

Texas Treasury Safekeeping Trust Company

(A Component Unit of the State of Texas)

Report to the Honorable Glenn Hegar
Comptroller of Public Accounts of the State of Texas
December 10, 2019





RSM US LLP

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To the Honorable Glenn Hegar
Comptroller of Public Accounts of the State of Texas
Texas Treasury Safekeeping Trust Company
Austin, Texas

Dear Mr. Hegar:

We are pleased to present this report related to our audit of the basic financial statements of Texas Treasury Safekeeping Trust Company (Texas Trust) as of and for the year ended August 31, 2019. This report summarizes certain matters required by professional standards to be communicated to you in your oversight responsibility for the Texas Trust's financial reporting process.

This report is intended solely for the information and use of the Comptroller of Public Accounts of the State of Texas, management of Texas Trust and the State Auditor of Texas and is not intended to be, and should not be, used by anyone other than these specified parties. It will be our pleasure to respond to any questions you have about this report. We appreciate the opportunity to continue to be of service to Texas Treasury Safekeeping Trust Company.

RSM US LLP

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Required Communications

Generally accepted auditing standards (AU-C 260, *The Auditor's Communication With Those Charged With Governance*) require the auditor to promote effective two-way communication between the auditor and those charged with governance. Consistent with this requirement, the following summarizes our responsibilities regarding the financial statement audit, as well as observations arising from our audit that are significant and relevant to your responsibility to oversee the financial and related compliance reporting process.

Area	Comments
Our Responsibilities With Regard to the Financial Statement Audit	Our responsibilities under auditing standards generally accepted in the United States of America and <i>Government Auditing Standards</i> issued by the Comptroller General of the United States have been described to you in our arrangement letter dated June 6, 2019. Our audit of the financial statements does not relieve management or those charged with governance of their responsibilities, which are also described in that letter.
Overview of the Planned Scope and Timing of the Financial Statement Audit	We have issued a separate communication dated June 4, 2019, to Mr. Paul Ballard regarding the planned scope and timing of our audit, and have discussed with him our identification of significant risks of material misstatement. We conducted our audit consistent with the planned scope and timing previously communicated to Mr. Paul Ballard. As described in Note 1 to the financial statements, the financial statements present only the financial statements of Texas Trust and do not purport to, and do not, present fairly the financial position of the State of Texas as of August 31, 2019, and the changes in its financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.
Accounting Policies and Practices	Preferability of Accounting Policies and Practices Under accounting principles generally accepted in the United States of America, in certain circumstances, management may select among alternative accounting practices. In our view, in such circumstances, management has selected the preferable accounting practice. Adoption of, or Change in, Accounting Policies Management has the ultimate responsibility for the appropriateness of the accounting policies used by Texas Trust. A summary of significant accounting policies adopted by Texas Trust is included in Note 1 to the financial statements. Texas Trust did not adopt any significant new accounting policies during the year ended August 31, 2019.
	Significant or Unusual Transactions We did not identify any significant or unusual transactions or significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

Area	Comments
Accounting Policies and Practices (Continued)	Management’s Judgments and Accounting Estimates Summary information about the process used by management in formulating particularly sensitive accounting estimates and about our conclusions regarding the reasonableness of those estimates is in the attached Summary of Significant Accounting Estimates.
Audit Adjustments	There was one audit adjustment made to the original trial balance presented to us to begin our audit. The adjustment, in the amount of \$934,459, was made to properly classify construction in progress amounts that were recorded as prepaid expenses to ensure no depreciation was incurred. This adjustment was discussed with, agreed to and recorded by management.
Uncorrected Misstatements	We are not aware of any uncorrected misstatements other than misstatements that are clearly trivial.
Other Information in Documents Containing Audited Financial Statements	We are not aware of any other documents that contain the audited financial statements. If such documents were to be published, we would have the responsibility to determine such financial information was not materially inconsistent with the audited financial statements of Texas Trust.
Disagreements With Management	We encountered no disagreements with management over the application of significant accounting principles, the basis for management’s judgments on any significant matters, the scope of the audit or significant disclosures to be included in the financial statements.
Consultations With Other Accountants	We are not aware of any consultations management had with other accountants about accounting or auditing matters.
Significant Issues Discussed With Management	No significant issues arising from the audit were discussed or the subject of correspondence with management.
Significant Difficulties Encountered in Performing the Audit	We did not encounter any significant difficulties in dealing with management during the audit.
Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With <i>Government Auditing Standards</i>	We have separately issued a Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i> , which is included in Texas Trust’s financial statements.
Significant Written Communications Between Management and Our Firm	Copies of significant written communications between our firm and management of Texas Trust, including representation letters provided to us by management, are attached as Exhibit A.

