

TAYSIDE SUPERANNUATION FUNDS

ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2013

AUDITED

DRAFT

CONTENTS

	Page
Foreword by the Director of Corporate Services	2
Review of the Year	
Fund Update	3
Investment Performance	5
Valuation and Distribution of Assets	6
Members and Advisors	8
Governance Compliance Statement	9
Statement of Responsibilities for the Statement of Accounts	14
Independent Auditor's Report	15
Tayside Superannuation Fund Statement of Accounts 2012/13	
Fund Account	17
Net Asset Statement	18
Notes to the Financial Statements	19
Actuarial Statement	27
Tayside Transport Superannuation Fund Statement of Accounts 2012/13	
Fund Account	29
Net Asset Statement	30
Notes to the Financial Statements	31
Actuarial Statement	34
Statement of Investment Principles	36
Appendix 1 - Scheduled and Admitted Bodies	41
Appendix 2 - Additional Information	42

FOREWORD BY DIRECTOR OF CORPORATE SERVICES

Welcome to the Tayside Superannuation Funds Annual Report and Accounts produced by Dundee City Council for the year ended 31 March 2013.

The Annual Report has been produced to keep members, employers and other interested stakeholders informed about the administration and performance of the two Local Government Pension Scheme (LGPS) Funds that Dundee City Council is responsible for administering. The funds are : Tayside Superannuation Fund and Tayside Transport Superannuation Fund. The Annual Report includes a review of activities relevant to the funds in general and also provides sections dedicated to each of the funds, covering their investments, financial accounts and actuarial position.

The Main Fund value at 31 March 2013 of £2,262.3m reflected an increase of £303.2m or 15.5% on the equivalent value at 31 March 2012. The Transport Fund value at 31 March 2013 of £54.2m reflected an increase of £5.7m or 11.8% on the equivalent figure at 31 March 2012.

	2012	2013	+ / -
Main Fund value	£1,959.1m	£2,262.3m	£303.2m
Transport Fund value	£48.5m	£54.2m	£5.7m
Total Contributing Members	17,313	17,500	187
Total Pensioners	12,725	13,125	400
Scheduled Bodies	14	15	1
Admitted Bodies	31	30	(1)

I would wish to acknowledge the efforts of Dundee City Council's Pension Section for their patience and diligence in ensuring the continuing smooth operation of the scheme and for the courteous and efficient manner in which they look after the pension needs of contributors, pensioners and deferred pensioners. Further, I would like to thank all the Trustees of the Superannuation Sub-Committee and officers of the City Council Corporate Services Department for their effort and assistance in managing the Tayside Superannuation Funds and, in particular, the Chair, Willie Sawers for his leadership of the Investment Sub-Committee.

Marjory Stewart, FCCA, CPFA
Director of Corporate Services
Dundee City Council
25 September 2013

REVIEW OF THE YEAR

FUND UPDATE

Membership

The Local Government Pension Scheme is voluntary and is open to all employees of the Scheduled and Admitted Bodies (see Appendix 1). Membership of the Tayside Funds at 31 March 2013 was:

	<u>Main Fund</u>	<u>Transport Fund</u>	<u>Total Fund</u>
Contributing Members	17,418	82	17,500
Pensioners	12,705	420	13,125
Deferred Pensioners	7,859	81	7,940
Undecided or Frozen	2,012	5	2,017
	<u>39,994</u>	<u>588</u>	<u>40,582</u>

Membership Funding

The Funds are financed by the contributions made by members and their employers as well as income earned from the investment of the Funds' monies. The contribution rates as a percentage of basic pay for 2011/2012 and 2012/2013 were as follows :-

	<u>Employees</u>	<u>Main Fund Employers</u>	<u>Transport Fund Employer</u>
2011/12	5.5% - 12%	18.5%	£1,060,000
2012/13	5.5% - 12%	18.0%	£800,000

The employees' contribution levels are now tiered based on a percentage of pensionable pay, whereas the employers' contribution levels are reviewed every three years by the Funds' actuaries as part of their actuarial valuation of the Funds. If the actuaries believe that a surplus is likely to materialise they will recommend a reduction in the employers' contribution rate and if they believe a deficit is likely to materialise they will recommend an increase in the employers' contribution rate.

Barnett Waddingham carried out an actuarial valuation as at 31 March 2011. The result of the valuation for the two Funds were as follows :-

	<u>Main Fund</u>	<u>Transport Fund</u>
Actuarial Value of Assets	£1,922.2m	£45.5m
Actuarial Value as a percentage of Accrued Liabilities	98.2%	96.6%

Recommended Employers' Contributions as a Percentage of Pensionable Payroll for the Main Fund and as a lump sum for the Transport Fund

2012/2013	18.0%	£800,000
2013/2014	18.0%	£820,000
2014/2015	18.0%	£840,000

The common rate of contribution is the rate, which, in addition to the accumulated assets and contributions paid by members is sufficient to meet 100% of the liabilities of the Fund. This rate takes into account the deficit at 31 March 2011. The deficit is spread over the average remaining working lifetime of the existing members.

The Main Fund contribution rates following the 31 March 2011 valuation were calculated using the projected unit actuarial method.

The Transport Fund contribution rates following the 31 March 2011 valuation were calculated using the attained age actuarial method

The main actuarial assumptions were as follows:

Investment return	- Equities	6.9% per annum
	- Gilts	4.3% per annum
	- Bonds & Property	5.5% per annum
	- Discount rate (post-retirement)	4.3% per annum
	- Discount rate (pre-retirement)	6.9% per annum
Rate of general pay increases		5.0% per annum
Rate of increases to pension in payment		3.5% per annum
Valuation of assets		6 monthly smoothed market related

Market Value of Funds

The market value of investments can go down, as well as up. The total market value of the investments that are under external management was £2,333.5m Main Fund and £54.4m Transport Fund as at 31 May 2013.

Change of Fund Name

On Monday 3 June 2013, the Superannuation Investment sub-committee approved a report to rename the Funds to Tayside Pension Fund and Tayside Transport Pension Fund respectively. This is in line with all other Scottish Local Government Pension Schemes.

Additional Contributions

Under Inland Revenue rules, scheme members are permitted to make contributions towards retirement and death in service benefits in addition to those, which they are required to make as members of the Local Government Pension Scheme. These contributions are known as AVCs and are treated separately from the scheme's assets under arrangement with the Standard Life Assurance Company and Prudential Assurance Company. They are not recorded in the accounts of the Tayside Funds since the AVC scheme works on a defined contribution basis (ie benefit eventually derived will depend upon the amount of the contributions made, the performance of the investments made with these monies and the annuity rates at the point of retiral).

Pension Increases

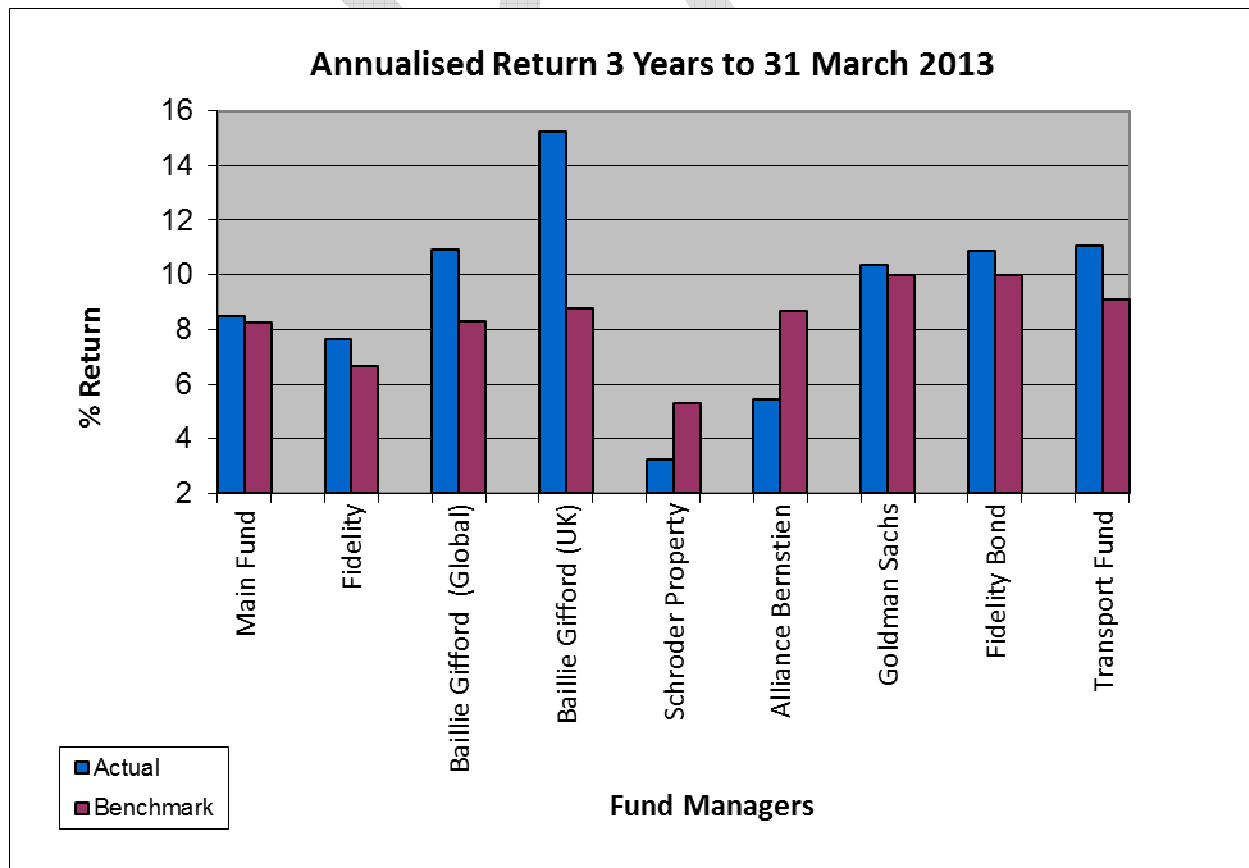
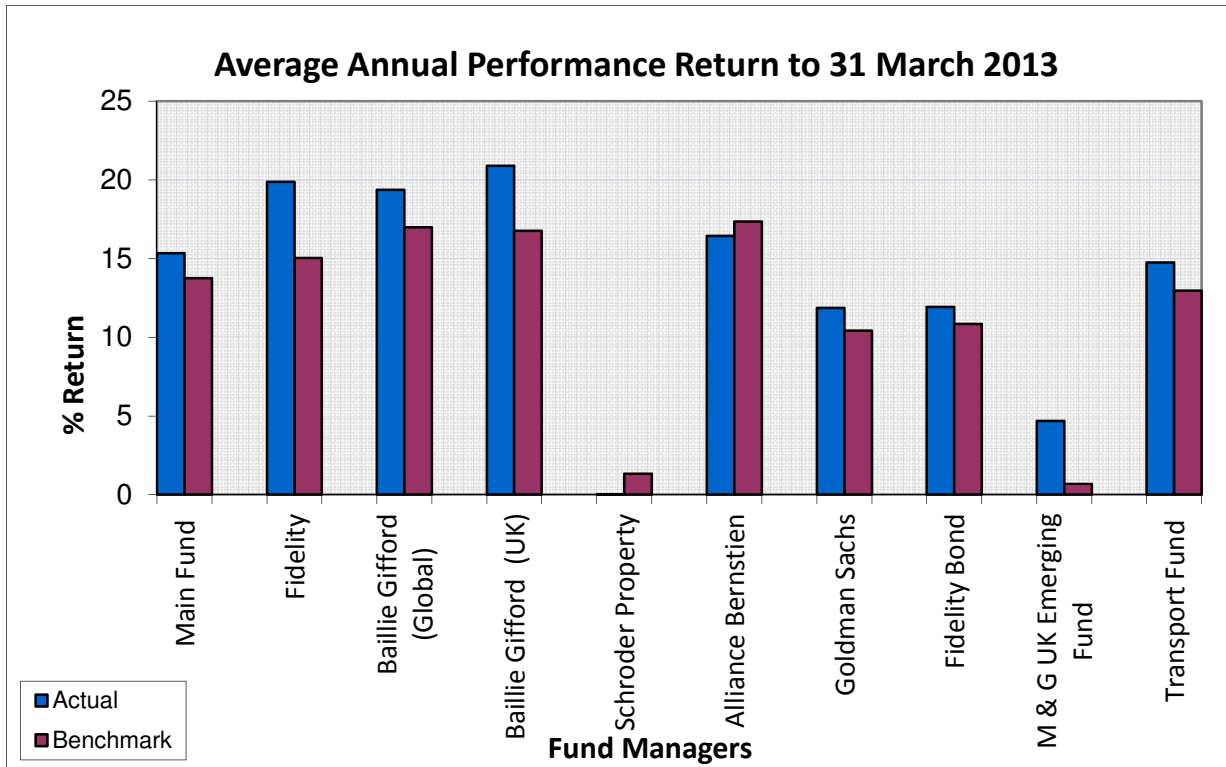
Pensions and deferred pensions are increased every year under the Pension (Increase) Act 1971 in line with movements in the Retail Price Index. From April 2011, this will be linked to Consumer Price Index rather than Retail Price Index. Recent pension increases are as follows :-

