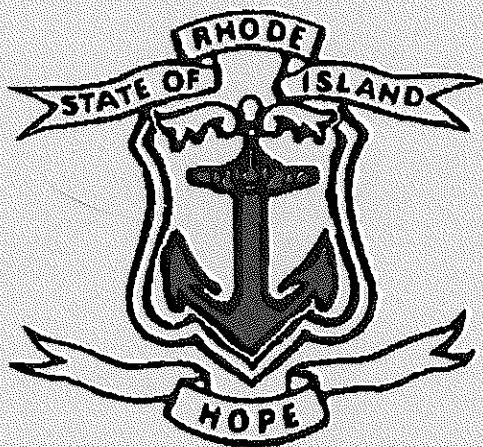


# State of Rhode Island and Providence Plantations



Office of the General Treasurer

Paul J. Tavares  
General Treasurer

**STATE OF RHODE ISLAND  
INVESTMENT COMMISSION MEETING**

**DATA AT  
MAY 31, 2002**

**STEPHEN F. IAFRATE**

**MEMBERS OF THE STATE INVESTMENT COMMISSION**

**Hon. Paul J. Tavares, Chair**

**J. Michael Costello  
Rosemary Booth Gallogly  
Marcia Reback  
William J. Whitty**

**Sen. Daniel DaPonte  
Dr. Robert J. McKenna  
James E. Thorsen**



**State of Rhode Island and Providence Plantations  
Office of the General Treasurer**

**Paul J. Tavares**  
General Treasurer

**RHODE ISLAND STATE INVESTMENT COMMISSION  
MEETING NOTICE**

The next meeting of the Rhode Island State Investment Commission has been scheduled for Wednesday, June 26, 2002 at 9:00 a.m. in Room 135 of the State House.

**AGENDA**

1. Membership Roll Call
2. Approval of Minutes
  - State Investment Commission Meeting held on 5/29/02 \*
3. Alliance Capital Management – CollegeBoundfund (529 Plan)
  - Ibbotson Asset Allocation Recommendations \*
4. Investment Manager Reviews
  - Putnam Investments
  - Bank of Ireland Asset Management
5. Legal Counsel Report
6. General Consultant's Report – Wilshire Associates Incorporated
  - Capital Market Update
7. Deputy Treasurer for Finance Report
8. Treasurer's Report
9. New Business

\* Commission members will be asked to vote on this item.



**State of Rhode Island and Providence Plantations  
STATE INVESTMENT COMMISSION**

**Minutes of the Regular meeting May 29, 2002**

A State Investment Commission meeting was held in Room 135, State House, Providence, Rhode Island on Wednesday, May 29, 2002. There being a quorum present, the Treasurer called the meeting to order at 9:10 a.m.

Membership Roll Call. Present were: Mr. J. Michael Costello, Ms. Rosemary Booth Gallogly, Designee of the Director of Administration, Dr. Robert J. McKenna, Ms. Marcia Reback, Mr. James E. Thorsen and General Treasurer Paul J. Tavares. Also present were: Ms. Joan M. Caine, Deputy Treasurer for Finance, Andrew M. Hodgkin, Esq., Legal Counsel to the Commission, Mr. William Bensur, of Wilshire Associates Incorporated, Consultant to the Commission, and other members of the Treasurer's Staff. Senator Daniel DaPonte and Mr. William J. Whitty were absent.

State Investment Commission Minutes. Dr. McKenna moved, Mr. Costello seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen and Treasurer Tavares.

**VOTED: To approve the Minutes of the April 24, 2002 Regular Meeting.**

Review of Proposed Investment Consultant for the City of Woonsocket. Ms. Susan D. Menard, Mayor and Mr. Robert Strom, Finance Director represented the City of Woonsocket; Mr. William Fazioli represented First Southwest Company, the City's financial advisor; Karen Grande, Esq. represented Tillinghast, Light, Perkins, Smith & Cohen (Woonsocket's Bond Counsel); and Gerald Goldberg, Esq. represented Prudential Investments, the proposed investment advisor. Mayor Menard reviewed Chapter 10 of the 2002 RI Public Laws (Bill Number 2002-S2082 Sub A, as amended) which gave the City of Woonsocket the power to issue bonds in an amount not to exceed \$90 million, in order to finance all or part of its respective unfunded pension liability and the costs of issuing the bonds. Section 4 states that so long as the bonds issued are outstanding that the City shall continue to retain a nationally recognized pension investment advisor who shall be approved by the State Investment Commission.

Included in the packet distributed by Mayor Menard was a copy of the Request for Proposals for a Pension Investment Advisor and a list of qualified bidders. Mayor Menard explained the City's interviewing process and selection. Gerald Goldberg, Esq. of Prudential Financial gave a brief overview of his background and qualifications. He noted that Prudential Securities was founded in 1879 and is a fully diversified, global securities firm headquartered in New York. It is a wholly owned subsidiary of the Prudential Insurance Co. of America collectively known as Prudential Financial. Goldberg, Yaffee & Yolles Consulting Group ("GYY") is a provider of investment consulting and investment management services. GYY focuses on the needs of institutions, investment asset allocation, manager research and investment advice.

Mr. Thorsen requested that it be duly noted that the sole responsibility of the State Investment Commission is to approve the City of Woonsocket's selection of a pension investment advisor. The Commission has no responsibility whatsoever regarding the investment of the bond proceeds nor an obligation to become a party to the investment advisor contract.

Dr. McKenna moved, Ms. Reback seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen and Treasurer Tavares.

**VOTED:** Pursuant to Chapter 10 of the 2002 Rhode Island Public Laws (Bill Number 2002-S 2082 Substitute A, as amended), the State Investment Commission hereby approves the selection of Prudential Financial by the Board of Investment established by the City of Woonsocket, to advise the Board regarding investment of bond proceeds as authorized by said Chapter 10.

Investment Manager Interviews – High Yield Bond Investment Manager. Mr. Bensur gave a brief overview of the RFP process. There were 28 responses received to the RFP and nine firms were interviewed by the Selection Committee comprised of Michael P. Mello, Joan M. Caine, William G. Bensur and other staff from Wilshire Associates Incorporated. Two semi-finalists are presented to the Commission today.

MacKay Shields. Ms. Therese McKeown, Director, Mr. Robert J. Burdick, Managing Director and Mr. Donald Morgan, Portfolio Manager and Managing Director represented the firm. Ms. McKeown explained that MacKay was founded in 1938 and has been an affiliate of New York Life since 1984. MacKay has \$33 billion in assets with \$10 billion in its High Yield strategy. She reviewed the organizational structure and representative client list.