Summary of Significant Accounting Estimates

Accounting estimates are an integral part of the preparation of financial statements and are based upon management's current judgment. The process used by management encompasses its knowledge and experience about past and current events, and certain assumptions about future events. You may wish to monitor throughout the year the process used to determine and record these accounting estimates. The following describes the significant accounting estimates reflected in Texas Trust's August 31, 2019, financial statements.

Estimate	Accounting Policy	Management's Estimation Process	Basis for Our Conclusions on Reasonableness of Estimates
Fair Value Measurements of the Individual Investment Securities Within the Investment Portfolio	Investments, other than money market instruments, are reported at fair value based upon quoted market prices, or when quoted market prices are not readily determinable, other observable significant inputs including, but not limited to, quoted prices for similar securities, interest rates, net asset values (NAVs) of underlying securities and fixed income pricing models. Money market instruments and repurchase agreements are reported at amortized cost.	<p>Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date.</p> <p>Management's estimate of fair value of investments other than money market instruments, is based upon quoted market prices, or when quoted market prices are not readily determinable, other observable significant inputs including, but not limited to, quoted prices for similar securities, interest rates, NAVs of underlying securities and fixed income pricing models, as provided by custodians or individual money managers.</p> <p>Money market instruments and repurchase agreements are reported at amortized cost.</p>	<p>We tested the fair value of investments at year-end.</p> <p>For investments measured using a published value, we estimated the fair value by using an internal specialist to price the securities.</p> <p>For investments measured using NAV as a practical expedient, we rolled forward balances from the prior-year audited amounts, tested fiscal year 2019 activity, and confirmed the value at year-end with the custodian and individual money managers.</p> <p>We concluded that the estimates are reasonable.</p>

Estimate	Accounting Policy	Management's Estimation Process	Basis for Our Conclusions on Reasonableness of Estimates
Pension Expense and Net Pension Liability	<p>Texas Trust participates in the Employees Retirement System (ERS), one of the three retirement systems of the state of Texas. ERS is considered a single employer defined benefit pension plan. For financial reporting purposes, ERS is treated as a cost-sharing plan, since each participating employer has an obligation to contribute.</p>	<p>The net pension liability was measured as of August 31, 2018, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. Texas Trust's proportion of the net pension liability was based on contributions to the pension plan relative to contributions of all employers to the plan for the period from September 1, 2017 to August 31, 2018.</p> <p>Management obtains the schedule of employer's proportionate shares and schedule of pension amounts by employer from the State Auditor's Office and records their proportionate share of the net pension liability and pension expense.</p>	<p>We obtained the actuarial valuation calculations from ERS, audited schedules and State Auditor's Office auditor's reports. We recalculated Texas Trust's balances. RSM's internal actuarial specialist team performed a review of the actuarial valuation. We concluded the estimates used by management are reasonable.</p>

Estimate	Accounting Policy	Management's Estimation Process	Basis for Our Conclusions on Reasonableness of Estimates
OPEB Expense and Net OPEB Liability	Texas Trust participates in the State Retiree Health Plan (SRHP) administered by ERS. SRHP is a cost-sharing multiple employer postemployment health plan with a special funding situation.	The total OPEB liability was measured as of August 31, 2018, and was determined by an actuarial valuation as of that date. Texas Trust's proportion of the total OPEB liability was based on contributions to the plan relative to contributions of all employers to the plan for the period from September 1, 2017 to August 31, 2018.	We obtained the actuarial valuation calculations from ERS, audited schedules and State Auditor's Office auditor's reports. We recalculated Texas Trust's balances. RSM's internal actuarial specialist team performed a review of the actuarial valuation. We concluded the estimates used by management are reasonable.
		Management obtains the schedule of employer's proportionate shares and schedule of OPEB amounts by employer from the State Auditor's Office and records their proportionate share of the net OPEB liability and OPEB expense	

Exhibit A—Significant Written Communications Between Management and Our Firm


TEXAS TRUST
TEXAS TREASURY SAFEKEEPING TRUST COMPANY
COMPTROLLER GLENN HEGAR, CHAIRMAN

December 10, 2019

RSM US LLP
811 Barton Springs Road Suite 500
Austin, Texas 78704

This representation letter is provided in connection with your audit of the basic financial statements of the Texas Treasury Safekeeping Trust Company (Texas Trust) as of and for the year ended August 31, 2019 for the purpose of expressing an opinion on whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

We confirm, to the best of our knowledge and belief, that as of the date of this letter:

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit arrangement letter dated June 6, 2019, for the preparation and fair presentation of the financial statements referred to above in accordance with U.S. GAAP.
2. We acknowledge our responsibility for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
3. We acknowledge our responsibility for the design, implementation and maintenance of internal control to prevent and detect fraud.
4. Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable and reflect our judgment based on our knowledge and experience about past and current events, and our assumptions about conditions we expect to exist and courses of action we expect to take.
5. Related-party transactions have been recorded in accordance with the economic substance of the transaction and appropriately accounted for and disclosed in accordance with the requirements of U.S. GAAP.
6. There are no events subsequent to the date of the financial statements for which U.S. GAAP requires adjustment or disclosure.
7. There is no known actual or possible litigation and claims have been accounted for and disclosed in accordance with U.S. GAAP.
8. We have no direct or indirect legal or moral obligation for any debt of any organization, public or private.
9. We have complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance. In connection therewith, we specifically represent

that we are responsible for determining that we are not subject to the requirements of the Single Audit Act because we have not received, expended or otherwise been the beneficiary of the required amount of federal awards during the period of this audit.