2009	5.0%
2010	0.0%
2011	3.1%
2012	5.2%
2013	2.2%

REVIEW OF THE YEAR

INVESTMENT PERFORMANCE

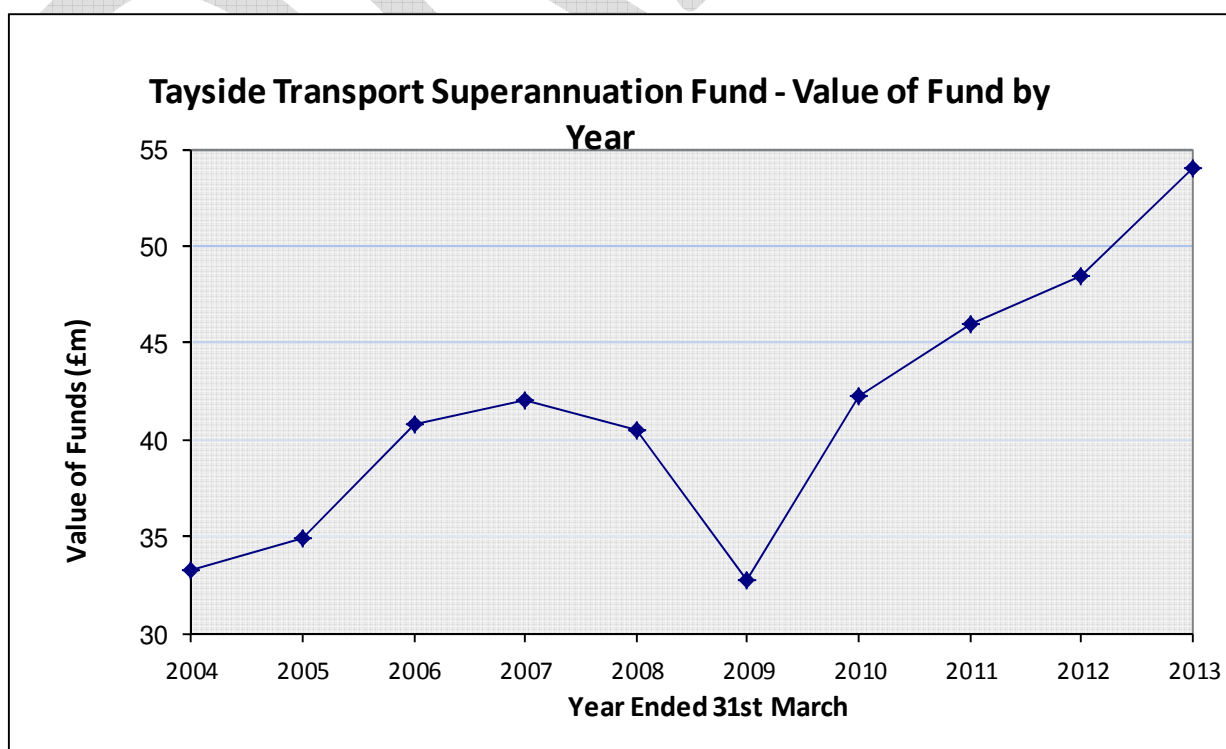
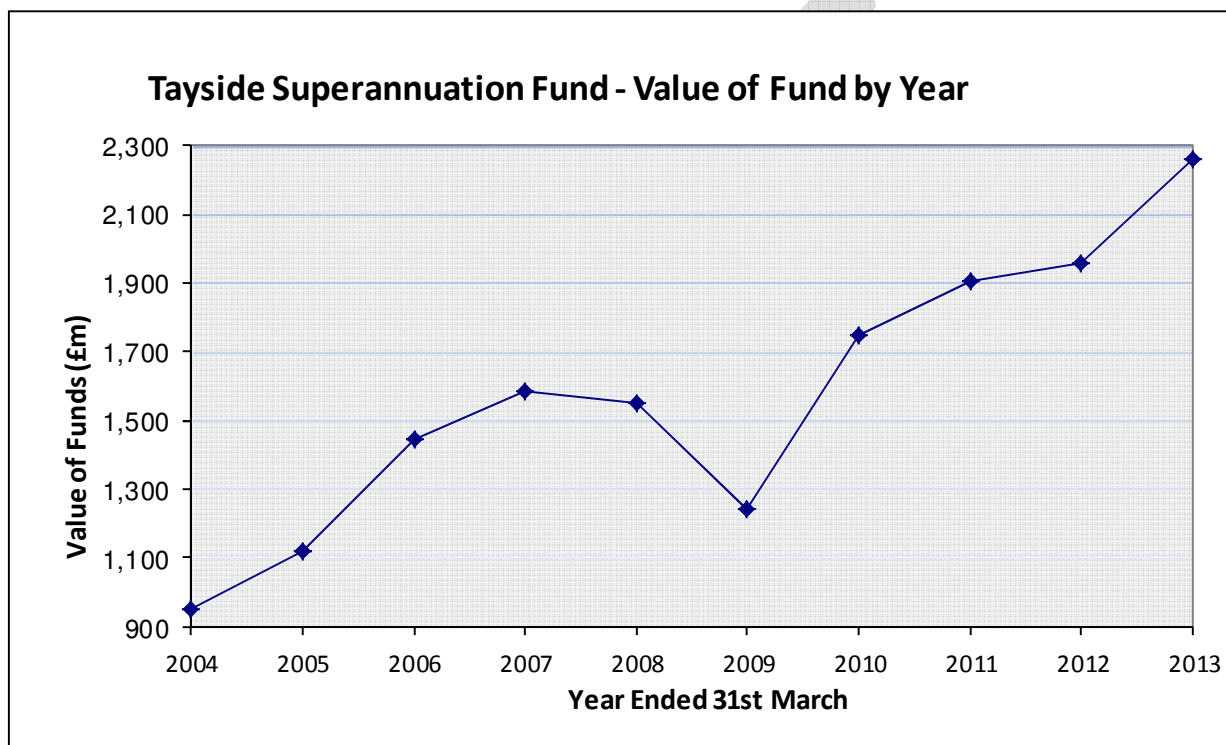
On a quarterly basis, the Council's Superannuation Investment Sub-Committee convenes to review the performance of the investments made with the Funds. In that connection, the Council engages Northern Trust to produce performance measurement statistics for the Main Fund and the Transport Fund. From 1 July 2003, the Funds introduced their own specific benchmark to assess performance. In the financial year to 31 March 2013 the benchmark for the Main Fund was a gain of 13.76% and for the Transport Fund 12.96%. Individual managers had their own benchmark within this and a comparison of actual performance with benchmarks is shown below :-



REVIEW OF THE YEAR

VALUATION AND DISTRIBUTION OF ASSETS OF THE SUPERANNUATION FUNDS

	<u>Main Fund</u>		<u>Transport Fund</u>	
	<u>2011/12</u>	<u>2012/13</u>	<u>2011/12</u>	<u>2012/13</u>
	<u>£m</u>	<u>£m</u>	<u>£m</u>	<u>£m</u>
Value at Start of Year	1,908.6	1,959.0	46.0	48.5
New Cash Inflow/(Outflow)	53.5	54.5	(0.1)	(0.5)
Appreciation/(Depreciation) during the year	(3.1)	248.8	2.6	6.2
Value at End of Year	<u>1,959.0</u>	<u>2,262.3</u>	<u>48.5</u>	<u>54.2</u>



REVIEW OF THE YEAR

VALUATION AND DISTRIBUTION OF ASSETS OF THE SUPERANNUATION FUNDS

Tayside Superannuation Fund

Sector	Valuation (£m) and Distribution (%)			
	31/03/2012		31/03/2013	
	£m	%	£m	%
UK Equities	508.0	25.9	613.7	27.1
UK Bonds	355.9	18.2	409.1	18.1
Overseas Bonds	23.3	1.2	13.7	0.6
Overseas Equities	819.9	41.8	976.1	43.2
Property Unit Trusts	198.6	10.1	203.4	9.0
M&G Fund	13.9	0.7	16.2	0.7
Derivatives	(0.5)	-	(0.1)	-
Cash Balance Held By Managers	33.1	1.7	18.6	0.8
Net Financial Assets	1.5	0.1	5.6	0.2
Net Current Assets	5.3	0.3	6.0	0.3
	1,959.1	100.0	2,262.3	100.0