Mr. Burdick reported that MacKay believes that active managers who can limit their high yield default rates can significantly outperform the index which does not have credit selection skills built into it. The high yield investment philosophy focuses on minimizing risk to principal while achieving capital appreciation. MacKay's process focuses on securities yielding a minimum of 250 basis points (2.5%) over the comparable treasury curve. A security must have at least 150% asset coverage and/or be generating enough free cash flow to pay down half of its debt over five years. He stressed MacKay's disciplined process that works well in all environments.

Mr. Morgan emphasized their team approach and performance. MacKay has 159 clients and 34 in high yield portfolios. MacKay has outperformed the index in 25 out of the last 28 quarters. MacKay looks for proven management teams focused on debt reduction and firms whose operational results are stable to improving. MacKay narrows the high yield market to 250 securities, and managers pick the best 90 to 110 names based on relative value and diversification parameters. Every holding is placed into one of four groups: highest quality credits/lowest volatility; seasoned issuers; risk credits; and restructuring. Their sell discipline is driven by three factors: valuation; diversification; and changes in fundamentals.

Shenkman Capital Management, Inc. ("SCM") Ms. Kim Hekking, Vice President and Mr. Mark R. Shenkman, Chief Investment Officer represented the firm. Ms. Hekking stated that the firm was founded in 1985 and is exclusively dedicated to high yield investing. SCM is a privately-held corporation owned by four shareholders, the largest of which is Mark Shenkman, and has no broker-dealer affiliates. SCM employs a multi-faceted, bottom-up investment approach consisting of three proprietary analytical tools, including the Credit Scoresheet, a Relative Value Monitor and quadrant analysis. The Credit Scoresheet is a numerical scoring system that ranks a proposed investment based upon 25 different financial and technical criteria; and provides a relative quality valuation of both the issuer and the security.

The Relative Value Monitor is a system that compares how a proposed or existing investment ranks by both credit and market risk against the client's existing investments, if any, as well as companies within the same industry. SCM's quadrant analysis divides the universe of high yield issuers into four distinct sectors. Each client's account is customized with respect to its quadrant mix based on risk tolerance and return objectives. While SCM supplements its research by using broker research reports, the heart of the investment process is its own internal fundamental analysis. After this detailed analysis, each security is assigned a score. If a security scores lower than 70 it is eliminated from consideration. The recalculation of a security's score is done on a quarterly basis.

Mr. Shenkman stressed that strategy can change because of market conditions, but that SCM's philosophy never changes. They have an unwavering investment philosophy, and no style drift. They hold no more than 2% in any name and no more than 20% in any industry. The firm has \$5 billion of assets under management.

The Commission had a lengthy discussion regarding the pros and cons of each manager. It was agreed that both managers are superior firms and either firm would be preferable to the existing high yield bond manager. There was a discrepancy between the fee schedules of each manager. It was eventually agreed by Commission members to split the assignment between the two managers if their fee schedules can be negotiated lower than that of the existing high yield bond manager.

Mr. Thorsen moved, Dr. McKenna seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen and Treasurer Tavares.

**VOTED: To retain MacKay Shields and Shenkman Capital Management, Inc. to split the high yield bond investment manager assignment subject to successful negotiation of fee schedules at a fee lower than presently being paid to the existing high yield bond manager, Loomis Sayles & Co. and subject to execution of acceptable Investment Manager agreements.**

Note: Ms. Reback left the meeting at 11:50 a.m.

Legal Counsel Report. Mr. Hodgkin requested that the State Investment Commission officially open the Public Hearing for the Proposed Regulations regarding Selection of Investment Managers, Consultants and Custodians.

Dr. McKenna moved, Mr. Thorsen seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Ms. Gallogly, Dr. McKenna, Mr. Thorsen and Treasurer Tavares.

**VOTED: To open the State Investment Commission meeting to a Public Hearing for the Proposed Guidelines for Selecting Investment Managers, Consultants and Custodians as duly advertised.**

Mr. Hodgkin reviewed the process of promulgating Rules and Regulations including advertising and holding a public hearing. Commission members agreed to the form of the proposal which had been made available for public comment with one minor change related to the use of the term "ERS" in the proposal.

Subject to that change, Dr. McKenna moved, Mr. Costello seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Ms. Gallogly, Dr. McKenna, Mr. Thorsen and Treasurer Tavares.

WHEREAS, the Rhode Island State Investment Commission ("SIC") desires to promulgate a rule and regulation of the SIC, pursuant to the authority of Section 35-10-8 of the Rhode Island General Laws ("RIGL"), constituting Guidelines for Selecting Investment Managers, Consultants and Custodians (the "Guidelines"), as proposed by the SIC at its meeting of April 24, 2002 and attached as an Exhibit hereto; and

WHEREAS, the SIC has determined that the promulgation of such rule is reasonably necessary to carry out the responsibilities of the SIC, that the proposal is not unduly burdensome to any private persons, nor overlapping with any other regulations, and would result in no adverse economic impact on small business or any city or town; and

WHEREAS, in connection with such Guidelines, the SIC has complied with procedures for adoption of rules set forth in the Rhode Island Administrative Procedures Act, RIGL Chapter 42-35, by, among other acts, giving thirty (30) day notice of its intended action by publishing a Notice of Public Hearing in the Providence Journal on April 27, 2002, conducting a Public Hearing on this 29<sup>th</sup> day of May, 2002, affording all interested parties reasonable opportunity to comment on the proposed Guidelines and otherwise complying with all of the requirements of RIGL Section 42-35-3;

**VOTED:** That the Guidelines for Selecting Investment Managers, Consultants and Custodians attached hereto, clarified as proposed at this meeting, are hereby approved and adopted as the rule and regulation of the SIC; and further

**VOTED:** That the Chairman or his designee, acting singly and on behalf of the SIC, be and hereby is authorized to file such rule and regulation with the Secretary of State pursuant to RIGL Section 42-35-4 and to take such further action as may be necessary or desirable in his sole discretion to effect the Guidelines as rule and regulation of the SIC.

Mr. Hodgkin stated that according to the Administrative Procedures Act, each Board or Commission that promulgates rules and regulations must designate a "Rules Manager". Upon recommendation by the Staff and the Chairman, it was agreed by the Commission members to designate M. George Carvalho, Esq., Legal Counsel to the Office of the General Treasurer, as the Rules Manager for the Commission.

