County
Johnston County
Johnston County Rural Water District
Kay County
Kingfisher County
Kiowa County
Latimer County
LeFlore County
LeFlore County EMS
LeFlore County Rural Water and Sewer
LeFlore County Rural Water District #3
Lincoln County
Lincoln County E-911 Trust Authority
Logan County
Love County
Major County
Major County EMS
Marshall County
Mayes County
Mayes County Rural Water District #3
Mayes Emergency Services Trust Authority
McClain County
McClain-Grady County EMS
McCurtain County
McCurtain County EMS
McIntosh County
Murray County
Muskogee County
Muskogee County EMS
Noble County
Nowata County
Nowata Consolidated Rural Water District #1
Okfuskee County
Okmulgee County
Okmulgee County Criminal Justice Authority
Osage County
Ottawa County
Ottawa County E-911 Authority
Pawnee County
Payne County
Pittsburg County
Pittsburg County Rural Water District #7
Pontotoc County
Pottawatomie County
Pottawatomie County Public Safety Center
Pushmataha County
Roger Mills County
Rogers County
Seminole County
Sequoyah County
Sequoyah County 911 Trust Authority
Sequoyah County Rural Water District #7
Stephens County
Texas County
Tillman County
Tillman County EMS
Tillman County Rural Water District
Wagoner County
Washington County
Washita County
Woods County
Woodward County

Towns, Cities and Municipal Governmental Units

Anadarko Housing Authority
Arnett, Town of
Beaver, City of
Bixby, City of
Bixby Public Works
Cheyenne, City of
Commerce, City of
Cyril, Town of
Fairfax, Town of
Fort Supply, Town of
Grandfield, City of
Grove, City of
Grove Municipal Airport Managing Authority
Heavener, City of
Heavener Utility Authority
Hinton, Town of
Holdenville, City of
Holdenville Housing Authority
Hugo, City of
Idabel Housing Authority
Indianola Rural Water District #18
Ketchum, City of
Ketchum Public Works
Kingfisher, City of
Mangum, City of
Mountain View, City of
Muskogee City-County 911 Trust Authority
Okarche, City of
Poteau Valley Improvement Authority
Rush Springs, Town of
Ryan, City of
Sentinel, Town of
Shattuck, City of
Sportsmen Acres, Town of
Stigler, City of
Tahlequah, City of
Vici, Town of
Watonga Housing Authority
Watts Public Works Authority
Wewoka, City of
Wilson, City of

Other Governmental Units

Association of South Central Oklahoma Government
Circuit Engineering District #4
Circuit Engineering District #6
Eastern Oklahoma Circuit Engineering District #2
Eastern Oklahoma District Library
Grand Gateway Economic Development Association
Kiamichi Economical Development District of Oklahoma
Midwestern Oklahoma Development Authority
Northeast Oklahoma Enhanced 911 Trust Authority
Northern Oklahoma Development Authority
Northwestern Oklahoma Solid Waste Disposal Authority
Oklahoma Environmental Management Authority
Southeast Circuit Engineering District #3
Southwestern Oklahoma Ambulance Authority
Southwestern Oklahoma Developmental Authority
Tri-County Rural Water District

Member Statistics

Inactive members as of July 1, 2017	Number	Amount of Annual Benefit
Members receiving benefits		
Retired	29,259	$ 519,277,463
Surviving spouses	3,860	42,659,911
Disabled	1,460	14,610,685
Total	**34,579**	**$ 576,548,059**
Members with deferred benefits		
Vested terminated	3,039	$ 29,968,331
Assumed deferred vested members (estimated benefits)	2,912	28,945,032
Total	**5,951**	**$ 58,913,363**

		Average		
Statistics for	**Number**	**Age**	**Service**	**Earnings**
Active members as of July 1, 2016				
Continuing	37,157	47.2	11.2	$ 42,500
New	4,649	37.4	1.7	28,062
Total	**41,806**	**46.1**	**10.1**	**$ 40,895**
Active members as of July 1, 2016				
Continuing	35,651	47.3	11.4	$ 45,885
New	3,222	37.6	1.9	25,565
Total	**38,873**	**46.6**	**10.6**	**$ 41,450**