Tayside Transport Superannuation Fund

Sector	Valuation (£m) and Distribution (%)			
	31/03/2012		31/03/2013	
	£m	%	£m	%
UK Equities	12.4	25.5	13.3	24.5
UK Bonds	18.6	38.3	21.2	39.1
Overseas Bonds	2.0	4.1	1.5	2.8
Overseas Equities	10.9	22.5	13.8	25.5
Property Unit Trusts	3.5	7.2	3.7	6.8
Derivatives	-	-	-	-
Cash Balance Held By Managers	1.1	2.2	0.5	0.9
Net Financial Assets	(0.1)	(0.2)	0.1	0.2
Net Current Assets	0.2	0.4	0.1	0.2
	48.6	100.0	54.2	100.0

PRINCIPAL EQUITY HOLDINGS (TOP FIVE BY VALUE) AS AT 31 MARCH 2013

<u>Investment</u>	<u>Value (£000)</u>	<u>% of Total Equity Holding</u>	<u>Activities</u>
HSBC Holdings PLC	29,758	1.871	Banks
Prudential	23,461	1.475	Life Insurance
Glaxo Smithkline PLC	21,075	1.325	Pharmaceuticals
Vodafone Group PLC	19,182	1.206	Telecommunication Services
Rio Tinto	16,399	1.031	Oil and Gas
Top Five Total	109,875	6.908	
Total Value of Equities	1,590,576		
Total Value of Funds	2,256,421		

REVIEW OF THE YEAR

MEMBERS AND ADVISORS

Superannuation Investment Sub-Committee

Dundee City Council is the administering authority for the Funds. The majority of this responsibility is delegated through the Council's Policy and Resources Committee to the Superannuation Investment Sub-Committee. Membership of the Sub-Committee as at 31 March 2013 is as noted below:

Councillors:

Baillie Willie Sawers (Chair)
Cllr Jimmy Black
Cllr Kevin Keenan
Baillie Ian Borthwick
Cllr Gregor Murray
Cllr Brian Gordon

Representatives (non voting)

Mr S Rice (Tayside Full-time Trade Unions Officers Group)
Vacant (UNISON)
Mr R McKelvie (TGWU representing Travel Dundee Ltd)

Fund Managers

Baillie Gifford & Co	(Appointed November 1992)
Fidelity Pension Management	(Appointed November 1997)
Schroder Property Investment Management	(Appointed July 1997)
Goldman Sachs Asset Management	(Appointed July 2003)
Alliance Bernstein	(Appointed July 2003)
M&G Investment Management	(Appointed May 2010)

Investment Advisers

Hymans Robertson

Actuaries

Barnett Waddingham (Appointed July 2004)

Custodian

Northern Trust (Appointed April 2002)

Bankers

Royal Bank of Scotland

Auditors

KPMG

Corporate Governance Advisors

Pension & Investment Research Consultants Ltd (PIRC)

Performance Measurement

Northern Trust

GOVERNANCE COMPLIANCE STATEMENT

Compliance Principle	Arrangements in Place/Action Taken	Compliance with Principle? Yes/No/Partial	Comments
Structure			
The management of the administration of benefits and strategic management of fund assets clearly rests with the main committee established by the appointing council.	Principal responsibility for the administration of benefits and strategic management of fund assets rests with the Policy & Resources Committee.	Yes	The Superannuation Investment Sub-Committee of the Policy & Resources Committee has a remit to supervise and control the operations and investments.
That representatives of participating LGPS employers, admitted bodies and scheme members (including pensioner and deferred members) are members of either the main or secondary committee established to underpin the work of the main committee.	Membership of the Superannuation Investment Sub-Committee includes 3 observer members who represent scheme members.	Partial	In addition representatives of participating LGPS employers, admitted bodies and scheme members are consulted and included in all communications relating to the Superannuation Investment Sub-Committee.
That where a secondary committee or panel has been established, the structure ensures effective communication across both levels.	Minutes of the Superannuation Investment Sub-Committee are reported to the Policy & Resources Committee.	Yes	
That where a secondary committee or panel has been established, at least one seat on the main committee is allocated for a member from the secondary committee or panel.	All members of the Superannuation Investment Sub-Committee are members of the Policy & Resources Committee.	Yes	

GOVERNANCE COMPLIANCE STATEMENT

Compliance Principle	Arrangements in Place/Action Taken	Compliance with Principle? Yes/No/Partial	Comments
Representation			
<p>That all key stakeholders are afforded the opportunity to be represented within the main or secondary committee structure. These include:-</p> <p>i) employing authorities (including non-scheme employers, e.g. admitted bodies);</p> <p>ii) scheme members (including deferred and pensioner scheme members);</p> <p>iii) where appropriate independent professional observers; and</p> <p>iv) expert advisors (on an ad-hoc basis)</p>	<p>Membership of the Superannuation Investment Sub-Committee includes 3 observer members who represent scheme members.</p> <p>Investment Consultant</p>	<p>No</p> <p>Yes</p> <p>No</p> <p>Yes</p>	<p>Regular communication is undertaken with key stakeholders. Employer Forum held annually for scheduled and admitted bodies.</p> <p>No requirement for this has been identified.</p>
<p>That where lay members sit on a main or secondary committee, they are treated equally in terms of access to papers and meetings and training and are given full opportunity to contribute to the decision making process, with or without voting rights.</p>	<p>All members receive the same access to all papers and training opportunities and are given the opportunity to contribute to the decision making process.</p>	<p>Yes</p>	

GOVERNANCE COMPLIANCE STATEMENT

Compliance Principle	Arrangements in Place/Action Taken	Compliance with Principle? Yes/No/Partial	Comments
Selection and Role of Lay Members			
That committee or panel members are made fully aware of the status, role and function they are required to perform on either a main or secondary committee.	Induction and Refresher Training is provided to all members.	Yes	
That at the start of any meeting, committee members are invited to declare any financial or pecuniary interest related to specific matters on the agenda	Members are bound by a Code of Conduct which requires them to declare any interest related to specific matters on the agenda. This is stated at the start of each agenda.	Yes	
Voting			
The policy of individual administering authorities on voting rights is clear and transparent, including the justification for not extending voting rights to each body or group represented on main LGPS committees.	Voting rights are detailed in the Tayside Superannuation Funds Statement of Investment Principles.	Yes	Statement of Investment Principles is accessible via the Council website.
Training/Facility Time/Expenses			
That in relation to the way in which statutory and related decisions are taken by the administering authority, there is a clear policy on training, facility time and reimbursement of expenses in respect of members involved in the decision-making process.	All new members of the Superannuation Investment Sub-Committee are offered training by officers. Further training is offered periodically, generally from investment consultants, investment managers of the fund and actuaries. In addition, if other training opportunities are identified, including attendance at conferences and seminars, these are offered to members, as appropriate. Costs and expenses incurred are met by the Pension Fund.	Yes	

GOVERNANCE COMPLIANCE STATEMENT

Compliance Principle	Arrangements in Place/Action Taken	Compliance with Principle? Yes/No/Partial	Comments
Training/Facility Time/Expenses continued			
That where such a policy exists, it applies equally to all members of committees, sub-committees, advisory panels or any other form of secondary forum.	Training policy applies to all members of the Superannuation Investment Sub-Committee.	Yes	
That the administering authority considers the adoption of annual training plans for committee members and maintains a log of all such training undertaken.	Training is provided as needs are identified. A log of all training undertaken is maintained.	Yes	
Meetings (Frequency/Quorum)			
That an administering authority's main committee or committees meet at least quarterly.	Policy & Resources Committee meets monthly. Additional meetings are held when necessary.	Yes	
That an administering authority's secondary committee or panel meet at least twice a year and is synchronised with the dates when the main committee sits.	Superannuation Investment Sub-Committee meets quarterly. Additional meetings are held when necessary.	Yes	
That administering authorities who do not include lay members in their formal governance arrangements, provide a forum outside of those arrangements by which the interests of key stakeholders can be represented.	Employer Forum for scheduled and admitted bodies is held annually, including presentations on topical subjects.	Yes	

GOVERNANCE COMPLIANCE STATEMENT

Compliance Principle	Arrangements in Place/Action Taken	Compliance with Principle? Yes/No/Partial	Comments
Access			
That subject to any rules in the council's constitution, all members of main and secondary committees or panels have equal access to committee papers, documents and advice that falls to be considered at meetings of the main committee.	All members are treated equally in terms of access to committee papers and advice.	Yes	
Scope			
That administering authorities have taken steps to bring wider scheme issues within the scope of their governance arrangements.	The Superannuation Investment Sub-Committee has a remit to supervise and control operations and investments.	Yes	
Publicity			
That administering authorities have published details of their governance arrangements in such a way that stakeholders with an interest in the way in which the scheme is governed, can express an interest in wanting to be part of those arrangements.	Governance Policy Statement was approved in May 2009, following consultation with all employers.	Yes	Governance Policy Statement and Governance Compliance Statement will be available on the Council website following committee approval.

STATEMENT OF RESPONSIBILITIES FOR THE STATEMENT OF ACCOUNTS

The Administering Authority's Responsibilities

The Authority is required to :

- Make arrangements for the proper administration of the financial affairs of the Superannuation Funds in its charge and to secure that one of its officers has the responsibility for the administration of those affairs. In this Authority, that officer is the Director of Corporate Services.
- Manage its affairs to secure economic, efficient and effective use of its resources and safeguard its assets.

The Director of Corporate Service's Responsibilities

The Director of Corporate Services is responsible for the preparation of the Superannuation Funds statement of accounts which, in terms of CIPFA / LASAAC Code of Practice on Local Authority Accounting in the United Kingdom (the Code of Practice) is required to present a true and fair view of the financial position of the Superannuation Funds at the accounting date and their income and expenditure for the year (ended 31 March 2013).

In preparing these statements of accounts, the Director of Corporate Services has :

- Selected suitable accounting policies and then applied them consistently
- Made judgements and estimates that were reasonable and prudent
- Complied with the Code of Practice, except where stated in the Statement of Accounting Policies and Notes to the Accounts

The Director of Corporate Services has also:

- Kept proper accounting records which were up to date
- Taken reasonable steps for the prevention and detection of fraud and other irregularities

Statement of Accounts

The Statement of Accounts presents a true and fair view of the financial position of the Superannuation Funds as at 31 March 2013, and their income and expenditure for the year ending 31 March 2013.