Dr. McKenna moved, Mr. Thorsen seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Ms. Gallogly, Dr. McKenna, Mr. Thorsen and Treasurer Tavares.

**VOTED: To adjourn the meeting.**

There being no further business, the meeting was adjourned at 12:00 p.m.

Respectfully submitted,

Paul J. Tavares  
General Treasurer



RHODE ISLAND STATE INVESTMENT COMMISSION  
 STAFF SUMMARY ANALYSIS  
 PORTFOLIO HIGHLIGHTS  
 May 31, 2002

**PORTFOLIO PERFORMANCE**

**May**

The ERSRI portfolio posted a loss of -0.37% for the month of May, against the Policy Index of -0.17%. Domestic equities were down by 1.39%, while international equities and fixed income asset classes were up by 0.21% and 0.68% respectively. Additionally, the retirement fund earned \$299,640 from the securities lending program during the month of May.

**Calendar Year-to-Date**

On a calendar year basis, the portfolio is down -0.92% against the Policy Index of -1.16%. Domestic equities lost -4.50%, while international equities and fixed income gained 1.96% and 2.21% respectively.

**Fiscal Year-to-Date**

For the eleven months ended May 31st, 2002, the fund has lost -3.88%, against the fiscal year policy index of -4.03%.

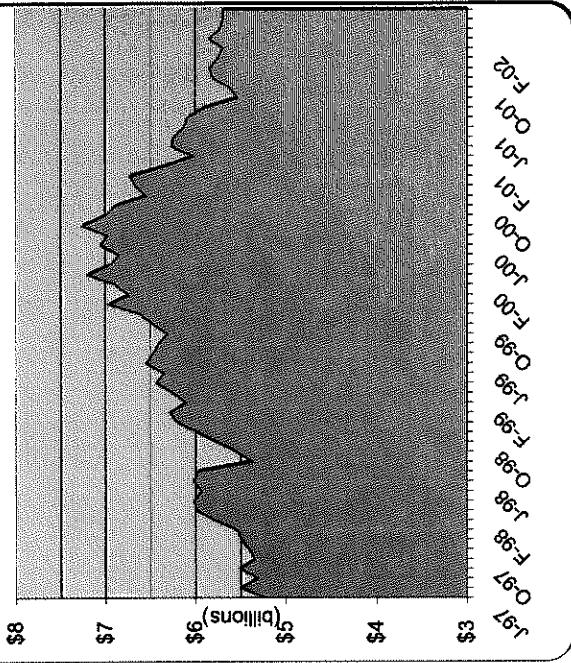
<b>ERSRI Performance By Asset Class</b>		<b>May-02</b>	<b>CALENDAR</b>
			<b>YTD</b>
Domestic Equity		-1.39%	-4.50%
Fixed Income		0.68%	2.21%
International Equity		0.21%	1.96%
<b>Total Fund Composite*</b>		<b>-0.37%</b>	<b>-0.92%</b>
<b>Manager Summary</b>		<b>May-02</b>	<b>CYTD</b>
<b>DOMESTIC EQUITY</b>			
SSgA Russell Value		0.50%	0.97%
PIMCO		-0.41%	-5.79%
SSgA Core		-0.64%	-0.58%
JP Morgan		-0.96%	-7.48%
SSgA Wilshire 5000		-1.05%	-5.43%
Provident		-2.82%	-9.09%
Wasatch Advisors		-2.87%	N/A
NorthPointe Capital		-2.92%	N/A
Columbia Mgmt		-3.82%	N/A
Shott Capital		-4.52%	-38.62%
Wellington Management		-5.87%	N/A
<b>Total Domestic Equity</b>		<b>-1.39%</b>	<b>-4.50%</b>
<b>FIXED INCOME</b>			
Taplin Canida & Habacht		1.40%	0.38%
Brown Brothers, Harriman		0.95%	2.78%
Fleet Investment Advisors		0.75%	2.33%
Fidelity Management		0.67%	3.59%
InState Fixed Income		0.54%	2.75%
Loomis Sayles		-0.26%	0.93%
<b>Total Fixed Income</b>		<b>0.68%</b>	<b>2.21%</b>
<b>INTERNATIONAL EQUITY</b>			
Putnam Investments		0.67%	3.27%
Bank of Ireland		-0.26%	0.64%
<b>Total International Equity</b>		<b>0.21%</b>	<b>1.96%</b>

\*Total Fund Composite includes all classes

<b>Index Performance Summary - May 2002</b>		<b>Calendar</b>
<b>Market Indices</b>	<b>May-02</b>	<b>YTD</b>
<b>Domestic Equity</b>		
S & P 500	-0.74%	-6.50%
Wilshire 5000	-1.18%	-5.10%
Russell 2000	-4.44%	0.27%
Russell 2500	-2.93%	0.45%
Russell 1000	-0.88%	-5.87%
Policy Index	-0.17%	-1.16%
<b>International Equity</b>		
MSCI ACWI	1.09%	3.42%
<b>Fixed Income</b>		
Lehman AGG	0.85%	2.91%
<b>Real Estate</b>		
Wilshire RE Sec Ind	1.01%	10.82%

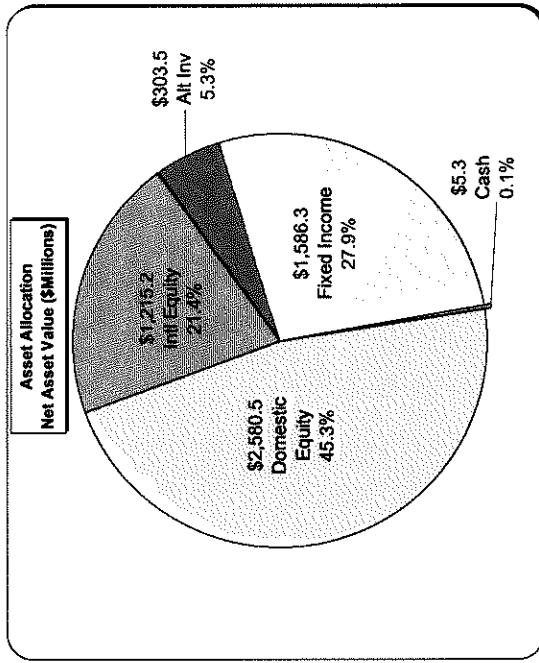
## Market Values

The total portfolio value decreased in May by \$37 million, including transfers, to \$5.690 billion. This compares with a decrease in value of \$28 million for the same period in 2001. The domestic equity market values decreased by \$37 million during the month of May; fixed income decreased by \$4 million, including transfers, while international equity values were up by \$2 million. Alternative investments increased in value by \$2 million, while the cash accounts were down by \$20,000.



