

**Financial Report
of the
Treasurer
of the
State of Arizona**



June 30, 2003
David Petersen, State Treasurer

STATE OF ARIZONA
OFFICE OF THE TREASURER
ANNUAL FINANCIAL REPORT
June 30, 2003

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DAVID PETERSEN
State Treasurer

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DAVID PETERSEN
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State Treasurer

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October 31, 2003

The Honorable Janet Napolitano
Governor
State of Arizona
1700 West Washington
Phoenix, Arizona 85007

Dear Governor Napolitano:

It is an honor to present the annual financial report of the Arizona State Treasury for fiscal year 2003.

The State Treasurer's Office ended the year with a combined total of investments fair valued at \$7.2 billion. Of the \$7.2 billion in investments at year-end, \$495 million was invested in equities. At June 30, 2003, the fair value of all endowment funds totaled \$1.1 billion. The yield for regular investment pools averaged 2.0 percent and a total of \$130 million was distributed to pool participants.

Pursuant to A.R.S. §35-316 D, which provides for an investment management fee on pools other than the permanent endowment, we transferred \$5,109,051 earned from July 1, 2002 through June 30, 2003, to the general fund.

Our custody of performance bond cash and securities stood at \$2.9 billion with all negotiable securities held at a custody institution. Distributions of state revenues totaled \$6.9 billion.

The entire staff is proud of the accomplishments in the preceding year. We will continue to face the challenges in the coming year and provide the citizens of Arizona with exceptional service by practicing sound fiscal management and demonstrating good character in what we think, say, and do.

Sincerely,

David Petersen
State Treasurer

FINANCIAL STATEMENTS

STATE OF ARIZONA
OFFICE OF THE TREASURER
STATEMENT OF FIDUCIARY NET ASSETS
FIDUCIARY FUNDS
June 30, 2003

	<u>Investment Trust Funds</u>	<u>Agency Funds</u>	<u>Total</u>
Assets:			
Cash in bank and on hand	\$ 191,403,896	\$ 191,403,896	
Investments in securities, at fair value	\$ 3,156,513,186	\$ 7,205,790,594	
Accrued interest and other receivables	<u>6,888,096</u>	<u>20,666,158</u>	<u>27,554,254</u>
Total assets	<u>4,056,165,504</u>	<u>\$ 3,368,583,240</u>	<u>7,424,748,744</u>
 Liabilities:			
Distributions payable	7,979,495	7,979,495	
Liabilities to depositors	<u>\$ 3,368,583,240</u>	<u>3,368,583,240</u>	
Total liabilities	<u>7,979,495</u>	<u>\$ 3,368,583,240</u>	<u>3,376,562,735</u>
 Net Assets:			
Held for investment trust participants	<u>4,048,186,009</u>	<u>4,048,186,009</u>	
Total net assets	<u>\$ 4,048,186,009</u>	<u>\$ 4,048,186,009</u>	

See accompanying notes to financial statements

STATE OF ARIZONA
OFFICE OF THE TREASURER
COMBINING STATEMENT OF FIDUCIARY NET ASSETS -
INVESTMENT TRUST FUNDS
June 30, 2003

	External Investment Trust Funds		Individual Investment Accounts		Total
	Local Government Investment Pool - Local Government Investment Pool (LGIP)	Investment Pool - Government (LGIP-GOV)	Central Arizona Water Conservation District (CAWCD)		
Assets					
Investments in securities, at fair value	\$ 2,006,520,439	\$ 1,885,343,101	\$ 157,413,868	\$ 4,049,277,408	
Accrued interest and other receivables	<u>3,208,474</u>	<u>2,747,889</u>	<u>931,733</u>	<u>6,888,096</u>	
Total assets	<u>2,009,728,913</u>	<u>1,888,090,990</u>	<u>158,345,601</u>	<u>4,056,165,504</u>	
Liabilities					
Distributions payable	<u>2,922,060</u>	<u>3,505,651</u>	<u>1,551,784</u>	<u>7,979,495</u>	
Total liabilities	<u>2,922,060</u>	<u>3,505,651</u>	<u>1,551,784</u>	<u>7,979,495</u>	
Net assets held in trust	<u>\$ 2,006,806,853</u>	<u>\$ 1,884,585,339</u>	<u>\$ 156,793,817</u>	<u>\$ 4,048,186,009</u>	
Net assets consist of:					
Participant shares outstanding	<u>\$ 2,006,806,853</u>	<u>\$ 1,884,585,339</u>	<u>\$ 156,793,817</u>	<u>\$ 4,048,186,009</u>	
Participant net asset value (net assets/shares outstanding)	<u>\$1.00</u>	<u>\$1.00</u>	<u>\$1.00</u>		

See accompanying notes to financial statements

STATE OF ARIZONA
OFFICE OF THE TREASURER
COMBINING STATEMENT OF OPERATIONS -
INVESTMENT TRUST FUNDS
Year ended June 30, 2003