Marjory M Stewart, FCCA, CPFA
Director of Corporate Services
Dundee City Council
25 September 2013

Independent auditor's report to the members of Dundee City Council as administering body for Tayside Superannuation Fund and Tayside Transport Superannuation Fund and the Accounts Commission for Scotland

We have audited the financial statements of Tayside Superannuation Fund and of Tayside Transport Superannuation Fund ("the Funds") for the year ended 31 March 2013. The financial statements of the Funds ("the financial statements") comprise the fund account, the net assets statement and related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union, and as interpreted and adapted by the Code of Practice on Local Authority Accounting in the United Kingdom 2012-13 ("the 2012-13 Code").

This report is made solely to the members of Dundee City Council and the Accounts Commission for Scotland, in accordance with Part VII of the Local Government (Scotland) Act 1973. Our audit work has been undertaken so that we might state to those two parties those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Dundee City Council and the Accounts Commission for Scotland, for this report, or the opinions we have formed.

Respective responsibilities of the Director of Corporate Services of Dundee City Council and auditor

As explained more fully in the Statement of Responsibilities for the Statement of Accounts set out on page 14, the Director of Corporate Services of Dundee City Council is responsible for the preparation of financial statements which give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) as required by the Code of Audit Practice approved by the Accounts Commission for Scotland. Those standards require me to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Funds' circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Director of Corporate Services of Dundee City Council; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material misstatements or inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the financial transactions of the Funds during the year ended 31 March 2013, and of the amount and disposition at that date of their assets and liabilities;
- have been properly prepared in accordance with the Code of Practice on Local Authority Accounting in the United Kingdom 2012-13; and
- have been prepared in accordance with the requirements of the Local Government (Scotland) Act 1973 and the Local Government in Scotland Act 2003.

Independent auditor's report to the members of Dundee City Council as administering body for Tayside Superannuation Fund and Tayside Transport Superannuation Fund and the Accounts Commission for Scotland (continued)

Opinion on other matters prescribed by the Local Government (Scotland) Act 1973

In our opinion the information given in the Foreword by the Director of Corporate Services of Dundee City Council for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Local Government (Scotland) Act 1973 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit; or
- the Governance Compliance Statement does not comply with the 2012-13 Code.

David Watt
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG

TAYSIDE SUPERANNUATION FUND ACCOUNTS

2011/2012 £000	FUND ACCOUNT	Note	2012/2013 £000	£000
	CONTRIBUTIONS AND BENEFITS			
	<u>Contributions receivable :-</u>			
69,787	From employers	5	66,961	
<u>22,340</u>	From members	5	<u>22,029</u>	
92,127				88,990
2,497	Transfers in	7		4,216
	<u>Benefits payable :-</u>			
(55,487)	Pensions		(60,522)	
<u>(22,502)</u>	Lump Sums	6	<u>(19,651)</u>	
(77,989)		6		(80,173)
	<u>Payments to and on account of Leavers :-</u>			
(242)	Refund of Contributions to Members		(139)	
(112)	Refund of Contributions to State Scheme		(58)	
<u>(4,544)</u>	Transfers Out	7	<u>(3,213)</u>	
(4,898)				(3,410)
<u>(1,257)</u>	Administration Expenses	4,14		<u>(1,198)</u>
10,480	Net Deposits from dealings with Members			8,425
	RETURNS ON INVESTMENTS			
48,533	Investment Income	8	52,578	
(3,057)	Change in Market Value of Investments	9	248,757	
<u>(5,526)</u>	Investment Management Expenses		<u>(6,543)</u>	
<u>39,950</u>	Net Returns on Investments			<u>294,792</u>
50,430	Net increase in Fund during the year			303,217
<u>1,908,628</u>	OPENING NET ASSETS OF THE SCHEME			<u>1,959,058</u>
<u>1,959,058</u>	CLOSING NET ASSETS OF THE SCHEME			<u>2,262,275</u>

Notes on pages 19 to 26 form part of the financial statements.

TAYSIDE SUPERANNUATION FUND ACCOUNTS

2012 £000	NET ASSETS STATEMENT (AS AT 31 MARCH)	2013 £000	£000
	INVESTMENT ASSETS AT MARKET VALUE		
	Note		
	<u>Listed Investments</u>		
496,499	- UK Equities	597,595	
23,709	- UK Fixed Interest - Public Sector	40,584	
8,731	- UK Fixed Interest – Other	10,512	
69,966	- UK Index Linked - Public Sector	80,332	
521,030	- Overseas Equities	625,041	
224,392	- Overseas Open Ended Investment Companies	273,797	
23,330	- Overseas Fixed Interest – Other	13,696	
428	- Derivatives (Futures)	597	
	<u>Unlisted Investments</u>		
265,113	- UK Open Ended Investment Companies	293,822	
13,861	- M&G Fund	16,213	
74,438	- Overseas Open Ended Investment Companies	77,236	
198,605	- Property Unit Trusts	203,370	
33,102	Cash Balances held by Fund Managers	18,647	
<u>12,966</u>	Financial Debtors	13 <u>8,348</u>	
1,966,170			2,259,790
	FINANCIAL LIABILITIES		
(927)	Derivatives (Futures)	(727)	
<u>(11,497)</u>	Other Financial Liabilities	13 <u>(2,772)</u>	
<u>(12,424)</u>	Total Financial Liabilities		<u>(3,499)</u>
1,953,746	Net Financial Assets	9	2,256,291
	CURRENT ASSETS		
6,653	Contributions Due from Employers	6,510	
1,214	Sundry Debtors	12 1,125	
<u>1,752</u>	Cash and Bank	<u>4,412</u>	
<u>9,619</u>		<u>12,047</u>	
	LESS CURRENT LIABILITIES		
(4,307)	Sundry Creditors	12 <u>(6,063)</u>	
<u>5,312</u>	NET CURRENT ASSETS		<u>5,984</u>
<u>1,959,058</u>	NET ASSETS		<u>2,262,275</u>

Marjory Stewart, FCCA, CPFA
Director of Corporate Services
Dundee City Council
25 September 2013

Notes on pages 19 to 26 form part of the financial statements.

The unaudited accounts were issued on 21 June 2013 and the audited accounts were authorised for issue on 25 September 2013.

NOTES TO TAYSIDE SUPERANNUATION FUND FINANCIAL STATEMENTS

1 - The Local Government Pension Scheme

The Scheme is a "defined benefit scheme" which means that the benefits to which members and their spouses are entitled are determined by final pensionable pay and pensionable service.

Dundee City Council is the administering authority for Tayside Superannuation Fund (Main Fund). The scheme covering the Fund is statutory, approved by the Inland Revenue and contracted out of S2P (the State Second Pension).

Tayside Superannuation Fund is maintained for the benefit of its membership (including existing and deferred pensioners). This comprises the majority of Local Government employees within Dundee City Council, Perth and Kinross Council and Angus Council as well as 42 other "scheduled bodies" and "admitted bodies" (see appendix 1). Teachers are not included in the Scheme as they have a separate, nationally established, statutory arrangement.

2 - Basis of Preparation of the Financial Statements

Local authorities responsible for administering a pension fund that forms part of the local government pension scheme ("LGPS") are required by an amendment to The Local Government Pension Scheme (Administration) (Scotland) Regulations 2008 to publish a pension fund annual report, which is required to include financial statements. Local authorities have a duty under section 12 of the Local Government in Scotland Act 2003 to observe proper accounting practices. The Scottish Government issued accounting Guidance for the LGPS financial statements in Finance Circular 1/2011, which clarified that pension fund financial statement within the annual report should be prepared in accordance with proper accounting practices set out in the Code of Practice on Local Authority Accounting in the United Kingdom 2012-13 ("the Code").

3 - Statement of Accounting Policies

A summary of the more important accounting policies, which have been consistently applied, is set out below:-

Investments

Investments are included at market values, which are assessed as follows:-

A - UK quoted securities are valued at "bid" market prices at close of business on the last working day of the financial year.

B - Overseas securities are valued at "bid" market prices from the relevant overseas stock exchanges converted at closing rates of exchange on the last day of the financial year.

C - Unlisted investments, which comprise the Fund Manager's Unit Trusts and Open Ended Investment Companies, are valued at "bid" market prices on the last working day of the financial year as supplied by the Fund Manager.

Income and Expenditure

The accounts have been prepared on an accruals basis; that is income and expenditure is included as it is earned or incurred, not as it is received or paid, except for Transfer Values which are included when they are paid or received.

Investment Income

Income from fixed interest, index linked securities and other interest receivable is taken into account on an accruals basis. Income from all other Marketable Securities is taken into account on the date when stocks are quoted ex-dividend.

Cash and Cash Equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents comprise short term lending that is repayable on demand or within 3 months of the Balance Sheet date and that is readily convertible to known amounts of cash with insignificant risk of change in value.

Contributions

Contributions represent the amounts received from organisations participating in the Fund, these may be from the administering authority, other scheduled bodies or admitted bodies. Such amounts relate both to their own employer contributions and to those of their pensionable employees. Employee and employers contributions due as at 31 March 2013 have been accrued.

Foreign Currency

Income and expenditure arising from transactions denominated in a foreign currency are translated into £ sterling at the exchange rate in operation on the date on which the transaction occurred. Where the transaction is to be settled at a contracted rate that rate is used.

Investment Management Expenses

Investment Management expenses consist of direct charges in line with Management Agreements, Management Charges levied on pooled funds, overseas charges and non-recoverable withholding tax, less Brokers' commission rebate.

Administrative Overheads and Expenses

The Pensions and Superannuation Investment sections of Dundee City Council are responsible for administering the two Pension Funds. The above sections receive an allocation of the overheads of the Council, this is based on the amount of central services consumed. In turn, these sections allocate this charge to the two Pension Funds. Costs which can be directly charged to each fund during the financial year will be, costs which are shared by both Funds are allocated in proportion to the market value of the Funds as at 31 March 2013.

Acquisition Cost

Any acquisition costs of investments are included in the Book Cost of the investment.

Additional Voluntary Contributions

Additional voluntary contributions are separately invested from those of the funds. Additional voluntary contributions are not included in the financial statements in accordance with section 5(2)(c) of The Pensions Scheme (Management and Administration of Funds) Regulations 1998, but are disclosed as notes only (note 10).

Transfers to and from other Schemes

Transfer values represent the amounts received and paid during the year for members who have either joined or left the Fund during the financial year and are calculated in accordance with Local Government Pension Scheme Regulations. Individual transfers in/out are accounted for when received/paid, which normally when the member liability is accepted or discharged. Transfers in from members wishing to use the proceeds of their additional voluntary contributions to purchase scheme benefits are accounted for on a receipt basis and are included in Transfers In. Bulk (group) transfers are accounted for on an accruals basis in accordance with the terms of the transfer agreement.

Taxation

The Fund is registered public service scheme under section 1(1) of Schedule 36 of the Finance Act 2004 and as such is exempt from UK income tax on interest received and from capital gains tax on the proceeds of investments sold. Income from overseas investments suffers withholding tax in the country of origin, unless exemption is permitted. Irrecoverable tax is accounted for as a Fund expense as it arises.