## Asset Allocation

The domestic equities portfolio is over-allocated by 0.3%. The fixed income portfolio is over-allocated by 0.4%. The international equity portfolio is over-allocated by 1.4%, while the alternative investment assets remain under-allocated by 2.2%.



### Manager Funding

A summary of cash transfers by asset class which took place during April is presented at right. Such transfers are required to provide sufficient cash for alternative investment funding as well as to meet current retirement payroll obligations (\$19.8MM).

### Cash Flow

May's pension payroll of \$38.3 million exceeded the \$21.2 million in contributions received by \$17.1 million. To meet this shortfall and other obligations, \$19.8 million was transferred from long term investments.

### Alternative Investments

At this time the alternative investment asset class has unfunded commitments of approximately \$269.3 million, on commitments of \$561 million.

### CAPITAL CALLS Net of Contributions

MAY 2002	FYTD	UNFUNDED BALANCE
\$2,602,058	\$26,213,340	\$269,346,740

### Short Term Cash

MAY 2001	FYTD	UNFUNDED BALANCE
\$5,303,967	\$35,182,240	\$231,422,839

### *Employees' Retirement Systems of Rhode Island Summary of Transfers by Asset Class May 31, 2002*

Asset Class	Cash In	Cash Out
Domestic Equities	928,510	2,528,449
Intl' Equities	71,780	119,132
Fixed Income	100,980	15,640,000
Real Estate	0	0
Alternative Investments	3,904,210	2,861,626
Cash outside Trust	17,140,949	19,300,000
Cash in Trust	3,288,367	3,946,640
<b>TOTAL</b>	<b>25,434,796</b>	<b>44,395,847</b>

### Expenses

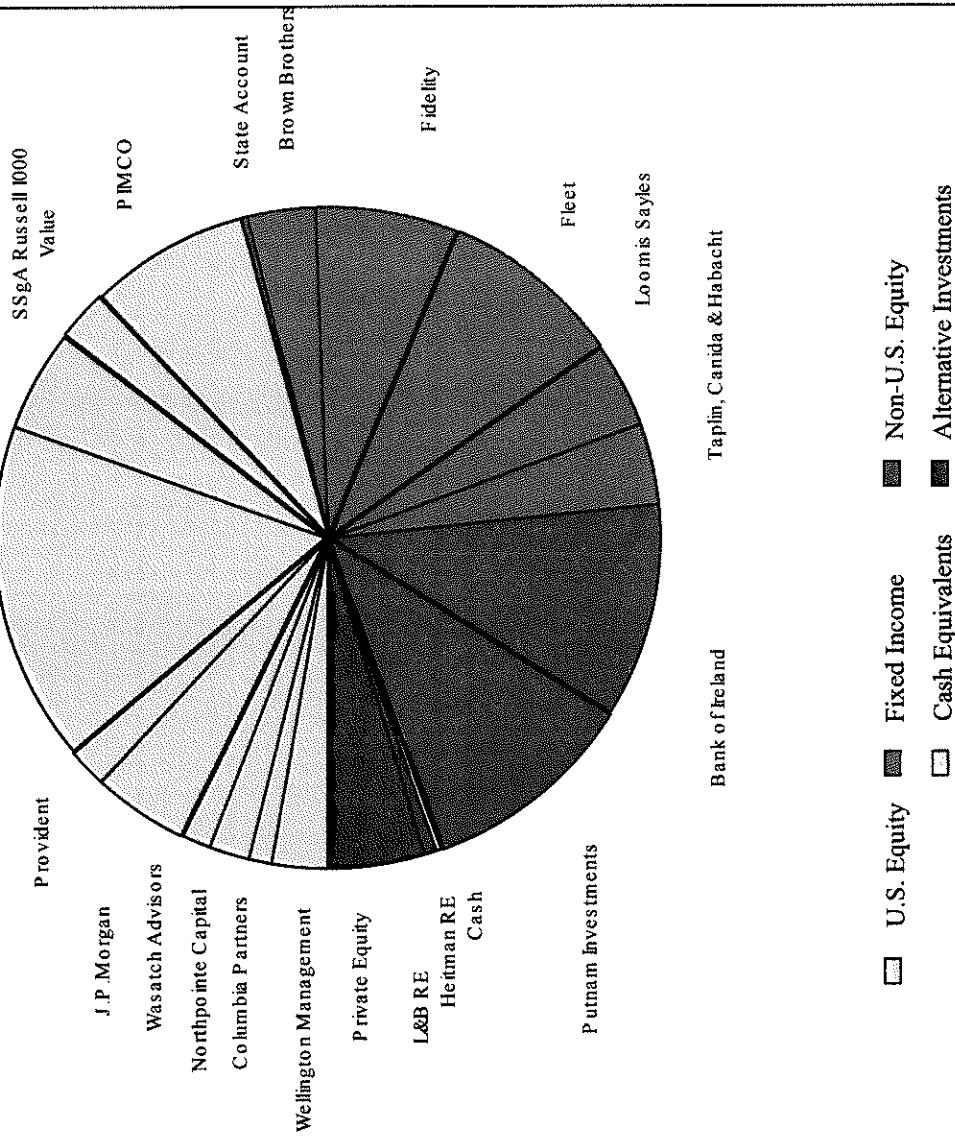
Expenses paid during May totalled \$1,766,294 was comprised of private equity, investment management and other professional management fees.

The short term cash portfolio had a 8.3 day weighted average maturity vs 2.5 days in April, and 7.5 days in May of 2001. Investments at May 31st totaled \$138.7 million. Interest earned during the month was \$97,871 of which \$14,784 was credited to the retirement accounts. The average investment rate of 1.72% was 2 basis point above the average 30 day treasury rate.