	External Investment Trust Funds		Individual Investment Accounts		Total
	Local Government	Local Government	Central Arizona Water Conservation District (CAWCD)		
	Local Government Investment Pool (LGIP)	Investment Pool - Government (LGIP-GOV)			
Revenues					
Interest income	\$ 57,681,135	\$ 10,660,774	\$ 5,124,401	\$ 73,466,310	
Net increase (decrease) in fair value	<u>3,067,572</u>	<u>995,820</u>	<u>(1,759,467)</u>	<u>2,303,925</u>	
Total revenues	<u>60,748,707</u>	<u>11,656,594</u>	<u>3,364,934</u>	<u>75,770,235</u>	
Expenses					
Management fees	<u>2,364,813</u>	<u>651,663</u>	<u>110,503</u>	<u>3,126,979</u>	
Total expenses	<u>2,364,813</u>	<u>651,663</u>	<u>110,503</u>	<u>3,126,979</u>	
Net investment income	<u>\$ 58,383,894</u>	<u>\$ 11,004,931</u>	<u>\$ 3,254,431</u>	<u>\$ 72,643,256</u>	

See accompanying notes to financial statements

**STATE OF ARIZONA
OFFICE OF THE TREASURER
COMBINING STATEMENT OF CHANGES IN FIDUCIARY NET ASSETS -
INVESTMENT TRUST FUNDS
Year ended June 30, 2003**

	External Investment Trust Funds		Individual Investment Accounts		Total	
	Local Government Investment Pool -		Central Arizona Water Conservation District (CAWCD)	Total		
	Local Government Investment Pool (LGIP)	(LGIP-GOV)				
Net increase in net assets from operations	<u>\$ 58,383,894</u>	<u>\$ 11,004,931</u>	<u>\$ 3,254,431</u>	<u>\$ 72,643,256</u>		
Distributions to participants						
Distributions paid and payable	(58,383,894)	(11,004,931)	(3,254,431)	(72,643,256)		
Share transactions at net asset value of \$1.00						
Purchase of units	13,423,789,189	4,089,824,651	156,127,387	17,669,741,227		
Reinvestment of interest	58,719,168	6,417,119	3,728,573	68,864,860		
Sale of units	<u>(15,260,009,530)</u>	<u>(2,441,642,555)</u>	<u>(3,062,143)</u>	<u>(17,704,714,228)</u>		
Net increase (decrease) in net assets resulting from share transactions	<u>(1,777,501,173)</u>	<u>1,654,599,215</u>	<u>156,793,817</u>	<u>33,891,859</u>		
Net Assets						
Beginning of period	<u>3,784,308,026</u>	<u>229,986,124</u>	<u>-</u>	<u>4,014,294,150</u>		
End of period	<u>\$ 2,006,806,853</u>	<u>\$ 1,884,585,339</u>	<u>\$ 156,793,817</u>	<u>\$ 4,048,186,009</u>		
Ending net assets consist of:						
Internal participants	<u>\$ 532,239,880</u>	<u>\$ 275,650,535</u>	<u>\$ -</u>	<u>\$ 807,890,415</u>		
External participants	<u>\$ 1,474,566,973</u>	<u>\$ 1,608,934,804</u>	<u>\$ 156,793,817</u>	<u>\$ 3,240,295,594</u>		

See accompanying notes to financial statements

STATE OF ARIZONA
OFFICE OF THE TREASURER
NOTES TO FINANCIAL STATEMENTS
June 30, 2003

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the State of Arizona, Office of the Treasurer (Treasurer) conform to generally accepted accounting principles applicable to governmental units as adopted by the Governmental Accounting Standards Board (GASB).

Reporting Entity - The Investment Trust Funds and Agency Funds account for the assets held by the Treasurer as custodian or fiscal agent for various governmental fund types of the State of Arizona as well as political subdivisions and public entities investing in the Local Government Investment Pool (LGIP), Local Government Investment Pool-Government (LGIP-GOV) and Individual Investment Accounts.

Although reported as Investment Trust Funds and Agency Funds by the Treasurer, these funds become a part of the State of Arizona's governmental, proprietary, and fiduciary fund categories at the combined statewide level.

Fund Accounting - The Treasurer's accounts are maintained in accordance with the principles of fund accounting to ensure that limitations and restrictions on the Treasurer's available resources are observed. The principles of fund accounting require that resources be classified for accounting and reporting purposes into funds in accordance with the activities or objectives specified for those resources. Accordingly, the above-described financial transactions have been recorded and reported in the Investment Trust Funds and Agency Funds. A description of the fund types follows.

The *Investment Trust Funds* account for investments made by the Treasurer on behalf of other governmental entities using the economic resources measurement focus.

The *Agency Funds* are custodial in nature and do not present results of operations or have a measurement focus. These funds are used to account for assets that the Treasurer holds for state departments, agencies, commissions, boards, and other governments in an agency capacity.

Basis of Accounting - The financial statements of the Investment Trust Funds and Agency Funds are presented on the accrual basis of accounting. Revenues or receivables are recognized when they are earned, and expenses or liabilities are recognized when they are incurred.

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June 30, 2003

NOTE 2 - ASSETS

Deposits and Investments - Arizona Revised Statutes (A.R.S.) §35-312, §35-313, and §35-314 authorize the Treasurer to invest operating, trust, and permanent endowment fund monies. In accordance with the requirements of these statutes, deposits and investments at June 30, 2003, included cash in bank and on hand, shares of fixed-income pools, collateralized repurchase agreements, bills, notes, and other obligations of the U.S. government and its agencies, corporate securities, commercial paper, money market mutual funds, Board funding obligations, shares in S&P 400 and 500 Index Pools. As required by statute, collateral is required for demand deposits, and repurchase agreements at 102 percent of any amounts not covered by Federal depository insurance.