4 - Related Parties

The transactions and balances with Dundee City Council disclosed in the net asset statement, details are provided below :-

	2012 £000	2013 £000
<u>Transactions</u>		
Administration Costs	1,124	1,108
<u>Balances</u>		
Due from Dundee City Council as at 31 March	1,870	1,686

5 - Contributions

The total contributions receivable analysed between administering authority, other scheduled bodies and admitted bodies were as follows :-

	2011/2012			Total £000
	Administering Authority £000	Other Scheduled Bodies £000	Admitted Bodies £000	
Member contributions	6,904	12,412	3,024	22,340
Employer contributions	20,261	36,615	8,386	65,262
Strain on Fund	1,655	2,633	237	4,525
Total	28,820	51,660	11,647	92,127

	2012/13			Total £000
	Administering Authority £000	Other Scheduled Bodies £000	Admitted Bodies £000	
Member contributions	6,684	12,204	3,141	22,029
Employer contributions	19,414	35,398	8,655	63,467
Strain on Fund	1,601	1,555	388	3,494
Total	27,699	49,157	12,184	88,990

6 - Benefits

The total benefits payable analysed between administering, other scheduled bodies and admitted bodies were as follows :-

	Total Benefits Payable (incl. Lump Sums)		Lump sums (Retirement and Death Benefits)	
	2011/2012 £000	2012/2013 £000	2011/2012 £000	2012/2013 £000
Administering Authority	30,175	31,060	7,683	6,657
Other Scheduled Bodies	38,966	40,807	12,161	10,909
Admitted Bodies	8,848	8,306	2,658	2,085
TOTAL	77,989	80,173	22,502	19,651

7 - Transfer Values

	Transfer Values In		Transfer Values Out	
	2011/2012 £000	2012/13 £000	2011/2012 £000	2012/13 £000
Administering Authority	407	938	925	1,218
Other Scheduled Bodies	1,608	2,130	2,680	1,511
Admitted Bodies	482	1,148	939	484
TOTAL	2,497	4,216	4,544	3,213

8 - Investment Income

	2011/12 £000	2012/13 £000
Interest from Fixed Interest Securities	5,478	6,423
Dividends from Equities	33,218	34,909
Income from Index Linked Securities	2,169	1,050
Income Pooled Investment Vehicles	6,988	7,867
Interest on Cash Deposits	14	104
Other Income	2,411	2,650
	<u>50,278</u>	<u>53,003</u>
Irrecoverable Withholding Tax	(1,745)	(425)
	<u>48,533</u>	<u>52,578</u>

9 - Investments

Market Value of Investments Managed Externally

The Fund's investment assets are under the management of six external fund managers. At 31 March 2013 the market value of these investment assets was £2,256.3m (2012 £1,953.7m), managed as follows:

	2012		2013	
	£m	%	£m	%
Schroder Properties Limited	207.0	10.6	207.2	9.2
Baillie Gifford & Co	483.5	24.7	580.9	25.7
Fidelity Pensions Management Equity	412.6	21.1	493.3	21.8
Alliance Bernstein	451.3	23.1	527.2	23.4
Goldman Sachs	251.2*	12.9	276.5*	12.3
Fidelity Bond	133.7	6.8	149.5	6.6
M & G Investment Management	13.9	0.7	16.2	0.7
Financial Debtors	12.9	0.7	8.3	0.4
Financial Liabilities	(12.4)	(0.6)	(2.8)	(0.1)
Net Financial Assets	1,953.7	100.0	2,256.3	100.0

* Within the Goldman Sachs investment total above there is an investment of £128.2m (2012 £119.9m) which exceeds 5% of net assets available for benefits. This is in the GS Sterling Credit Portfolio. Although it is classed as a single investment, this is a pooled fund with over 300 holdings designed to ensure a diversified exposure to corporate bonds.

Derivatives - Futures

Summary of contracts held at 31 March 2013

	Settlement Date	Economic Exposure £000	Asset £000	Liability £000	Net £000
FTSE100	3 months	508	-	6	(6)
S and P 500	3 months	669	13	-	13
Eur Foat	3 months	(4,256)	48	-	48
Eurx E-Schatz	3 months	27,553	-	250	(250)
Eurx Bobl	3 months	12,538	-	46	(46)
Eurx Bund	3 months	15,379	-	36	(36)
Eux BTP	3 months	(1,468)	10	-	10
10 yr Treasury Note	3 months	(33,623)	-	105	(105)
LIF Long Gilt	3 months	10,096	300	-	300
10 yr Treasury Note	3 months	(41,809)	69	-	69
5 yr Treasury Note	3 months	99,754	-	279	(279)
CBT Treasury Bonds	3 months	415	-	5	(5)
US Treasury Bonds	3 months	(31,302)	48	-	48
Currency Forwards	Various	(28,891)	109	-	109
		25,563	597	727	(130)

The economic exposure represents the nominal value of security purchased under future contracts and therefore the value subject to market movements. All future contracts are exchange traded. The Fund uses futures for the purposes of efficient portfolio management and/or risk reduction.

Investment Movement Summary

	Value at 01/04/2012 £m	Purchases at Cost £m	Sales Proceeds £m	Change in Market Value £m	Value at 31/03/2013 £m
Schroder Property	198.6	14.6	(2.8)	(7.0)	203.4
Baillie Gifford Global	262.0	55.8	(75.6)	44.1	286.3
Fidelity Equity	411.6	98.1	(87.6)	71.1	493.2
Alliance Bernstein	443.3	237.2	(219.4)	59.5	520.6
Goldman Sachs	247.0	224.2	(226.3)	29.6	274.5
Fidelity Bond	133.7	4.8	-	11.0	149.5
Baillie Gifford UK	210.0	56.0	(18.8)	41.3	288.5
M&G Fund	13.9	2.4	-	(0.1)	16.2
	1,920.1	693.1	(630.5)	249.5	2,232.2
Financial Liabilities	(12.4)				(2.8)
Cash Deposits	33.1			(0.7)	18.6
Financial Debtors	12.9				8.3
Net Financial Assets	1,953.7			248.8	2,256.3

Transaction Costs

Transaction costs are included in the cost of purchases and sales proceeds. Transaction costs include costs charged directly to the fund such as fees, commissions, stamp duty and other fees. The total for the year was £1.458m (2012 £1.157m).

Purchases & Sales

Purchases and Sales in 2011/2012 and 2012/2013 amounted to:-

	2011/2012 £m	2012/2013 £m
Purchases	750.7	693.1
Sales	662.9	630.5

Securities Lending

The total amount of stock released to third parties under a stock lending arrangement at 31 March 2013 was nil (2012 nil).

10 - Additional Voluntary Contributions (AVCs)

As AVCs are invested separately from the investments of the scheme itself and secure extra benefits on a money purchase basis for members that have elected to contribute, it has been decided in accordance with The Pensions Scheme (Management and Investment of Funds) Regulations 1998 not to include the relevant figures in the financial statements. AVCs managed by Standard Life had contributions of £346,601 in 2012/2013 (2011/2012 £352,987) and value at 5 April 2013 was £4,367,539 (5 April 2012 £4,264,989). AVCs managed by Prudential had contributions of £1,181,741 in 2012/2013 (2011/2012 £652,941) and a value at 31 March 2013 was £1,217,995 (31 March 2012 £538,993).

11 - Actuarial Present Value of Promised Retirement Benefits

The actuarial value of the promised retirement benefits as at 31 March 2013, calculated in line with International Accounting Standard 19 (IAS19) assumptions, is estimated to be £3,001.1m (2012 £2,737.9m) of which £2,341.0m is vested obligation and £660.1m is non-vested obligation. This figure is used for statutory accounting purposes by Tayside Superannuation Fund and complies with the requirements of IAS26. The figure is only prepared for the purposes of IAS26 and has no validity in other circumstances. In particular, it is not relevant for calculations undertaken for funding purposes and setting of contributions payable to the Fund.

12 - Sundry Debtors and Creditors

Sundry Debtors total £1.125m as at 31 March 2013 (2012 £1.214m), this figure contains pending sales ledger income £0.243m, management fees rebate from Fidelity £0.733m and miscellaneous debtors £0.149m.

Sundry Creditors total £6.063m as at 31 March 2013 (2012 £4.307m), this figure contains unpaid benefits £2.925m, custodian fees £0.084m, Investment Manager fees £2.394m and pending purchase ledger payments £0.651m and miscellaneous creditors £0.009m.

13 - Other Financial Liabilities and Financial Debtors

Other Financial Liabilities total £2.772m as at 31 March 2013 (2012 £11.497m). This wholly represents pending purchase transactions.

Financial Debtors total £8.348m as at 31 March 2013 (2012 £12.966m). This is made up of pending sales transactions £1.792m and investment income £6.556m.

14 - Audit Fee

The Pension Funds have been subject to a separate external audit to that of the Council. The Main Fund incurred an audit fee of £27,822 for 2012/13 financial year.

15 - KPMG

During 2012/13 Tayside Superannuation Funds had one direct transaction with KPMG, this transaction (£12,000) was in respect of taxation services provided for withholding tax claims made in Spain.

16 – Nature and Extent of Risks arising from Financial Instruments

Risk and Risk Management

The Fund's primary long-term risk is that the Fund's assets will fall short of its liabilities (i.e. promised benefits payable to members). Therefore the aim of investment risk management is to minimise the risk of an overall reduction in the value of the Fund and to maximise the opportunity for gains across the whole portfolio. The Fund achieves this through asset diversification to reduce exposure to market risk (price risk, currency risk and interest rate risk) and credit risk to an acceptable level. In addition, the Fund manages its liquidity risk to ensure there is sufficient liquidity to meet forecast cash flows.

Responsibility for managing the Fund's risk rests with the Superannuation Investment Sub-committee. A risk register for the Fund has been established to identify and analyse the risks that the fund faces.

Market risk

Market risk is the risk of loss from fluctuations in equity and commodity prices, interest and foreign exchange rates and credit spreads. The Fund is exposed to market risk from its investment activities, particularly through its equity holdings. The level of risk exposure depends on market conditions, expectations of future price and yield movements and the asset mix. The objective of the Fund's risk management strategy is to identify, manage and control market risk exposure within acceptable parameters, whilst optimising the return on risk.

In general, excessive volatility in market risk is managed through the diversification of the portfolio in terms of geographical and industry sectors and individual securities. To mitigate market risk, the Fund and its Investment Consultants undertake appropriate monitoring of market conditions and benchmark analysis.

(i) Other Price Risk

Other price risk represents the risk that the value of a financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or foreign exchange risk), whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all such instruments in the market.