10. We have no knowledge of any uncorrected misstatements in the financial statements.
11. We believe that the information obtained from the audited financial statements of and other participant information provided by Employees Retirement System of Texas Plan (Plan) is appropriate in the circumstances. We did not give instructions, or cause any instructions to be given, to the Plan or its auditor in an attempt to bias their work, and we are not otherwise aware of any matters that have had an impact on the independence or objectivity of the Plan or its auditor.

Information Provided

12. We have provided you with:
 - a. Access to all information of which we are aware that is relevant to the preparation and fair presentation of the financial statements such as records, documentation and other matters;
 - b. Additional information that you have requested from us for the purpose of the audit;
 - c. Unrestricted access to persons within the Texas Trust from whom you determined it necessary to obtain audit evidence; and
 - d. Minutes of the meetings of the governing board and committees, or summaries of actions of recent meetings for which minutes have not yet been prepared.
13. All transactions have been recorded in the accounting records and are reflected in the financial statements.
14. We have disclosed to you the results of our assessment of risk that the financial statements may be materially misstated as a result of fraud.
15. We have no knowledge of allegations of fraud or suspected fraud affecting the Texas Trust's financial statements involving:
 - a. Management.
 - b. Employees who have significant roles in internal control.
 - c. Others where the fraud could have a material effect on the financial statements.
16. We have no knowledge of any allegations of fraud or suspected fraud affecting the Texas Trust's financial statements received in communications from employees, former employees, analysts, regulators, short sellers or others.
17. We have no knowledge of noncompliance or suspected noncompliance with laws and regulations affecting the Texas Trust's financial statements.
18. We are not aware of any pending or threatened litigation and claims whose effects should be considered when preparing the financial statements and we have not consulted legal counsel concerning litigation or claims.
19. We have disclosed to you the identity of the entity's related parties and all the related-party relationships and transactions of which we are aware.

20. We are aware of no significant deficiencies, including material weaknesses, in the design or operation of internal controls that could adversely affect Texas Trust's ability to record, process, summarize and report financial data.
21. We are aware of no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
22. During the course of your audit, you may have accumulated records containing data that should be reflected in our books and records. All such data have been so reflected. Accordingly, copies of such records in your possession are no longer needed by us.

Supplementary Information

23. With respect to supplementary information presented in relation to the financial statements as a whole:
 - a. We acknowledge our responsibility for the presentation of such information.
 - b. We believe such information, including its form and content, is fairly presented in accordance with U.S. GAAP.
 - c. The methods of measurement or presentation have not changed from those used in the prior period.
 - d. When supplementary information is not presented with the audited financial statements, we will make the audited financial statements readily available to the intended users of the supplementary information no later than the date of issuance of the supplementary information and the auditor's report thereon.
24. With respect to Management's Discussion and Analysis, the Schedule of Changes in Proportionate Share of the Net Pension Liability, the Schedule of Contributions-Net Pension Liability, Schedule of Changes in Proportionate Share of the Net OPEB Liability, and Schedule of Contributions-Net OPEB Liability, all presented as required by GASB to supplement the basic financial statements:
 - a. We acknowledge our responsibility for the presentation of such required supplementary information.
 - b. We believe such required supplementary information is measured and presented in accordance with guidelines prescribed by accounting principles generally accepted in the United States of America.
 - c. The methods of measurement or presentation have not changed from those used in the prior period.
 - d. The underlying significant assumptions or interpretations regarding the measurement or presentation of such information include the actuarial assumptions for the pension plan and OPEB plan.