At June 30, 2003, the carrying amount of the Treasurer's deposits was \$191,403,896, and the bank balance was \$191,137,134. Of the bank balance, \$582,822 was covered by Federal depository insurance. The remaining balance, \$190,554,312 was collateralized by securities held by the bank's trust division or agent in the Treasurer's name in book-entry form.

The State invests in various mortgage-backed securities in pools 2, 3, and the land earnings funds for the fixed-income pool. These securities are reported at fair value on the Statement of Fiduciary Net Assets. In addition, they are reported in aggregate, by pool and fund, as U.S. Government and Agency Securities and Shares of Fixed Income Pool in the following disclosure of cost and fair value amount. These securities are purchased to diversify the pools' exposure to maturity and credit risks while providing for enhanced yields. The credit risk associated with holding these securities is reduced since all of these securities are rated AAA by Standard and Poor's and/or Moody's rating services. The market risk associated with holding these securities is linked to maturity risk since as interest rates rise the fair value of these securities will fall and prepayment of principal balances will decelerate. When interest rates fall, the fair value of these securities will rise and prepayment of principal balances will accelerate. The securities described herein are authorized under A.R.S. §35-313.

The State Treasurer's Office invests in SEC-registered investment pools that have readily available share prices.

There is no income from investments associated with one fund that is assigned to another fund.

Internal Investment Pools

Fair values of securities are determined using QED Information Systems (QED), an independent outside pricing service (when the price is provided). Securities not priced by QED, with a maturity of 91 days or more and all securities with a maturity of 90 days or less that were held at the beginning of the current fiscal year are priced

STATE OF ARIZONA
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NOTES TO FINANCIAL STATEMENTS
June 30, 2003

NOTE 2 - ASSETS (Cont'd)

using a market price solicited from the selling broker or a second outside pricing service. All securities with a remaining maturity of 90 days or less, that have no QED price available, and were not held at the beginning of the current fiscal year, are priced using amortized cost (amortizing premium/accreting discount on a straight-line to maturity method). If different amortized cost prices exist, the weighted average amortized cost price is given to all securities with the same CUSIP ID numbers.

External Investment Pools

The Local Government Investment Pool (LGIP), and Local Government Investment Pool-Government (LGIP-GOV) are external investment pools. The pools are not required to register (and are not registered) with the Securities and Exchange Commission under the 1940 Investments Advisors Act. The activity and performance of the pools are reviewed monthly by the State Board of Investment in accordance with A.R.S. §35-311. During the year, the LGIP's share of the National Century Financial Enterprises (NCFE) NPF-XII bond value of \$131 million was transferred to a new pool (Local Government Investment NPF – Pool 55) pending an investigation of possible fraud and violations of federal and state laws by the NCFE. The transfer was made to provide for the decline in fair value of the NPF-XII securities held by LGIP. The likelihood that these LGIP participant monies will be recovered is not known.

The fair value of investments is measured on a monthly basis.

Participant shares are purchased and sold based on the Net Asset Value (NAV) of the shares. The NAV is determined by dividing the fair value of the portfolio by the total shares outstanding.

The State Treasurer's Office does not contract with an outside insurer in order to guarantee the value of the portfolio or the price of shares redeemed.

The State Treasurer's Office only makes investments that are registered with the Securities and Exchange Commission or issued directly by the U.S. Treasury and federal agencies.

The State Treasurer's Office is not an involuntary participant in another entity's external investment pool.

The State Treasurer's Office is not aware of any involuntary participation in the pools. Participants meeting the criteria established under A.R.S. §35-316 are eligible to participate in the pools are not required to disclose the reason for requesting the account.

STATE OF ARIZONA
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NOTE 2 - ASSETS (Cont'd)

Individual Investment Accounts

Prior to July 1, 2002, Central Arizona Water Conservation District (CAWCD) divested itself from the State Agencies Investment Pool 3 and invested in LGIP 5. After July 1, 2002, CAWCD divested itself from LGIP 5 and invested in newly established accounts 12 and 13, which consist solely of CAWCD monies. As a result, CAWCD accounts 12 and 13 are now reported as individual investment accounts.

Because the State Agencies Investment Pool 3 no longer has external participants, it is now reported in the Agency Funds.

The following is summary information for the external investment pools and individual investment accounts as of June 30, 2003:

Local Government Investment Pool 5

	Par	Cost	Fair Value	Interest Rates		Maturity Dates	
				From	To	From	To
Commercial Paper	\$ 938,521,000	\$ 938,285,370	\$ 938,273,763	1.00%	1.40%	07/01/03	07/24/03
U.S. Government and Agency	591,250,000	590,728,406	592,083,988	1.25	2.30	07/02/04	06/26/08
Corporate Securities	<u>475,523.045</u>	<u>475,460.280</u>	<u>476,162.688</u>	1.20	6.67	10/25/03	12/12/07
	<u>\$2,005,294,045</u>	<u>\$2,004,474,056</u>	<u>\$2,006,520,439</u>				

Local Government Investment Pool—GOV Pool 7

	Par	Cost	Fair Value	Interest Rates		Maturity Dates	
				From	To	From	To
Repurchase Agreements	\$ 457,000,000	\$ 457,000,000	\$ 457,000,000	1.13%	1.13%	07/01/03	07/01/03
U.S. Government and Agency	<u>1,426,526,920</u>	<u>1,428,149,828</u>	<u>1,428,343,101</u>	1.13	6.50	07/03/03	06/30/05
	<u>\$1,883,526,920</u>	<u>\$1,885,149,828</u>	<u>\$1,885,343,101</u>				