## Individual Manager Allocation

**Portfolio**      **\$MM**      **Allocation**  
**May 31, 2002**      **\$ 5,691 MM**

Columbia Partners	74	1.3
Northpointe Capital	100	1.8
J.P. Morgan	265	4.7
PIMCO	434	7.6
Provident Investment	116	2.0
Shott Capital	1	0.0
SSgA Core	286	5.0
SSgA Russell 1000 Value	142	2.5
SSgA Wilshire 5000	939	16.5
Wasatch Advisors	75	1.3
Wellington Management	148	2.6
<b>U.S. Equity</b>	<b>2,581</b>	<b>45.3</b>
Brown Bros. Harriman	\$ 188	3.3
Fidelity Mgmt. Trust	401	7.0
Fleet Investment	502	8.8
Loomis Sayles	245	4.3
State Account	23	0.4
Taplin, Canida & Habacht	227	4.0
<b>Fixed Income</b>	<b>1,586</b>	<b>27.9</b>
Bank of Ireland	\$ 600	10.5
Putnam Investments	614	10.8
Schroder Capital Management	1	0.0
<b>International Equity</b>	<b>1,215</b>	<b>21.4</b>
Heitman Real Estate	\$ 3	0.1
L&B Real Estate	28	0.5
Private Equity	272	4.8
Contingency Reserve	1	0.0
<b>Alternative Invest.</b>	<b>304</b>	<b>5.3</b>
Cash Account (inside)	\$ 4	0.1
Cash Account (outside)	1	0.0
<b>Cash Equivalents</b>	<b>5</b>	<b>0.1</b>
<b>Total</b>	<b>\$5,691</b>	<b>100.0</b>



# Market Environment

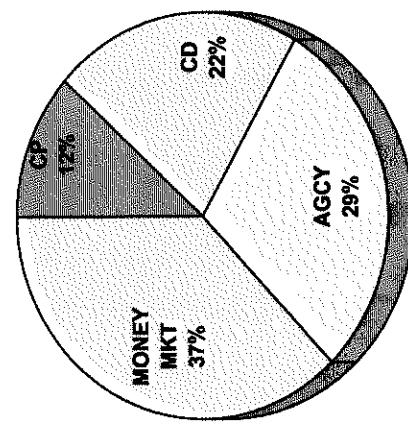
**Quarter Ended May 31, 2002**

	<u>QTR.</u>	<u>YTD</u>	<u>1 YR.</u>	<u>2 YRS.</u>	<u>3 YRS.</u>	<u>4 YRS.</u>	<u>5 YRS.</u>
<b>U.S. EQUITY</b>							
RUSSELL 1000	-2.72	-5.87	-13.34	-12.07	-4.69	1.02	6.36
RUSSELL 1000 GROWTH	-7.28	-12.70	-20.87	-25.42	-11.41	-3.21	2.47
RUSSELL 1000 VALUE	1.65	1.03	-5.55	0.85	-0.04	3.42	8.70
S&P 500	-3.25	-6.50	-13.85	-12.21	-5.22	0.75	6.13
WILSHIRE 5000	-1.89	-5.10	-11.82	-10.95	-4.36	0.73	6.04
<b>INTERNATIONAL EQUITY</b>							
MSCI AC WORLD FREE ex USA	7.27	3.42	-7.70	-12.68	-3.33	-1.47	0.24
MSCI EAFFE	7.45	2.46	-9.60	-13.50	-4.30	-2.20	0.33
<b>U.S. FIXED INCOME</b>							
70% ML HY/30% FB CONV HY	3.42	2.93	1.74	2.70	0.79	0.83	3.11
LB AGGREGATE	1.10	2.91	8.11	10.58	7.68	6.83	7.64
SSBI BROAD INV GRADE	1.06	2.83	8.06	10.60	7.66	6.82	7.64
SSBI LARGE PENSION FUND	0.64	2.84	8.43	11.30	7.64		
SSBI LPF COLLATERALIZED	1.57	3.68	8.36	10.84	8.03		
<b>TOTAL PLAN</b>							
TOTAL PLAN BENCHMARK	0.81	-1.16	-5.51	-5.46	-0.58	2.40	5.71

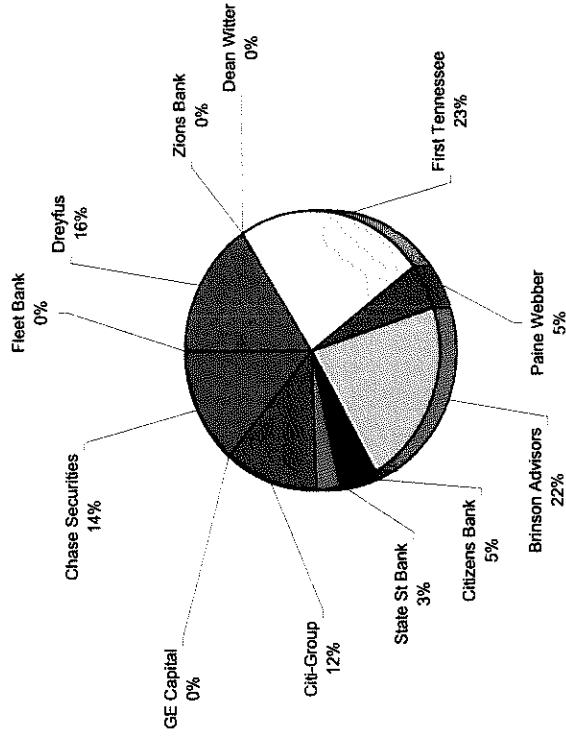
## RHODE ISLAND STATE INVESTMENT COMMISSION

### SHORT TERM CASH INVESTMENTS AT MAY 31, 2002

Portfolio By Instrument



Portfolio by Issuer



REPO	= Repurchase Agreement
CP	= Commercial Paper
CD	= Certificate of Deposit
ETD	= Euro Time Deposit
Agency	= US Government Agency







State of Rhode Island and Providence Plantations  
Office of the General Treasurer

Paul J. Tavares  
General Treasurer

**MEMORANDUM**

Date: June 19, 2002  
To: Members of the State Investment Commission  
From: Paul J. Tavares, General Treasurer  
Re: Meeting Scheduled for Wednesday, June 26, 2002

Enclosed are the following materials for the June 26<sup>th</sup> meeting:

- Agenda
- Minutes of the State Investment Commission Meeting – 5/29/02
- Presentation Booklet from Alliance Capital Management re: Ibbotson recommendations
- SIC Monthly Financial Book

Presentation booklets from Putnam Investments and Bank of Ireland Asset Management will be available and distributed at the meeting.

Please bring this packet of materials with you to the meeting. Please call Jan Roberts at 401-222-8582 if you are unable to attend.