Compliance Considerations

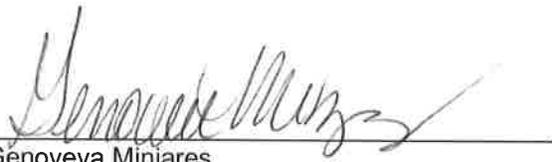
In connection with your audit conducted in accordance with *Government Auditing Standards*, we confirm that management:

25. Is responsible for the preparation and fair presentation of the financial statements in accordance with the applicable financial reporting framework.
26. Is responsible for compliance with the laws, regulations and provisions of contracts and grant agreements applicable to the Texas Trust.
27. Is not aware of any instances that have occurred, or are likely to have occurred, of fraud and noncompliance with provisions of laws and regulations that have a material effect on the financial statements or other financial data significant to the audit objectives, and any other instances that warrant the attention of those charged with governance.
28. Is not aware of any instances that have occurred, or are likely to have occurred, of noncompliance with provisions of contracts and grant agreements that have a material effect on the determination of financial statement amounts.
29. Is not aware of any instances that have occurred, or are likely to have occurred, of abuse that could be quantitatively or qualitatively material to the financial statements.
30. Is responsible for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
31. Acknowledges its responsibility for the design, implementation and maintenance of internal controls to prevent and detect fraud.
32. There was no fraud; noncompliance with provisions of laws, regulations, contracts and grant agreements; or abuse reported by the auditor. If any had been reported, management would take timely and appropriate steps to remedy fraud; noncompliance with provisions of laws, regulations, contracts and grant agreements; or abuse that the auditor reports.
33. Has a process to track the status of audit findings and recommendations.
34. Has identified for the auditor previous audits, attestation engagements and other studies related to the audit objectives and whether related recommendations have been implemented.
35. Has provided views on the auditor's reported findings, conclusions and recommendations, as well as management's planned corrective actions, for the report, if applicable.
36. Acknowledges its responsibilities as it relates to non-audit services performed by the auditor, including a statement that it assumes all management responsibilities; that it oversees the services by designating an individual, preferably within senior management, who possesses suitable skill, knowledge or experience; that it evaluates the adequacy and results of the services performed; and that it accepts responsibility for the results of the services. Ms. Genoveva Minjares, Chief Financial Officer, assumed these responsibilities.

Texas Treasury Safekeeping Trust Company



Mike Reissig
Acting Chief Executive Officer

A handwritten signature in cursive script, appearing to read "Genoveva Minjares", written over a horizontal line.

Genoveva Minjares
Chief Financial Officer


TEXAS TRUST
TEXAS TREASURY SAFEKEEPING TRUST COMPANY
COMPTROLLER GLENN HEGAR, CHAIRMAN

November 14, 2019

RSM US LLP
811 Barton Springs Road, Suite 500
Austin, Texas 78704

In connection with your examination of our assertion that the Texas Treasury Safekeeping Trust Company (Texas Trust) complied with the Incentive Compensation Plan (Plan), effective October 1, 2018, as of September 30, 2019, as evidenced by the Final Incentive Award Calculations-Plan Year Ended September 30, 2019 (the Calculation), in accordance with attestation standards established by the American Institute of Certified Public Accountants, we confirm, to the best of our knowledge and belief, the following representations made to you during the course of your engagement:

1. We understand that we are responsible for the fair presentation of the Calculation and compliance with the Plan, and the selection of the criteria against which compliance with the Calculation is being evaluated.
2. The criteria is contained in the Plan document. We are responsible for preparing the Calculation in accordance with the Plan.
3. We understand that we are responsible for determining that such criteria are appropriate for our purposes.
4. The assertion about the subject matter based on the criteria selected is as follows:

We have prepared the Calculation for the Plan Year Ended September 30, 2019 in accordance with the Plan and we assert that the Calculation is in compliance with the Plan.
5. There are no known matters contradicting the assertion nor any communication from the Comptroller's Office that would affect the subject matter or the assertion.
6. We have made available to you all records and data relevant to the Plan and the Calculation.
7. No events or transaction have occurred subsequent to September 30, 2019 that would require adjustments to the Calculation, or disclosure in, your report.
8. We have no knowledge of fraud or suspected fraud affecting the Texas Trust involving:
 - a. Management.
 - b. Employees who have significant roles in the internal control.
 - c. Others where fraud could have a material effect on the Calculation.
9. We acknowledge our responsibility for the design and implementation of programs and controls to provide assurance that fraud is prevented and detected.

10. We have no knowledge of any allegations of fraud or suspected fraud affecting the Texas Trust received in communications from employees, former employees, analysts, regulators, or others.
11. We have responded fully to all inquiries made to us by you during your engagement.
12. We have advised you of all actions taken at meetings of the Comptroller's Investment Advisory Board that may affect the subject matter.
13. There has been no noncompliance discovered by us subsequent to September 30, 2019.
14. We are responsible for and have determined that Investment Professionals receiving an award under the Plan have complied with the Texas Trust's Investment Policy Statement and Ethics Policy as discussed in Section 4.5 of the Plan.
15. During the course of your engagement you may have accumulated records containing data which should be reflected in our books and records. All such data have been so reflected. Accordingly, copies of such records in your possession are no longer needed by us.

Sincerely,



Mike Reissig
Acting Chief Executive Officer



Genoveva Minjares
Chief Financial Officer