Central Arizona Water Conservation District 12 & 13

	Par	Cost	Fair Value	Interest Rates		Maturity Dates	
				From	To	From	To
Money Market	\$ 7,790,577	\$ 7,790,577	\$ 7,790,577	.75%	.75%	06/30/04	06/30/04
U.S. Government and Agency	139,251,632	141,257,794	142,559,562	2.00	7.10	02/01/05	03/25/33
Corporate Securities	<u>6,919,990</u>	<u>6,959,621</u>	<u>7,063,729</u>	3.63	5.50	02/25/32	10/11/33
	<u>\$153,962,199</u>	<u>\$156,007,992</u>	<u>\$157,413,868</u>				

STATE OF ARIZONA
OFFICE OF THE TREASURER
NOTES TO FINANCIAL STATEMENTS
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NOTE 2 – ASSETS (Cont'd)

Composition of Investment Pools and Individual Investment Accounts

The following schedule presents the investments at cost and fair value at June 30, 2003. All securities of the internal and external investment pools and individual investment accounts were purchased from registered securities dealers and held by the Treasurer's custodial bank acting as the Treasurer's agent or in the Treasurer's agent's custodial account with either the Federal Reserve, Depository Trust Company, or Participant Trust Company in the Treasurer's name in book-entry form, or directly in the Treasurer's name as money market mutual fund shares.

Name of Pool/Fund and Number	Cost	Fair Value
State Agencies I - Pool 2		
U.S. Government and Agency Securities	\$ 600,943,709	\$ 595,685,668
Total Pool	<u>600,943,709</u>	<u>595,685,668</u>
State Agencies II - Pool 3		
Commercial Paper	290,762,576	290,749,685
U.S. Government and Agency Securities	327,517,761	328,542,749
Corporate Securities	<u>453,578,990</u>	<u>452,619,921</u>
Total Pool	<u>1,071,859,327</u>	<u>1,071,912,355</u>
Local Government Investment - Pool 5		
Commercial Paper	938,285,370	938,273,763
U.S. Government and Agency Securities	590,728,406	592,083,988
Corporate Securities	<u>475,460,280</u>	<u>476,162,688</u>
Total Pool	<u>2,004,474,056</u>	<u>2,006,520,439</u>
State Agencies III - Pool 6		
Repurchase Agreements	10,000,000	10,000,000
U.S. Government and Agency Securities	<u>12,517,122</u>	<u>12,519,531</u>
Total Pool	<u>22,517,122</u>	<u>22,519,531</u>

**STATE OF ARIZONA
OFFICE OF THE TREASURER
NOTES TO FINANCIAL STATEMENTS
June 30, 2003**

NOTE 2 - ASSETS (Cont'd)

Name of Pool/Fund and Number	Cost	Fair Value
Local Government Investment – GOV Pool 7		
Repurchase Agreements	\$ 457,000,000	\$ 457,000,000
U.S. Government and Agency Securities	<u>1,428,149.828</u>	<u>1,428,343.101</u>
Total Pool	<u>1,885,149.828</u>	<u>1,885,343.101</u>
State Agencies IV - Pool 8		
Repurchase Agreements	6,000,000	6,000,000
Commercial Paper	24,670,343	24,667,728
U.S. Government and Agency Securities	<u>84,915.068</u>	<u>84,931.042</u>
Total Pool	<u>115,585.411</u>	<u>115,598.770</u>
Board Funding Obligations - Pool 9		
ADOT Board Funding Obligations	<u>200,000.000</u>	<u>200,000.000</u>
Total Pool	<u>200,000.000</u>	<u>200,000.000</u>
School Facilities Board - Pool 11		
Repurchase Agreements	<u>27,000.000</u>	<u>27,000.000</u>
Total Pool	<u>27,000.000</u>	<u>27,000.000</u>
CAWCD Medium Term – #12		
Money Market Mutual Fund	4,033,895	4,033,895
U.S. Government & Agency Securities	73,971,299	74,474,695
Corporate Securities	<u>6,959.621</u>	<u>7,063,729</u>
Total Fund	<u>84,964.815</u>	<u>85,572,319</u>
CAWCD Long Term – #13		
Money Market Mutual Fund	3,756,682	3,756,682
U.S. Government & Agency Securities	<u>67,286.495</u>	<u>68,084,867</u>
Total Fund	<u>71,043.177</u>	<u>71,841,549</u>

STATE OF ARIZONA
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NOTES TO FINANCIAL STATEMENTS
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NOTE 2 - ASSETS (Cont'd)