PJT:jr  
Enclosures

cc: Michael P. Mello  
Joan M. Caine  
M. George Carvalho  
Catherine Avila  
Andrew M. Hodgkin  
Frank Karpinski  
David Lindberg

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**State of Rhode Island and Providence Plantations  
Office of the General Treasurer**

**Paul J. Tavares**  
General Treasurer

**RHODE ISLAND STATE INVESTMENT COMMISSION  
MEETING NOTICE**

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**AGENDA**

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2. Approval of Minutes
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5. Legal Counsel Report
6. General Consultant's Report – Wilshire Associates Incorporated
  - Capital Market Update
7. Deputy Treasurer for Finance Report
8. Treasurer's Report
9. New Business

\* Commission members will be asked to vote on this item.



State of Rhode Island and Providence Plantations  
Office of the General Treasurer

Paul J. Tavares  
General Treasurer

June 14, 2002

State Investment Commission  
Rhode Island State House  
Providence, RI 02903

This is to certify that the amounts so listed below belong to the credit of the Employees' Retirement, State Police and Judiciary Retirement Systems, and the Municipal Employees' Retirement System of the State of Rhode Island at the close of business on May 31, 2002.

**Employees' Retirement System of Rhode Island  
Composite Reporting Investment Valuation  
May 31, 2002**

Asset Class		
Cash/Short Term Investments		\$ 176,403,872
Equities – Domestic		\$ 2,567,335,395
Equities – International		\$ 1,186,276,006
Fixed Income – Government	\$ 611,812,606	
Fixed Income – Corporate	\$ 822,753,539	
Fixed Income – In State	\$ 22,590,037	
Total Fixed Income		\$ 1,457,156,181
Alternative Investments		\$ 303,042,393
Other – Escrow		\$ 500,000
Total Fund Investments		\$ 5,690,713,848
Plan Allocation		
State Employees & Teachers	86.73%	\$ 4,935,647,331
Municipal Employees	12.86%	\$ 731,770,248
State Police	0.25%	\$ 14,158,212
Judicial	0.16%	\$ 9,138,057
Total Fund Investments	100.00%	\$ 5,690,713,848

The amount listed for the alternative investments designation is illiquid and does not have a readily determinable market value. It is based on appraisals only.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "P.J.T." followed by a stylized surname.

Paul J. Tavares  
General Treasurer

Monthly SIC Letter for Book.doc





STATE OF RHODE ISLAND SUMMARY OF MANAGER PERFORMANCE RATES OF RETURN										
Periods Ending May 31, 2002										
	MKT VAL	% OF FUND	1 Month	3 Months	6 Months	YTD	PYTD	1 Year	2 Years	3 Years
<b>U.S. FIXED INCOME</b>										
TAPLIN, CANDA & HABACHT	227,160	3.99	1.40	-0.42	0.57	0.38	5.07	5.30	9.06	6.28
TOTAL US FIXED INCOME	1,586,248	27.87	0.68	1.34	1.46	2.21	5.58	5.62	7.87	6.40
70% MERRILL LYNCH HY/30% FB CONV HY										
LB AGGREGATE	-0.67	2.80	1.13	1.19	0.83	-1.20	0.97	2.48		
SSBI BROAD INV GRADE	0.85	1.10	2.25	2.91	7.70	8.11	10.58	7.68	6.83	7.64
SSBI LARGE PENSION FUND	0.85	1.06	2.23	2.83	7.70	8.06	10.60	7.66	6.82	7.64
SSBI LPF COLLATERALIZED	0.87	0.64	1.84	2.84	7.99	8.43	11.30	7.64		
0.74	1.57	3.30	3.68	8.21	8.36	10.84	8.03			
ALTERNATIVE INVESTMENTS										
HEUTMAN REAL ESTATE	3,085	0.05	0.00	4.01	4.31	9.60	5.31	8.15	10.90	11.80
L&B REAL ESTATE	27,522	0.48	0.00	-9.12	-5.45	-9.12	-3.00	-3.00	3.14	10.04
PRIVATE EQUITY INVESTMENT	272,435	4.79	0.60	0.67	4.37	4.32	-0.52	0.95	-10.22	6.35
CONTINGENCY RESERVE FUND	500	0.01	0.00	0.00	0.00	0.00			5.32	9.77
TOTAL ALTERNATIVE INVESTMENTS	303,542	5.33	0.54	-0.27	3.40	2.94	-0.73	0.43		6.25
NCREIF PROPERTY INDEX										
CASH EQUIVALENTS	0.00	1.57	2.30	1.57	3.95	6.55	9.35	9.95	11.08	12.03
CASH ACCOUNT (INSIDE)	4,231	0.07	11.56	26.16	59.02	41.79	100.11	104.30		
CASH ACCOUNT (OUTSIDE)	1,024	0.02	0.16	0.47	0.99	0.80	2.37	2.73		
TOTAL PLAN										
TOTAL PLAN BENCHMARK	5,690,712	100.00	-0.37	0.93	-0.09	-0.92	-3.88	-5.19	-8.38	-0.63
		-0.17	0.81	-0.14	-1.16	-4.03	-5.51	-5.46	-0.58	0.85
									2.40	5.71





**RHODE ISLAND STATE INVESTMENT COMMISSION**  
**Domestic Equity Holdings By Top 10 Market Values**

MAY 31, 2002

<i>Equities</i>				
<b>RANK</b>	<b>SECURITY NAME</b>	<b>PAR VALUES/SHARES</b>	<b>BASE MARKET AMOUNT</b>	<b>MONEY MANAGERS</b>
1	MICROSOFT CORP	407,300	\$20,735,643	SSgA,Provident,J.P.Morgan
2	GENERAL ELC. CO	648,000	20,178,720	SSgA,Provident,J.P.Morgan
3	PFIZER INC	481,500	16,659,900	SSgA,Provident,J.P.Morgan
4	EXXON MOBIL CORP	401,870	16,046,669	SSgA,J.P.Morgan
5	INTEL CORP	571,100	15,773,782	SSgA,Provident,J.P.Morgan
6	CITIGROUP INC	344,233	14,863,981	SSgA,J.P.Morgan
7	JOHNSON + JOHNSON	234,200	14,368,170	SSgA,J.P.Morgan
8	CISCO SYS INC	744,400	11,746,632	SSgA,J.P.Morgan
9	PROCTER & GAMBLE CO	125,400	11,229,570	SSgA,J.P.Morgan
10	HOME DEPOT INC	215,901	9,000,913	SSgA,Provident,J.P.Morgan
		5.83%	<b>\$150,603,980</b>	
Total Composite Equities		\$2,581,194,027		