Distribution of Retirees and Beneficiaries

	Number			Annual Benefits		
Age	**Male**	**Female**	**Total**	**Male**	**Female**	**Total**
Under 50	114	88	202	$ 1,863,978	$ 920,941	$ 2,784,919
50-55	296	251	547	7,374,211	5,150,856	12,525,067
55-60	887	1,280	2,167	20,497,614	27,038,959	47,536,573
60-65	1,940	3,122	5,062	39,072,291	58,148,807	97,221,098
65-70	3,228	4,559	7,787	59,373,811	75,246,508	134,620,319
70-75	3,168	4,047	7,215	56,722,125	61,532,061	118,254,186
75-80	2,155	2,968	5,123	36,558,075	40,784,361	77,342,436
80-85	1,413	2,086	3,499	21,790,041	26,589,952	48,379,993
85-90	714	1,283	1,997	10,421,764	15,608,129	26,029,893
90-95	239	538	777	3,605,084	5,958,222	9,563,306
95-100	41	138	179	540,710	1,544,876	2,085,586
Over 100	5	19	24	41,724	162,959	204,683
Total	**14,200**	**20,379**	**34,579**	**$ 257,861,428**	**$ 318,686,631**	**$ 576,548,059**

Summary of Active Members

Age and years of credited service
Earnings tabulated are average rates of pay as of July 1, 2017

	Years of Service									
Age	**0 to 4**	**5 to 9**	**10 to 14**	**15 to 19**	**20 to 24**	**25 to 29**	**30 to 34**	**35 to 39**	**40 & Up**	**Total**
Under 25	1,186	13								**1,199**
Average Pay	$24,985	$29,758								**$25,037**
25 to 29	2,551	544	8							**3,103**
Average Pay	$31,607	$36,219	$36,056							**$32,427**
30 to 34	1,993	1,399	354	2						**3,748**
Average Pay	$34,082	$41,491	$42,685	$45,794						**$37,666**
35 to 39	1,761	1,350	1,006	241	4					**4,362**
Average Pay	$34,035	$42,121	$46,621	$46,827	$49,824					**$40,161**
40 to 44	1,328	1,134	932	747	171	3				**4,315**
Average Pay	$34,770	$41,731	$45,163	$49,700	$50,183	$43,976				**$42,046**
45 to 49	1,264	1,088	948	817	545	223	7			**4,892**
Average Pay	$34,899	$41,571	$44,195	$47,605	$51,745	$54,841	$65,956			**$43,137**
50 to 54	1,071	943	864	704	595	681	199	26		**5,083**
Average Pay	$34,028	$40,426	$44,085	$46,442	$48,261	$53,255	$57,194	$51,293		**$43,881**
55 to 59	957	987	921	766	596	555	436	289	8	**5,515**
Average Pay	$35,452	$39,852	$42,925	$44,859	$46,746	$54,146	$57,032	$55,834	$69,077	**$44,719**
60 to 64	612	809	720	685	486	415	259	231	84	**4,301**
Average Pay	$36,763	$40,599	$44,458	$45,413	$46,540	$50,613	$57,157	$55,621	$55,652	**$45,201**
65 to 69	216	311	329	264	178	127	85	82	59	**1,651**
Average Pay	$36,809	$44,824	$44,835	$45,962	$50,889	$55,937	$54,929	$57,327	$56,808	**$47,038**
70 & up	122	127	147	114	66	56	36	19	17	**704**
Average Pay	$33,781	$43,500	$39,020	$42,208	$46,737	$48,889	$53,936	$48,876	$70,334	**$42,730**
Total	**13,061**	**8,705**	**6,229**	**4,340**	**2,641**	**2,060**	**1,022**	**647**	**168**	**38,873**
Average Pay	**$33,179**	**$41,047**	**$44,374**	**$46,661**	**$48,587**	**$53,168**	**$56,873**	**$55,560**	**$58,183**	**$41,450**

Oklahoma Public Employees Retirement System

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