Name of Pool/Fund and Number	Cost	Fair Value
School Facilities Board Series 2002-Pool 14		
U.S. Government & Agency Securities	<u>\$ 52,523,965</u>	<u>\$ 52,765,806</u>
Total Pool	<u>52,523,965</u>	<u>52,765,806</u>
Local Government Investment/NCFE – Pool 55		
Corporate Securities	<u>130,985,563</u>	<u>0</u>
Total Pool	<u>130,985,563</u>	<u>0</u>
A&M Colleges Land Earnings 101		
Shares in S&P 500 Index Pool	2,943,210	2,415,848
Shares in S&P 400 Index Pool	814,073	839,582
Shares in Fixed-Income Pool	<u>2,827,889</u>	<u>3,224,728</u>
Total Fund	<u>6,585,172</u>	<u>6,480,158</u>
State Hospital Land Earnings 102		
Shares in S&P 500 Index Pool	1,364,533	1,235,496
Shares in S&P 400 Index Pool	377,956	390,169
Shares in Fixed-Income Pool	<u>1,345,890</u>	<u>1,677,957</u>
Total Fund	<u>3,088,379</u>	<u>3,303,622</u>
Legislative, Executive, & Judicial Land Earnings 103		
Shares in S&P 500 Index Pool	2,047,272	1,569,279
Shares in S&P 400 Index Pool	565,985	573,471
Shares in Fixed-Income Pool	<u>1,881,674</u>	<u>2,318,639</u>
Total Fund	<u>4,494,931</u>	<u>4,461,389</u>
Military Institute Land Earnings 104		
Shares in S&P 500 Index Pool	183,349	137,079
Shares in S&P 400 Index Pool	47,351	48,189
Shares in Fixed-Income Pool	<u>143,578</u>	<u>178,271</u>
Total Fund	<u>374,278</u>	<u>363,539</u>

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NOTE 2 - ASSETS (Cont'd)

Name of Pool/Fund and Number	Cost	Fair Value
Miners Hospital Land Earnings 105		
Shares in S&P 500 Index Pool	\$ 2,221,144	\$ 1,783,102
Shares in S&P 400 Index Pool	614,403	623,151
Shares in Fixed-Income Pool	<u>2,105,373</u>	<u>2,600,586</u>
Total Fund	<u>4,940,920</u>	<u>5,006,839</u>
Normal School ASU/NAU Land Earnings 107		
Shares in S&P 500 Index Pool	702,018	557,221
Shares in S&P 400 Index Pool	194,205	197,023
Shares in Fixed-Income Pool	<u>660,654</u>	<u>805,568</u>
Total Fund	<u>1,556,877</u>	<u>1,559,812</u>
Penitentiaries Land Earnings 108		
Shares in S&P 500 Index Pool	2,062,291	1,622,353
Shares in S&P 400 Index Pool	570,761	582,468
Shares in Fixed-Income Pool	<u>2,582,443</u>	<u>3,089,175</u>
Total Fund	<u>5,215,495</u>	<u>5,293,996</u>
Permanent Common School Land Earnings 109		
Shares in S&P 500 Index Pool	415,940,962	332,042,165
Shares in S&P 400 Index Pool	115,183,137	117,498,049
Shares in Fixed-Income Pool	<u>439,842,449</u>	<u>528,746,373</u>
Total Fund	<u>970,966,548</u>	<u>978,286,587</u>
School for Deaf & Blind Land Earnings 110		
Shares in S&P 500 Index Pool	1,317,495	1,051,405
Shares in S&P 400 Index Pool	364,409	370,046
Shares in Fixed-Income Pool	<u>1,230,826</u>	<u>1,509,410</u>
Total Fund	<u>2,912,730</u>	<u>2,930,861</u>

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NOTE 2 - ASSETS (Cont'd)

Name of Pool/Fund and Number	Cost	Fair Value
School of Mines Land Earnings 111		
Shares in S&P 500 Index Pool	\$ 2,234,866	\$ 1,670,874
Shares in S&P 400 Index Pool	591,591	602,720
Shares in Fixed-Income Pool	<u>1,854,264</u>	<u>2,163,626</u>
Total Fund	<u>4,680,721</u>	<u>4,437,220</u>
State Charitable Land Earnings 112		
Shares in S&P 500 Index Pool	14,202,876	12,849,271
Shares in S&P 400 Index Pool	3,934,779	4,095,260
Shares in Fixed-Income Pool	<u>14,480,226</u>	<u>16,953,427</u>
Total Fund	<u>32,617,881</u>	<u>33,897,958</u>
University Fund Land Earnings 113		
Shares in S&P 500 Index Pool	3,225,383	2,491,481
Shares in S&P 400 Index Pool	892,074	908,399
Shares in Fixed-Income Pool	<u>3,177,314</u>	<u>3,960,038</u>
Total Fund	<u>7,294,771</u>	<u>7,359,918</u>
U of A Land Earnings – 1881 114		
Shares in S&P 500 Index Pool	7,849,446	6,140,238
Shares in S&P 400 Index Pool	2,171,507	2,216,184
Shares in Fixed-Income Pool	<u>7,455,619</u>	<u>9,292,735</u>
Total Fund	<u>17,476,572</u>	<u>17,649,157</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
NOTES TO FINANCIAL STATEMENTS
June 30, 2003

NOTE 2 - ASSETS (Concl'd)

<u>Name of Pool/Fund and Number</u>	<u>Cost</u>	<u>Fair Value</u>
GRAND TOTAL – ALL POOLS AND FUNDS		
Money Market Mutual Fund	\$ 7,790,577	\$ 7,790,577
Shares in S&P 400 Index Pool	126,322,231	128,944,711
Board Funding Obligations	200,000,000	200,000,000
Shares in S&P 500 Index Pool	456,294,845	365,565,812
Repurchase Agreements	500,000,000	500,000,000
Shares in Fixed-Income Pool	479,588,199	576,520,533
Corporate Securities	1,066,984,454	935,846,338
Commercial Paper	1,253,718,289	1,253,691,176
U.S. Government and Agency Securities	<u>3,238,553.653</u>	<u>3,237,431.447</u>
TOTAL INVESTMENTS	<u>\$7,329,252,248</u>	<u>\$7,205,790,594</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
NOTES TO FINANCIAL STATEMENTS
June 30, 2003

NOTE 3 - MONIES ON DEPOSIT

The State Treasurer holds monies for state agencies, other political subdivisions (primarily counties, cities, and towns), and public entities. The unaudited detail of those monies, as recorded on the Uniform Statewide Accounting System (USAS) at June 30, 2003, is set forth in the supplemental information section titled, "Summary of Cash on Deposit with Treasurer."