**International Equity Holdings By Top 10 Market Values**

MAY 31, 2002

<i>International Equities</i>				
<b>RANK</b>	<b>SECURITY NAME</b>	<b>PAR VALUES/SHARES</b>	<b>BASE MARKET AMOUNT</b>	<b>MONEY MANAGERS</b>
1	TOTAL FINA ELF	273,161	\$42,592,327	Bank of Ireland,Putnam
2	ING GROEP NV CVA	1,421,594	37,598,610	Bank of Ireland,Putnam
3	NESTLE SA	141,077	34,261,420	Bank of Ireland,Putnam
4	SHELL TRNSPT+TRDG	3,959,493	30,705,691	Bank of Ireland,Putnam
5	GLAXOSMITHLINE	1,260,531	25,895,486	Bank of Ireland,Putnam
6	SAMSUNG ELECTRS LTD	168,988	23,987,847	Bank of Ireland,Putnam
7	NTT DOCOMO	8,778	23,766,241	Bank of Ireland,Putnam
8	ASTREZENECA ORD	535,069	23,534,349	Bank of Ireland,Putnam
9	CANON INC	580,000	22,339,915	Bank of Ireland,Putnam
10	VODAFONE GROUP	13,627,816	20,588,265	Bank of Ireland,Putnam
		23.48%	<b>\$285,270,148</b>	

Total Composite International Equities      \$1,215,156,451





**Retirement Systems  
Investment Earnings  
Fiscal Year 2002 to Date Summary**

**ERSRI  
&  
MERSRI**      **at May 31, 2002**

	<b><i>LONG TERM</i></b>	<b><i>SHORT TERM</i></b>	<b><i>TOTAL</i></b>
INTEREST SOLD	\$16,162,506		\$16,162,506
SECURITIES LENDING	2,388,029		2,388,029
DIVIDENDS	31,037,653		31,037,653
INTEREST	110,939,127	200,162	111,139,290
MISCELLANEOUS	2,583,372		2,583,372
CAPITAL GAINS/LOSSES	(209,355,519)		(209,355,519)
GRAND			
<b>TOTAL:</b>	<b>(\$46,244,833)</b>	<b>\$200,162</b>	<b>(\$46,044,671)</b>





Judges/Stake Police  
Retirement System

	Actual July 2001	Actual August	Actual September	Actual October	Actual November	Actual December	Actual January 2002	Actual February	Actual March	Actual April	Actual May	Projected June	Projected TOTAL
MEMBER BENEFITS	7,678	7,678	7,678	7,678	7,678	7,678	7,678	7,678	13,453	13,453	7,680	109,463	
ADMINISTRATIVE EXPENSES	0	0	128	61	396	95	10,460	351	531	174	364	3,250	15,810
INVESTMENT EXPENSES	3,797	457	2,165	1,049	8,391	3,144	5,057	4,954	1,556	3,590	6,867	4,250	45,277
TOTAL OUTFLOW	11,475	8,135	9,971	8,788	16,465	10,917	23,195	12,983	15,540	17,217	20,684	15,180	170,550
CONTRIBUTIONS	317,942	480,000	325,850	326,678	320,000	326,838	302,840	330,000	276,852	340,000	320,000	350,000	4,017,001
OTHER INCOME*	2,258	7,287	1,587	1,098	3,146	4,905	35,345	2,051	2,583	10,488	7,173	8,000	85,921
TOTAL INCOME	320,200	487,287	327,437	327,776	323,146	331,743	338,185	332,051	279,435	350,488	327,173	358,000	4,102,922
DIFFERENCE	308,725	479,152	317,466	318,988	306,681	314,990	320,826	319,068	263,895	333,271	342,820	3,932,371	

\*Includes Income from Real Estate Investments, Venture Capital, Securities Lending, and Cash Accounts.



**Rhode Island Employees Retirement System**  
**Securities Lending Report**  
**May, 2002**

<b><u>INVESTMENT MANAGER</u></b>	<b><u>Income</u></b>	<b><u>Average Collateral Balance</u></b>
<b><u>DOMESTIC EQUITY</u></b>		
Provident Investment Council	1,516	4,977,855
Columbia Partners	12,533	36,484,653
Wellington Mgmt. Co., LLP	14,263	39,518,553
Wasatch Advisors	13,636	35,565,016
NorthPointe Capital	10,033	28,467,393
JP Morgan Investment Management	1,434	4,221,923
SSgA Core	2,420	7,459,196
<b>Total Domestic Equity</b>	<b>\$55,835</b>	<b>\$156,694,590</b>
<b><u>INTERNATIONAL EQUITY</u></b>		
Bank of Ireland	78,999	138,288,954
Putnam Investments	104,814	160,902,975
<b>Total International Equity</b>	<b>\$183,812</b>	<b>\$299,191,929</b>
<b><u>FIXED INCOME</u></b>		
Fleet Investment Advisors	43,740	185,960,092
Brown Brothers, Harriman	6,058	19,450,150
Taplin, Canida & Habacht	2,882	11,631,770
Loomis, Sayles & Co.	7,313	21,366,571
<b>Total Fixed Income</b>	<b>\$59,992</b>	<b>\$238,408,583</b>
<b>TOTAL SECURITIES LENDING INCOME</b>	<b>\$299,640</b>	<b>\$694,295,102</b>
<b>Calendar Year 2002 YTD</b>	<b>\$1,230,157</b>	