The Fund is exposed to share price risk, arising from investments held for which the future price is uncertain. All securities investments present a risk of loss of capital. The maximum risk resulting from financial instruments is determined by the fair value of the financial instruments.

The Fund's investment managers mitigate this price risk through diversification and the selection of securities and other financial instruments is monitored by the Fund to ensure it is within limits specified in the investment strategy.

(ii) Interest rate risk

The Fund invests in financial assets for the primary purpose of obtaining a return on investments. These investments are subject to interest rate risks, which represent the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Fund recognises that the interest rates can vary and can affect both income to the Fund and the value of the net assets available to pay benefits.

The interest rate risk is routinely monitored by the Fund and its Investment Consultants, including monitoring the exposure to interest rates and assessment of actual interest rates against the relevant benchmarks.

(iii) Currency risk

Currency risk represents the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Fund is exposed to currency risk on financial instruments that are denominated in any currency other than the functional currency of the Fund (£UK). The Fund is invested in equities overseas that are denominated in currencies other than £UK.

The currency rate risk is routinely monitored by the Fund and its investment advisors in accordance with the Fund's risk management strategy, including monitoring the range of exposure to currency fluctuations.

Credit risk

Credit risk represents the risk that the counterparty to a transaction or a financial instrument will fail to discharge an obligation and cause the Fund to incur a financial loss. The market values of investments generally reflect an assessment of credit in their pricing and consequently the risk of loss is implicitly provided for in the carrying value of the financial assets and liabilities. The selection of high quality counterparties, brokers and financial institutions minimises credit risk that may occur through the failure to settle a transaction in a timely manner.

The Fund has an Annual Treasury Strategy which sets out the approach to credit risk for internally managed funds. Deposits are not made with banks and financial institutions unless they are rated independently and meet the Fund's credit criteria. The Fund has also set limits as to the maximum percentage of the deposits placed with any one class of financial institution. The Fund believes it has managed its exposure to credit risk, and the Fund has had no experience of default or uncollectable deposits over the past five financial years. The cash holding under its treasury management arrangements at 31 March 2013, including current account cash, was £4.8m (31 March 2012 : £2.3m). This was held with the following institutions :-

	Credit Rating	Balance as at 31 March 2012	Balance as at 31 March 2013
<u>Bank deposit accounts</u>			
Royal Bank of Scotland	F1	854	2,420
Bank of Scotland	F1	680	2,325
Santander	F1	705	-
<u>Bank current accounts</u>			
Royal Bank of Scotland	F1	116	128

Liquidity Risk

Liquidity risk represents the risk that the Fund will not be able to meet its financial obligations as they fall due. The Fund therefore takes steps to ensure that it has adequate cash resources to meet its commitments.

The Fund has immediate access to its cash holdings. The Fund defines liquid assets as assets that can be converted to cash within three months. Illiquid assets are those assets which will take longer than three months to convert in to cash. As at 31 March 2013, the potential value of illiquid assets was £219.6m which represented 9.7% of the total fund assets. (31 March 2012 : £212.5m, 10.7%)

TAYSIDE SUPERANNUATION FUND

Actuarial Statement for 2012/2013

This statement has been prepared in accordance with Regulation 76 of the Local Government Pension Scheme (Scotland) (Administration) Regulations 1998.

Description of Funding Policy

The funding policy is set out in the Administering Authority's Funding Strategy Statement (FSS), effective from 1 April 2011. In summary, the key funding principles are as follows:

- to ensure the long-term solvency of the Fund
- to minimise the degree of short-term change in employer contribution rates
- to ensure that sufficient cash is available to meet all liabilities as they fall due for payment
- to help employers manage their pension liabilities
- to maximise the returns from investments within reasonable and considered risk parameters, and hence minimise the cost to the employer

The FSS sets out how the Administering Authority seeks to balance the conflicting aims of securing the solvency of the Fund and keeping employer contributions stable.

Funding Position as at the Last Formal Funding Valuation

The most recent actuarial valuation carried out under Regulation 76 of the Local Government Pension Scheme (Scotland) (Administration) Regulations 1998 was as at 31 March 2011. This valuation revealed that the Fund's assets, which at 31 March 2011 were valued at £1,922.2 million, were sufficient to meet 98.2% of the liabilities (i.e. the present value of promised retirement benefits) accrued up to that date. The resulting deficit at the 2011 valuation was £35.8m. Individual employers' contributions for the period 1 April 2012 to 31 March 2015 were set in accordance with the Fund's funding policy as set out in its Funding Strategy Statement.

Principal Actuarial Assumptions and Method Used to Value the Liabilities

Full details of the methods and assumptions used are described in the valuation report dated February 2012, a copy of which can be found on Tayside Superannuation Funds website (www.dundee.gov.uk/pensions).

Method

The method adopted at this valuation is known as the "Projected Unit Method". The key feature of this method is that in assessing the future service cost the Actuary will calculate the contribution rate which meets the cost of one year benefit accrual. This is the same method adopted at the previous valuation and is an appropriate method for a Fund which is open to new members.

Assumptions

A market-related approach was taken to valuing the liabilities, for consistency with the valuation of the Fund assets at their market value.

The key financial assumptions adopted for the 2011 valuation were as follows:

<u>Investment Return</u>	Nominal %p.a.	Real %p.a.
Equities	6.9%	3.4%
Gilts	4.3%	0.8%
Bonds & Property	5.5%	2.0%
Discount Rate	6.3%	2.8%
Pay increases	5.0%	1.5%
Price Inflation / Pension Increases	3.5%	

The key demographic assumption was the allowance made for longevity. The longevity assumptions adopted at this valuation were in line with standard PA92 mortality tables.

Experience Over the Period Since April 2011

The Administering Authority monitors the funding position on a regular basis as part of its risk management programme. The most recent funding update was produced as at 31 March 2013. It showed that the funding level (excluding the effect of any membership movements) of the fund was 101.2%.

The next actuarial valuation will be carried out as at 31 March 2014. The Funding Strategy Statement will also be reviewed in March 2014.

TAYSIDE TRANSPORT SUPERANNUATION FUND ACCOUNTS

2011/2012	FUND ACCOUNT	2012/2013	
£000		£000	£000
	CONTRIBUTIONS AND BENEFITS		
	<u>Contributions receivable:-</u>		
1,060	From employers	800	
<u>107</u>	From members	<u>102</u>	
1,167			902
-	Transfers In		75
	<u>Benefits payable:-</u>		
(2,033)	Pensions	(1,902)	
<u>(16)</u>	Lump Sums	<u>(133)</u>	
(2,049)			(2,035)
	Payments to and on account of Leavers:		
-	Refund of Contributions	-	
-	Transfers Out	-	
-			-
<u>(41)</u>	Administration Expenses	10	<u>(34)</u>
(923)	Net Withdrawals from dealings with Members		(1,092)
	RETURNS ON INVESTMENTS		
984	Investment Income	5	653
2,647	Change in Market Value of Investments	6	6,228
<u>(137)</u>	Investment Management Expenses		<u>(164)</u>
<u>3,494</u>	Net Returns on Investments		<u>6,717</u>
2,571	Net increase in Fund during the year		5,625
<u>45,974</u>	OPENING NET ASSETS OF THE SCHEME		<u>48,545</u>
<u>48,545</u>	CLOSING NET ASSETS OF THE SCHEME		<u>54,170</u>

Notes on pages 31 to 33 form part of the financial statements.

TAYSIDE TRANSPORT SUPERANNUATION FUND ACCOUNTS

2012 £000	NET ASSETS STATEMENT (AS AT 31 MARCH)	2013 £000	£000
	INVESTMENT ASSETS AT MARKET VALUE	Note	
	<u>Listed Investments</u>		
11,783	- UK Equities		12,658
1,986	- UK Fixed Interest - Public Sector		3,248
731	- UK Fixed Interest - Other		518
5,860	- UK Index Linked - Public Sector		6,699
10,859	- Overseas Equities		13,711
1,954	- Overseas Fixed Interest - Other		1,481
36	- Derivatives (Futures)		36
	<u>Unlisted Investments</u>		
10,640	- UK Open Ended Investment Companies		11,410
80	- Overseas Open Ended Investment Companies		95
3,548	- Property Unit Trusts		3,662
1,077	Cash Balances held by Fund Managers		486
<u>654</u>	Financial Debtors	9	<u>143</u>
49,208			54,147
	FINANCIAL LIABILITIES		
(59)	Derivatives (Futures)		(66)
<u>(783)</u>	Other Financial Liabilities	9	-
<u>(842)</u>	Total Financial Liabilities		<u>(66)</u>
48,366	Net Financial Assets	6	54,081
	CURRENT ASSETS		
11	Contributions Due from Employers		10
<u>190</u>	Cash and Bank		<u>144</u>
201			154
	LESS CURRENT LIABILITIES		
(22)	Sundry Creditors	8	<u>(65)</u>
<u>179</u>	NET CURRENT ASSETS		<u>89</u>
<u>48,545</u>	NET ASSETS		<u>54,170</u>

Marjory Stewart, FCCA, CPFA
Director of Corporate Services
Dundee City Council
25 September 2013

Notes on pages 31 to 33 form part of the financial statements.

The unaudited accounts were issued on 21 June 2013 and the audited accounts were authorised for issue on 25 September 2013.

NOTES TO TAYSIDE TRANSPORT SUPERANNUATION FUND FINANCIAL STATEMENTS

1 - Local Government Pension Scheme

Tayside Transport Superannuation Fund began as a result of the 1985 Transport Act, the employees of the former Dundee City Bus Unit which formed part of Tayside Regional Council's Roads and Transport Department were transferred to a new company, Tayside Public Transport Company Ltd. A separate Superannuation Fund for those transferred employees was set up on 26 October 1986.

2 - Basis of Preparation

Local authorities responsible for administering a pension fund that forms part of the local government pension scheme ("LGPS") are required by an amendment to The Local Government Pension Scheme (Administration) (Scotland) Regulations 2008 to publish a pension fund annual report, which is required to include financial statements. Local authorities have a duty under section 12 of the Local Government in Scotland Act 2003 to observe proper accounting practices. The Scottish Government issued accounting Guidance for the LGPS financial statements in Finance Circular 1/2011, which clarified that pension fund financial statement within the annual report should be prepared in accordance with proper accounting practices set out in the Code of Practice on Local Authority Accounting in the United Kingdom 2012-13 ("the Code").

3 - Statement of Accounting Policies

The accounting policies of Tayside Transport Superannuation Fund are consistent with those adopted for Tayside Superannuation Fund as outlined on pages 19 to 20.

4 - Related Parties

There were no transactions with related parties during the year.