The difference between the amounts presented on the summary and total liabilities and net assets equity reported on the Statement of Fiduciary Net Assets is the result of timing differences and other reconciling items.

NOTE 4 – CUSTODIAL SECURITIES

In accordance with Arizona Revised Statutes, various state agencies deposit securities with the Treasurer for safekeeping. The following agencies had securities in safekeeping with the Treasurer in the form of U.S. government and agency securities, certificates of deposit, municipal and corporate bonds, and surety bonds at June 30, 2003. The securities are shown at par value.

<u>State Agency</u>	<u>Description</u>	<u>Amount</u>
Department of Insurance	Insurance Company Premium Bonds	\$2,817,515,584
Department of Health Services	Performance Bonds	59,110,000
Industrial Commission	Worker's Compensation Self Insurance	30,691,189
State Mine Inspector	Mine Reclamation Performance Bonds	8,934,979
State Treasurer	Contracted Fund Raiser Bonds	2,925,000
State Treasurer	Deposits in Lieu of Auto Insurance	3,392,500
Banking Department	Mortgage Brokers, Mortgage Bankers, and Escrow Agent Bonds	2,407,467
State Treasurer	Telephone Solicitor Bonds	1,575,000
State Treasurer	Discount Buying Organization Bonds	930,000
Land Department	Mining / Land Use Performance Bonds	668,000
Department of Transportation	Motor Vehicle Related Bonds	201,500
Department of Transportation	Aircraft Dealer Bonds	130,000
Arizona Geological Survey	Oil and Gas Drilling Bonds	35,000
Real Estate Department	Real Estate License Performance Bonds	21,000
TOTAL CUSTODIAL SECURITIES		<u>\$2,928,537,219</u>

Custodial securities and other assets summarized above are not included in the Statement of Fiduciary Net Assets because they are held by the Treasurer for safekeeping only.



STATE OF ARIZONA

OFFICE OF THE

AUDITOR GENERAL

DEBRA K. DAVENPORT, CPA
AUDITOR GENERAL

WILLIAM THOMSON
DEPUTY AUDITOR GENERAL

Independent Auditors' Report

Members of the Arizona State Legislature

The Honorable David Petersen
State Treasurer

We have audited the accompanying financial statements of the State of Arizona, Office of the Treasurer as of and for the year ended June 30, 2003, as listed in the table of contents. These financial statements are the responsibility of the Office of the Treasurer's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As discussed in Note 1, the Office of the Treasurer's financial statements are intended to present the financial position, the results of operations, and the changes in financial position of only that portion of the fiduciary activities of the State of Arizona that is attributable to the transactions of the Office of the Treasurer. They do not purport to, and do not, present fairly the financial position of the State of Arizona as of June 30, 2003, the results of its operations, and the changes in its financial position for the year then ended in conformity with U.S. generally accepted accounting principles.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Office of the Treasurer as of June 30, 2003, and the results of its operations and the changes in the financial position of its investment trust funds for the year then ended in conformity with U.S. generally accepted accounting principles.

As discussed in Note 2, the State Treasurer's Office experienced a significant decrease in the value of National Century Financial Enterprises NPF-XII securities held by its Local Government Investment Pool 5 (LGIP-5) portfolio. The NPF-XII securities were downgraded by investment raters and became unmarketable. Therefore, on November 21, 2002, the State Treasurer's Office reduced the fair value of the NPF-XII securities from \$131 million to zero, which resulted in a 3.2 percent decrease in the fair value of the LGIP-5 portfolio.

Also, as discussed in Note 2, the State Agencies Investment Pool 3 is no longer reported as an external investment pool since the Central Arizona Water Conservation District (CAWCD) monies are no longer invested in this pool. As a result, the State Agencies Investment Pool 3 is now reported in the Agency Fund, which constitutes a change in reporting entity.

Our audit was conducted for the purpose of forming an opinion on the financial statements of the Office of the Treasurer. The financial statements of the external investment pools and individual investment accounts listed as supplemental information in the table of contents are presented for purposes of additional analysis and are not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the financial statements taken as a whole.

The Summary of Cash on Deposit with Treasurer and accompanying note listed as supplemental information in the table of contents has not been subjected to the auditing procedures applied in our audit of the financial statements and, accordingly, we express no opinion on such information.

Debbie Davenport
Auditor General

October 2, 2003

SUPPLEMENTAL INFORMATION

EXTERNAL INVESTMENT POOLS

FINANCIAL STATEMENTS

STATE OF ARIZONA
OFFICE OF THE TREASURER
LOCAL GOVERNMENT INVESTMENT POOL (LGIP)
STATEMENT OF FIDUCIARY NET ASSETS
June 30, 2003

	<u>External Participants</u>	<u>Internal Participants</u>	<u>Total Pool</u>
Assets			
Investments in securities, at fair value	\$ 1,474,356,521	\$ 532,163,918	\$ 2,006,520,439
Accrued interest and other receivables	<u>2,357,531</u>	<u>850,943</u>	<u>3,208,474</u>
Total assets	<u>1,476,714,052</u>	<u>533,014,861</u>	<u>2,009,728,913</u>
Liabilities			
Distributions payable	<u>2,147,079</u>	<u>774,981</u>	<u>2,922,060</u>
Total liabilities	<u>2,147,079</u>	<u>774,981</u>	<u>2,922,060</u>
Net assets held in trust	<u>\$ 1,474,566,973</u>	<u>\$ 532,239,880</u>	<u>\$ 2,006,806,853</u>
Net assets consist of:			
Participant shares outstanding	<u>\$ 1,474,566,973</u>	<u>\$ 532,239,880</u>	<u>\$ 2,006,806,853</u>
Participant net asset value (net assets/shares outstanding)	<u>\$1.00</u>	<u>\$1.00</u>	<u>\$1.00</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
LOCAL GOVERNMENT INVESTMENT POOL (LGIP)
STATEMENT OF OPERATIONS
Year ended June 30, 2003

	<u>External Participants</u>	<u>Internal Participants</u>	<u>Total Pool</u>
Revenues			
Interest income	\$ 48,536,933	\$ 9,144,202	\$ 57,681,135
Net increase in fair value	<u>2,581,269</u>	<u>486,303</u>	<u>3,067,572</u>
Total revenues	<u>51,118,202</u>	<u>9,630,505</u>	<u>60,748,707</u>
Expenses			
Management fees	<u>1,989,919</u>	<u>374,894</u>	<u>2,364,813</u>
Total expenses	<u>1,989,919</u>	<u>374,894</u>	<u>2,364,813</u>
Net investment income	<u>\$ 49,128,283</u>	<u>\$ 9,255,611</u>	<u>\$ 58,383,894</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
LOCAL GOVERNMENT INVESTMENT POOL (LGIP)
STATEMENT OF CHANGES IN FIDUCIARY NET ASSETS
Year ended June 30, 2003

	<u>External Participants</u>	<u>Internal Participants</u>	<u>Total Pool</u>
Net increase in net assets from operations			
	\$ 49,128,283	\$ 9,255,611	\$ 58,383,894
Distributions to participants			
Distributions paid and payable	(49,128,283)	(9,255,611)	(58,383,894)
Share transactions at net asset value of \$1.00:			
Purchase of units	3,458,722,955	9,965,066,234	13,423,789,189
Reinvestment of interest	54,285,940	4,433,228	58,719,168
Sale of units	<u>(5,447,929,757)</u>	<u>(9,812,079,773)</u>	<u>(15,260,009,530)</u>
Net increase (decrease) in net assets resulting from share transactions	(1,934,920,862)	157,419,689	(1,777,501,173)
Net assets			
Beginning of period	<u>3,409,487,835</u>	<u>374,820,191</u>	<u>3,784,308,026</u>
End of period	<u>\$ 1,474,566,973</u>	<u>\$ 532,239,880</u>	<u>\$ 2,006,806,853</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
LOCAL GOVERNMENT INVESTMENT POOL - GOVERNMENT (LGIP-GOV)
STATEMENT OF FIDUCIARY NET ASSETS
June 30, 2003

	<u>External Participants</u>	<u>Internal Participants</u>	<u>Total Pool</u>
Assets			
Investments in securities, at fair value	\$ 1,609,581,731	\$ 275,761,370	\$1,885,343,101
Accrued interest and other receivables	<u>2,345,967</u>	<u>401,922</u>	<u>2,747,889</u>
Total assets	<u>1,611,927,698</u>	<u>276,163,292</u>	<u>1,888,090,990</u>
Liabilities			
Distributions payable	<u>2,992,894</u>	<u>512,757</u>	<u>3,505,651</u>
Total liabilities	<u>2,992,894</u>	<u>512,757</u>	<u>3,505,651</u>
Net assets held in trust	<u>\$1,608,934,804</u>	<u>\$ 275,650,535</u>	<u>\$1,884,585,339</u>
Net assets consist of:			
Participant shares outstanding	<u>\$1,608,934,804</u>	<u>\$ 275,650,535</u>	<u>\$1,884,585,339</u>
Participant net asset value (net assets/shares outstanding)	<u>\$1.00</u>	<u>\$1.00</u>	<u>\$1.00</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
LOCAL GOVERNMENT INVESTMENT POOL - GOVERNMENT (LGIP-GOV)
STATEMENT OF OPERATIONS
Year ended June 30, 2003

	<u>External Participants</u>	<u>Internal Participants</u>	<u>Total Pool</u>
Revenues			
Interest Income	\$ 10,349,692	\$ 311,082	\$ 10,660,774
Net increase in fair value	<u>966,762</u>	<u>29,058</u>	<u>995,820</u>
Total revenues	<u>11,316,454</u>	<u>340,140</u>	<u>11,656,594</u>
Expenses			
Management fees	<u>632,647</u>	<u>19,016</u>	<u>651,663</u>
Total expenses	<u>632,647</u>	<u>19,016</u>	<u>651,663</u>
Net investment income	<u>\$ 10,683,807</u>	<u>\$ 321,124</u>	<u>\$ 11,004,931</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
LOCAL GOVERNMENT INVESTMENT POOL - GOVERNMENT (LGIP-GOV)
STATEMENT OF CHANGES IN FIDUCIARY NET ASSETS
Year ended June 30, 2003