5 - Investment Income

	2011/12	2012/13
	£'000	£'000
Interest from Fixed Interest Securities	91	150
Dividends from Equities	624	342
Income from Index Linked Securities	155	21
Income Pooled Investment Vehicles	135	133
Interest on Cash Deposits	9	8
Other Income	(1)	2
	<u>1,013</u>	<u>656</u>
Irrecoverable Withholding Tax	(29)	(3)
	<u>984</u>	<u>653</u>

6 - Investments

Market Value of Investments Managed Externally

The Fund's investment assets are under the management of three external fund managers. At 31 March 2013 the market value of these investment assets was £54.1m (2012 £48.4m), managed as follows:-

	2012		2013	
	£m	%	£m	%
Schroder Properties Limited	3.7	7.6	3.7	6.8
Baillie Gifford & Co	23.8	49.2	27.2*	50.3
Goldman Sachs	21.0**	43.4	23.0**	42.5
Financial Debtors	0.7	1.4	0.2	0.4
Financial Liabilities	(0.8)	(1.6)	-	-
Net Financial Assets	<u>48.4</u>	<u>100.0</u>	<u>54.1</u>	<u>100.0</u>

* Within the Baillie Gifford investment total above there is an investment of £13.7m (31 March 2012 n/a) which exceeds 5% of net assets available for benefits. This investment is in Baillie Gifford Global Life Fund.

** Within the Goldman Sachs investment total above there is an investment of £10.7m (31 March 2012 £10.0m) which exceeds 5% of net assets available for benefits. This investment is in the GS Sterling Credit Portfolio. Although it is classed as a single investment, this is a pooled fund with over 300 holdings designed to ensure a diversified exposure to corporate bonds.

Derivatives - Futures

Summary of contracts held at 31 March 2013

	Settlement Date	Economic Exposure £000	Asset £000	Liability £000	Net £000
Eur Foat	3 months	(345)	4	-	4
Eurx E-Schatz	3 months	2,155	-	19	(19)
Eurx Bobl	3 months	1,072	-	4	(4)
Eurx Bund	3 months	984	-	5	(5)
10 yr Treasury Note	3 months	(2,037)	-	4	(4)
LIF Long Gilt	3 months	475	14	-	14
10 yr Treasury Note	3 months	(2,868)	6	-	6
5 yr Treasury Note	3 months	7,924	-	27	(27)
CBT Treasury Bonds	3 months	104	-	2	(2)
US Treasury Bonds	3 months	(2,854)	-	5	(5)
US 2 yr Treasury Note	3 months	(3,049)	12	-	12
		1,561	36	66	(30)

The economic exposure represents the nominal value of security purchased under future contracts and therefore the value subject to market movements. All future contracts are exchange traded.

The Fund uses futures for the purposes of efficient portfolio management and/or risk reduction.

Investment Movement Summary

	Value at 01/04/2012 £m	Purchases at Cost £m	Sales Proceeds £m	Change in Market Value £m	Value at 31/03/2013 £m
Schroder Property	3.5	0.2	-	-	3.7
Baillie Gifford Global	12.3	2.0	(1.2)	0.6	13.7
Goldman Sachs	20.7	18.1	(17.5)	1.4	22.7
Baillie Gifford UK	10.9	1.5	(1.0)	2.0	13.4
	47.4	21.8	(19.7)	4.0	53.5
Financial Liabilities	(0.8)				-
Cash Deposits	1.1			2.2	0.5
Financial Debtors	0.7				0.1
Net Financial Assets	48.4			6.2	54.1

Transaction Costs

Transaction costs are included in the cost of purchases and sales proceeds. Transaction costs include costs charged directly to the fund such as fees, commissions, stamp duty and other fees. The total for the year was £18,919 (2011/2012 £28,623).

Purchases & Sales

Purchases and Sales in 2011/2012 and 2012/2013 amounted to:-

	2011/2012 £m	2012/2013 £m
Purchases	17.8	21.8
Sales	16.0	19.7

Securities Lending

The total amount of stock released to third parties under a stock lending arrangement at 31 March 2013 was nil (2012 Nil).

7 - Actuarial Present Value of Promised Retirement Benefits

The actuarial value of the promised retirement benefits as at 31 March 2013, calculated in line with International Accounting Standard 19 (IAS19) assumptions, is estimated to be £58.1m (2012 £51.8m) of which £53.5m is vested obligation and £4.6m is non-vested obligation. This figure is used for statutory accounting purposes by Tayside Superannuation Fund and complies with the requirements of IAS26. The figure is only prepared for the purposes of IAS26 and has no validity in other circumstances. In particular, it is not relevant for calculations undertaken for funding purposes and setting of contributions payable to the Fund.

8 - Sundry Creditors

Sundry Creditors total £0.065m as at 31 March 2013 (2012 £0.022m), this figure contains custodian fees £0.018m and investment manager fees £0.047m.

9 - Other Financial Liabilities and Financial Debtors

There were no Financial Liabilities as at 31 March 2013 (2012 £0.783m).

Financial Debtors total £0.143m as at 31 March 2013 (2012 £0.654m), this is made up of pending sales transactions £0.003m and investment income £0.140m.

10 - Audit Fee

The Pension Funds have been subject to a separate external audit to that of the Council. The Transport Fund incurred an audit fee of £678 for 2012/13 financial year.

11 - Nature and Extent of Risks arising from Financial Instruments

The risks of Tayside Transport Superannuation Fund are consistent with those of Tayside Superannuation Fund as outlined on pages 25 to 26.

TAYSIDE TRANSPORT SUPERANNUATION FUND

Actuarial Statement for 2012/2013

This statement has been prepared in accordance with Regulation 76 of the Local Government Pension Scheme (Scotland) (Administration) Regulations 1998.

Description of Funding Policy

The funding policy is set out in the Administering Authority's Funding Strategy Statement (FSS), effective from 1 April 2011. In summary, the key funding principles are as follows:

- to ensure the long-term solvency of the Fund
- to minimise the degree of short-term change in employer contribution rates
- to ensure that sufficient cash is available to meet all liabilities as they fall due for payment
- to help employers manage their pension liabilities
- to maximise the returns from investments within reasonable and considered risk parameters, and hence minimise the cost to the employer

The FSS sets out how the Administering Authority seeks to balance the conflicting aims of securing the solvency of the Fund and keeping employer contributions stable.

Funding Position as at the Last Formal Funding Valuation

The most recent actuarial valuation carried out under Regulation 76 of the Local Government Pension Scheme (Scotland) (Administration) Regulations 1998 was as at 31 March 2011. This valuation revealed that the Fund's assets, which at 31 March 2011 were valued at £45.5 million, were sufficient to meet 96.6% of the liabilities (i.e. the present value of promised retirement benefits) accrued up to that date. The resulting deficit at the 2011 valuation was £1.6m. Employer contributions for the period 1 April 2012 to 31 March 2015 were set in accordance with the Fund's funding policy as set out in its Funding Strategy Statement.

Principal Actuarial Assumptions and Method Used to Value the Liabilities

Full details of the methods and assumptions used are described in the valuation report dated February 2012, a copy of which can be found on Tayside Superannuation Funds website (www.dundee.gov.uk/pensions).

Method

The method adopted at this valuation is known as the "Attained Age Method". The key feature of this method is that in assessing the future service cost the Actuary calculates the contribution rate which meets the cost of benefits accruing up to retirement age. This is the same method adopted at the previous valuation and is an appropriate method for a Fund which is closed to new members.

Assumptions

A market-related approach was taken to valuing the liabilities, for consistency with the valuation of the Fund assets at their market value.

The key financial assumptions adopted for the 2011 valuation were as follows:

	Nominal %p.a.	Real %p.a.
<u>Investment Return</u>		
Equities	6.9%	3.4%
Gilts	4.3%	0.8%
Bonds & Property	5.5%	2.0%
Discount Rate - pre retirement	6.9%	-
Discount Rate - post retirement	4.3%	0.8%
Pay increases	5.0%	1.5%
Price Inflation / Pension Increases	3.5%	-

The key demographic assumption was the allowance made for longevity. The longevity assumptions adopted at this valuation were in line with standard PA92 mortality tables.

Experience Over the Period Since April 2011

The Administering Authority monitors the funding position on a regular basis as part of its risk management programme. The most recent funding update was produced as at 31 March 2013. It showed that the funding level (excluding the effect of any membership movements) of the fund was 103.5%.

The next actuarial valuation will be carried out as at 31 March 2014. The Funding Strategy Statement will also be reviewed in March 2014.

STATEMENT OF INVESTMENT PRINCIPLES

1 INTRODUCTION

The Local Government Pension Scheme (Management and Investment of Funds) (Scotland) Regulations 2010 require administering authorities to prepare, maintain and publish a written Statement of Investment Principles. A Statement of Investment Principles should cover the policy on:

- The types of investments to be held
- The balance between different types of investments
- Risk, including the ways in which risks are to be measured and managed
- The expected return on investments
- The realisation of investments
- The extent to which social, environmental or ethical considerations are taken into account in the selection, retention and realisation of investments
- The exercise of the rights (including voting rights) attaching to investments
- Stock lending
- The extent of compliance with the six principles of investment practice set out in CIPFA publication "Investment Decision Making and Disclosure in Local Government Pension Scheme: A Guide to the Application of the Myners Principles" (December 2009).

2 ADMINISTRATION

Tayside Superannuation Fund is administered by Dundee City Council in accordance with Section 24 of its Financial Regulations. Investment policy and decisions are delegated to the Superannuation Investment Sub-Committee of the Policy and Resources Committee which comprises six elected members and three observer members who represent Scheme members. Decisions are made based on advice from Council Officers and professional external advisers. The Sub-Committee meets quarterly.

3 REMIT OF SUB-COMMITTEE

The full remit of the Sub-Committee is shown at Appendix B.

4 OBJECTIVE OF THE FUND

The primary objective of the Tayside Superannuation Fund is to provide for scheme members' pension and lump sum benefits on their retirement or for their dependants on death before or after retirement, on a defined benefits basis. There is limited discretion to vary these benefits.

The investment principles of the Fund have been set to ensure that the Fund meets its objective.

This document outlines the investment principles governing the investment policy of the Fund.

5 INVESTMENT OBJECTIVE

The Fund's investment policy will be directed to achieving and maintaining a fully funded scheme and where practical a stable employers contribution rate. The latest actuarial valuation of the Fund is shown in Appendix A.

The investment objective is to maximise the overall return whilst maintaining a prudent and balanced investment exposure.

There is also a requirement to maintain sufficient cash to meet liabilities as they fall due for payment.

6 TYPES OF INVESTMENT TO BE HELD

All investments and investment limits will comply with the Local Government Pension Scheme (Scotland) (Management and Investment of Funds) Regulations 1998.