	<u>External Participants</u>	<u>Internal Participants</u>	<u>Total Pool</u>
Net increase in net assets from operations			
	\$ 10,683,807	\$ 321,124	\$ 11,004,931
Distributions to participants			
Distributions paid and payable	(10,683,807)	(321,124)	(11,004,931)
Share transactions at net asset value of \$1.00:			
Purchase of units	2,270,241,099	1,819,583,552	4,089,824,651
Reinvestment of interest	6,403,156	13,963	6,417,119
Sale of units	<u>(885,129,944)</u>	<u>(1,556,512,611)</u>	<u>(2,441,642,555)</u>
Net increase in net assets resulting from share transactions	1,391,514,311	263,084,904	1,654,599,215
Net assets			
Beginning of period	<u>217,420,493</u>	<u>12,565,631</u>	<u>229,986,124</u>
End of period	<u>\$ 1,608,934,804</u>	<u>\$ 275,650,535</u>	<u>\$ 1,884,585,339</u>

INDIVIDUAL INVESTMENT ACCOUNTS

FINANCIAL STATEMENTS

STATE OF ARIZONA
OFFICE OF THE TREASURER
CENTRAL ARIZONA WATER CONSERVATION DISTRICT (CAWCD)
STATEMENT OF FIDUCIARY NET ASSETS
June 30, 2003

	CAWCD Medium Term #12	CAWCD Long Term #13	Total
Assets			
Investments in securities, at fair value	\$ 85,572,319	\$ 71,841,549	\$ 157,413,868
Accrued interest and other receivables	<u>483,118</u>	<u>448,615</u>	<u>931,733</u>
Total assets	<u>86,055,437</u>	<u>72,290,164</u>	<u>158,345,601</u>
Liabilities			
Distributions payable	<u>830,332</u>	<u>721,452</u>	<u>1,551,784</u>
Total liabilities	<u>830,332</u>	<u>721,452</u>	<u>1,551,784</u>
Net assets held in trust	<u>\$ 85,225,105</u>	<u>\$ 71,568,712</u>	<u>\$ 156,793,817</u>
Net assets consist of:			
Participant shares outstanding	<u>\$ 85,225,105</u>	<u>\$ 71,568,712</u>	<u>\$ 156,793,817</u>
Participant net asset value (net assets/shares outstanding)	<u>\$1.00</u>	<u>\$1.00</u>	<u>\$1.00</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
CENTRAL ARIZONA WATER CONSERVATION DISTRICT (CAWCD)
STATEMENT OF OPERATIONS
Year ended June 30, 2003

	CAWCD Medium Term #12	CAWCD Long Term #13	Total
Revenues			
Interest Income	\$ 2,485,389	\$ 2,639,012	\$ 5,124,401
Net decrease in fair value	<u>(952,593)</u>	<u>(806,874)</u>	<u>(1,759,467)</u>
Total revenues	<u>1,532,796</u>	<u>1,832,138</u>	<u>3,364,934</u>
Expenses			
Management fees	59,237	51,266	110,503
Total expenses	<u>59,237</u>	<u>51,266</u>	<u>110,503</u>
Net investment income	<u>\$ 1,473,559</u>	<u>\$ 1,780,872</u>	<u>\$ 3,254,431</u>

STATE OF ARIZONA
OFFICE OF THE TREASURER
CENTRAL ARIZONA WATER CONSERVATION DISTRICT (CAWCD)
STATEMENT OF CHANGES IN FIDUCIARY NET ASSETS
Year ended June 30, 2003

	CAWCD Medium Term #12	CAWCD Long Term #13	Total
Net increase in net assets from operations			
	\$ 1,473,559	\$ 1,780,872	\$ 3,254,431
Distributions to participants			
Distributions paid and payable	(1,473,559)	(1,780,872)	(3,254,431)
Share transactions at net asset value of \$1.00:			
Purchase of units	84,680,550	71,446,837	156,127,387
Reinvestment of interest	1,597,945	2,130,628	3,728,573
Sale of units	<u>(1,053,390)</u>	<u>(2,008,753)</u>	<u>(3,062,143)</u>
Net decrease in net assets resulting from share transactions	85,225,105	71,568,712	156,793,817
Net assets			
Beginning of period	-	-	-
End of period	<u>\$ 85,225,105</u>	<u>\$ 71,568,712</u>	<u>\$ 156,793,817</u>

**SUMMARY OF CASH ON DEPOSIT
WITH TREASURER**

STATE OF ARIZONA
OFFICE OF THE TREASURER
NOTE TO SUMMARY OF CASH ON DEPOSIT WITH TREASURER
June 30, 2003

(UNAUDITED)

NOTE - The Summary of Cash on Deposit with Treasurer schedule presents a detail summary of the monies the State Treasurer holds for state agencies, other political subdivisions (primarily counties, cities, and towns), and public entities for the year ended June 30, 2003, as recorded on the Uniform Statewide Accounting System (USAS) on essentially a cash basis.