To achieve its investment objectives, the Fund will utilise the following different types of investments:

Equities, Managed Funds, Unit Trusts, Investment Trusts, Open Ended Investment Companies, Bonds, Underwriting, Property, Stock Lending, Cash, Commission Recapture and Currency.

Derivatives may be used for efficient portfolio management or the reduction of risk.

The Stock Lending programme is currently suspended.

7 INVESTMENT MANAGERS

The Fund will employ Investment Managers who are judged most suitable to manage the assets of the Fund.

The current Managers and their targets are as follows:

<u>Manager</u>	<u>Performance Target</u> (on rolling 3 year basis)
Fidelity Investments (Global Equity 21%)	Specific Benchmark + 1.5% pa (gross of fees)
Baillie Gifford (Global Equity 12%)	Specific Benchmark + 1.75 to 2% pa (net of fees)
Baillie Gifford (UK Equity 12%)	Specific Benchmark + 1.75 to 2% pa (net of fees)
Schroder Property Management (12%)	HSBC IPD Pooled Property Median + 0.75% pa
Goldman Sachs (Bonds 12%)	Specific Benchmark + 1.25% pa (gross of fees)
Alliance Bernstein (Global Equity 25%)	Specific Benchmark + 1.5 to 2% pa (net of fees)
Fidelity Investments (Bonds 6%)	Specific Benchmark + 1.5% pa (gross of fees)
Prudential/M&G Financing Fund	Libor + 4 to 6% (net of fees)

These have been set to ensure a prudent and balanced investment exposure, which helps control the level of investment risk.

The performance of these managers will be monitored on a quarterly basis.

8 ADVISERS

Investment Consultant	Hymans Robertson
Corporate Governance	Pensions Investment Research Consultants Ltd (PIRC)
Actuarial	Barnett Waddingham

9 PERFORMANCE MEASUREMENT

Quarterly and Annual performance figures are provided by Northern Trust and considered by the Sub-Committee.

10 CUSTODIAN

Northern Trust is the sole custodian for the Fund's assets.

11 AUDITORS

KPMG.

12 **BALANCE BETWEEN DIFFERENT TYPES OF INVESTMENTS**

A target has been agreed with each Manager which gives the Manager the balance between different types of investments. These provide an efficient balance between risk and return. These are detailed in Section 5.

The Investment Managers will be given full discretion over the choice of individual stocks and are expected to maintain a diversified portfolio.

13 **RISK**

In order to achieve its investment objective the Fund takes investment risk including equity risk and active management risk. It is understood and acknowledged that this leads to significant volatility of returns and an ultimate risk that objectives will not be met.

The Fund will seek to control risk through proper diversification of investments and Investment Managers. The tracking error of each manager's portfolio is reported to the Sub-Committee quarterly.

The initial risk register setting the framework for the Fund's acknowledgement of, and appetite for, risk was agreed by the Sub-Committee on 21 February 2011 (Report No 114-2011). The risk register is updated annually. The latest version was agreed in March 2013 (Report No 121-2013).

14 **EXPECTED RETURN**

Investment Managers will be held accountable for their performance through a regime of performance measurement against targets.

The Benchmark and performance target set for each Manager are intended to ensure that the total fund investment returns achieved are in excess of that assumed in the Actuarial Valuation.

15 **REALISATION OF ASSETS**

The Fund will hold sufficient cash to meet the likely benefit payments. Additionally, the Fund will hold sufficient assets in liquid or readily realisable form to meet any unexpected cashflow requirements so that the realisation of assets will not disrupt the Fund's overall policy. The Managers may determine whether or not to sell particular investments and which investments to sell to raise cash as and when required for meeting cash requirements notified to the Manager.

16 **SOCIALLY RESPONSIBLE INVESTMENT (SRI)**

Whilst recognising its over-riding fiduciary duties the fund will continue to encourage its managers to engage on issues with companies in which it holds investment. The managers will be instructed to summarise this engagement activity in their quarterly Investment Reports. The key areas will continue to be Employee Care, Human Rights, Sustainability and the Environment. This is shown in the Policy on Environmental, Social and Corporate Governance (Report No 556-2008).

In addition the fund believes that environmental, social and corporate governance (ESG) issues can affect the performance of investment portfolios through time. So, where it is consistent with its fiduciary duty, the Fund would follow the principles below:

Incorporate ESG issues into investment analysis and decision-making processes - this would require to be done by the investment managers and monitored by the Fund.

Be an active owner and incorporate ESG issues into ownership policies and practices - this will be mainly achieved by exercising voting rights and the engagement activity of managers.

Seek appropriate disclosure of ESG issues by entities in which the Fund is invested - this will be achieved through investment manager engagement.

Report on activities and progress. A six-monthly report will continue to be prepared for the Sub-Committee.

17 **CORPORATE GOVERNANCE**

The Fund will vote through its Fund Managers on all UK security holdings in accordance with the recommendations of its voting consultants. Out with the UK and where there are no specific recommendations, the Managers will be advised to use its best endeavours to vote in accordance with its voting guidelines.

The Fund has appointed PIRC to advise it on Corporate Governance Policy.

18 **CLASS ACTIONS**

Both the fund and its custodian monitor class actions in relation to any investments it has held. It will participate in these where any additional benefit can be achieved.

19 **COMPLIANCE**

The Superannuation Investment Sub-Committee will take advice on general investment matters from the Director of Corporate Services and external advisers as appropriate.

The Superannuation Investment Sub-Committee will review this Statement annually or sooner if there is a change in policy in any of the areas covered.

20 **SCOTTISH MINISTERS' GUIDANCE**

The Fund adheres to the six principles within CIPFA publication "Investment Decision Making and Disclosure in the Local Government Pension Scheme: A Guide to the Application of the Myners Principles" (December 2009).

SUMMARY OF ACTUARIAL VALUATION AS AT 31 MARCH 2011

	<u>£m</u>	<u>£m</u>
<u>Assets</u>		1,922.2
<u>Past Service Liabilities</u>		
Active Members	1,063.4	
Deferred Pensioners	162.3	
No 2 Fund Recharges Pensioners	4.0	
	<u>728.3</u>	
Value of Scheme Liabilities		<u>1,958.0</u>
Deficit		<u>35.8</u>
Funding Level		<u>98.0%</u>

Employers Contributions
(% of Payroll)

Future Service Funding Rate	16.4
Deficit Contribution (12 years)*	0.9
Post-Valuation Events	0.7
Total	<u>18.0</u>

* This is in line with Para 7.7 of the Funding Strategy Statement

REMIT OF SUPERANNUATION INVESTMENT SUB-COMMITTEE

The supervision and control of the operations and investments of the Tayside Superannuation Fund and Tayside Transport Superannuation Fund and any other fund of a similar nature set up by the Council in pursuance of Statutory powers including:-

- i monitoring investment performance of Fund managers.
- ii the review of investments and managers.
- iii the review of asset allocation in light of the Funds' maturity profiles.
- iv the investment of new funds at the disposal of the Council.
- v ensuring appropriate custody arrangements are made for all Funds' assets.
- vi approving the Funds' Statement of Investment Principles at least annually and ensuring ongoing compliance with this.
- vii monitoring the managers' implementation of the Funds' Socially Responsible Investment policy.
- viii approving and reviewing the Funds' annual Business Plan.
- ix arranging the appointment of external advisers as required.
- x considering any other matters which may affect the management or value of the Funds' investment

SCHEDULED AND ADMITTED BODIES AS AT 31 MARCH 2013

Scheduled Bodies (15) :-

Angus College	Tayplan
Angus Council	Tay Road Bridge Joint Board
Dundee City Council	Tayside Contracts
Dundee College	Tayside Fire Joint Board (Civilians)
Perth & Kinross Council	Tayside Joint Police Board (Civilians)
Perth College	Tayside Valuation Joint Board
Scottish Police Services Authority	Visit Scotland
TACTRAN	

Admitted Bodies (30) :-

Abertay Housing Association	Live Active Ltd
Balnacraig School	Mitie PFI Ltd
Carnoustie Golf Links	Montrose Links Trust
Carolina House Trust	Montrose Port Authority
Dorward House	National Express Dundee
Dovetail Enterprises	Perth & Kinross Countryside Trust
Duncan of Jordanstone College of Art	Perth & Kinross Society for the Blind
Dundee Citizens' Advice Bureau	Perth Citizens' Advice Bureau
Dundee Contemporary Arts Ltd	Perth Theatre Co Ltd
Dundee Science Centre	Robertsons Facilities Management
Dundee Society for Visually Impaired People	Rossie School
Dundee Voluntary Action	Scottish Social Services Council
Forfar Day Care Committee	Social Care and Social Work Improvement Scotland
Highlands & Islands Airports Ltd	Tayside Community Justice Authority
Leisure and Culture Dundee	University of Abertay, Dundee

ADDITIONAL INFORMATION

Key Documents Online

You can find further information on our website www.dundee.gov.uk/pensions The following documents are on the website's publications section :

- Actuarial Valuation Reports
- Funding Strategy Statement
- Statement of Investment Principles
- Treasury Management Strategy
- Risk Register
- Annual Report and Accounts

Contact Details

Enquiries relating to investment matters should be addressed to:-

Sandy Flight, Head of Corporate Finance or
Tracey Russell, Financial Services and Investment Manager
Dundee City Council, Floor 4, 50 North Lindsay Street, Dundee DD1 1NZ
(01382) 433359 or 431333

Enquiries regarding individual benefits, contributions or pensions in payment or requests for further information should be addressed to:-

Catherine Carruthers, Depute Pensions Manager
Dundee City Council, Floor 4, 50 North Lindsay Street, Dundee DD1 1NZ
(01382) 307925

Enquiries regarding publications, please visit www.dundee.gov.uk/pensions

Other Contacts

The Occupational Pensions Advisory Service (OPAS)

In the event of a dispute, members have recourse initially to an internal dispute procedures and if still not satisfied to the Scottish Minister and in addition may contact the following bodies.

The Occupational Pensions Advisory Service (OPAS), 11 Belgrave Road, London, SW1V 1RB

This organisation is available to assist members and beneficiaries of occupational pension schemes in connection with difficulties, which they have been unable to resolve with the trustees or administrators of their scheme. For problems that cannot be settled through OPAS, a Pensions Ombudsman (based at the same address as OPAS) has been appointed. The Ombudsman has power to investigate and determine complaints or disputes of fact or law in relation to occupational pension schemes. The Ombudsman can only become involved after a dispute has been to the Scottish Ministers.

Registry of Occupational Pension Schemes

The Registry acts as a central tracing agency to help individuals keep track of any benefits they may have in previous employers' pension schemes. The Council's Scheme and the names and addresses of all current and previous participating employers have been registered with the Registrar.

Registry of Occupational Pension Schemes, PO Box 1NN, Newcastle upon Tyne, NE99 1NN