## **General Information**

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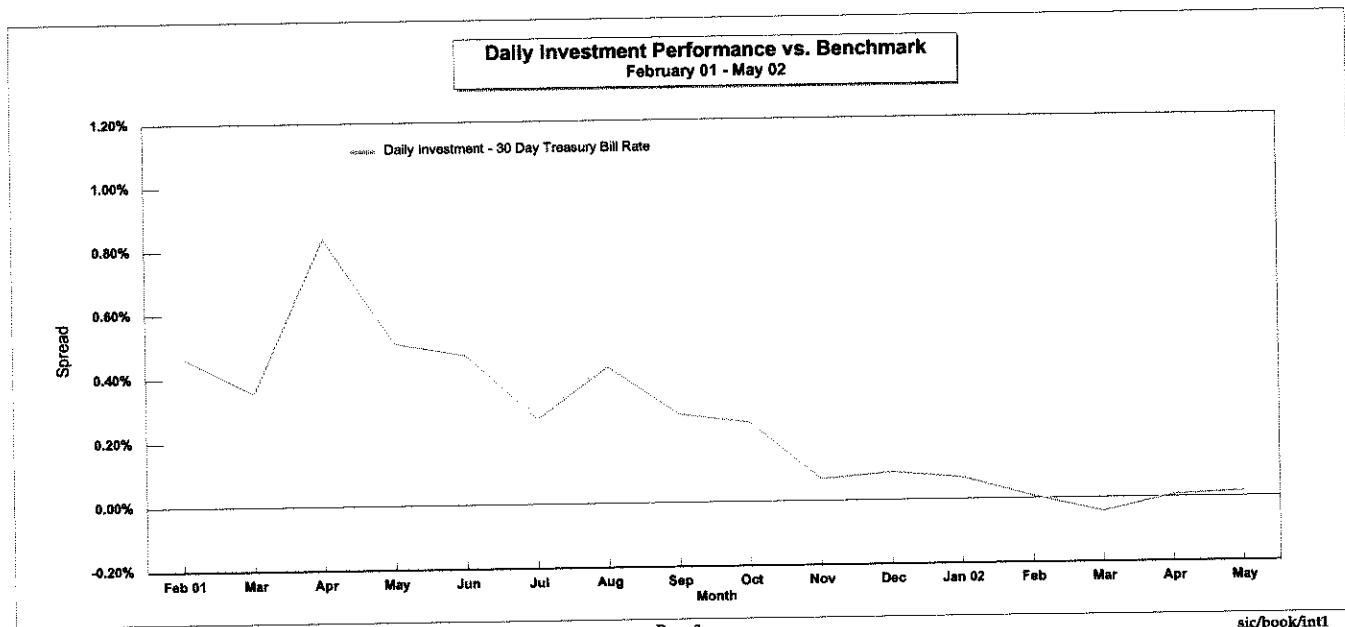
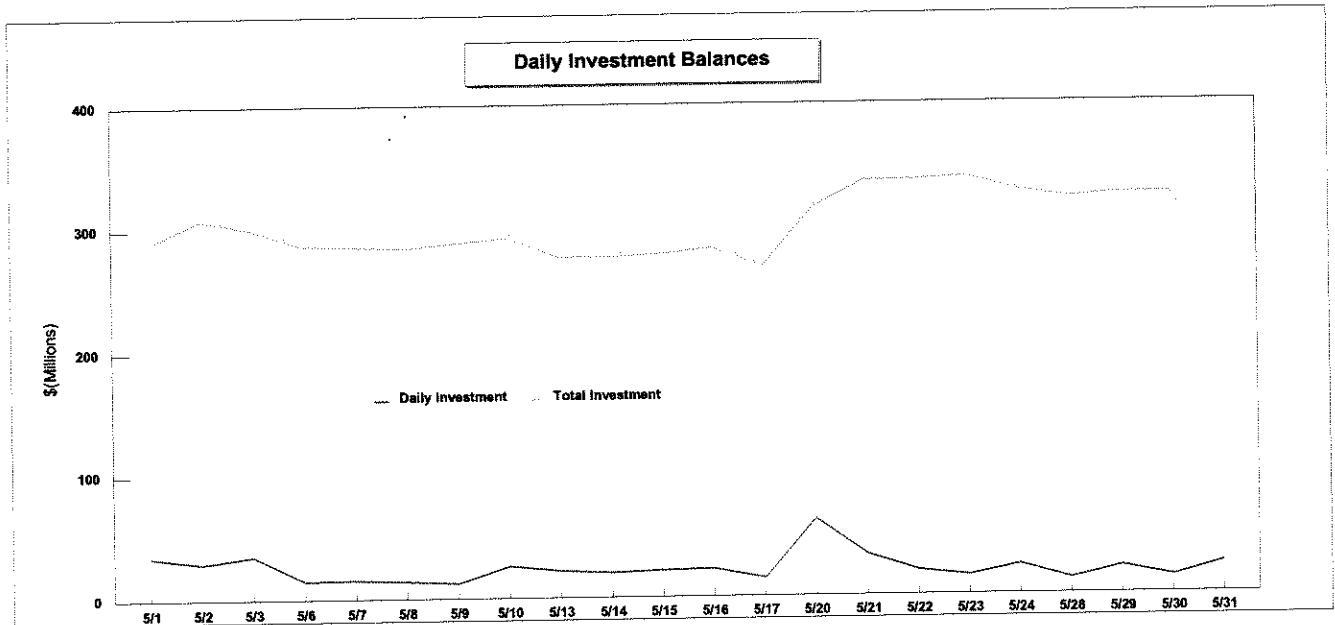
**Short Term Inverest Rate Performance**  
**May 2002**

<u>Date</u>	<u>Amount Invested (millions)</u>	<u>Weighted Interest Rate</u>	<u>30 Day Treasury Rate</u>	<u>Basis Point Difference</u>	<u>Date</u>	<u>Total Investment (millions)</u>
5/01	\$35.46	1.79	1.74	4.82	5/01	\$289.21
5/02	\$30.25	1.77	1.72	4.88	5/02	\$308.56
5/03	\$36.07	1.71	1.71	0.01	5/03	\$301.23
5/06	\$15.88	1.71	1.69	2.33	5/06	\$287.31
5/07	\$16.60	1.74	1.71	1.52	5/07	\$286.61
5/08	\$15.25	1.74	1.72	-5.43	5/09	\$288.86
5/09	\$13.30	1.68	1.73	-0.41	5/10	\$293.11
5/10	\$27.05	1.70	1.70	0.41	5/13	\$277.18
5/13	\$22.70	1.70	1.70	0.00	5/14	\$276.97
5/14	\$20.89	1.74	1.73	1.33	5/15	\$279.07
5/15	\$22.60	1.79	1.72	7.45	5/16	\$283.62
5/16	\$23.35	1.75	1.73	1.68	5/17	\$268.41
5/17	\$15.35	1.70	1.72	-2.43	5/20	\$316.21
5/20	\$63.04	1.69	1.69	-0.06	5/21	\$337.36
5/21	\$33.70	1.65	1.70	-4.52	5/22	\$337.76
5/22	\$20.80	1.68	1.70	-1.82	5/23	\$339.66
5/23	\$16.20	1.72	1.69	2.78	5/24	\$328.71
5/24	\$24.55	1.63	1.65	-2.08	5/28	\$322.91
5/28	\$13.15	1.75	1.67	8.41	5/29	\$325.99
5/29	\$22.75	1.74	1.68	6.34	5/30	\$326.04
5/30	\$14.59	1.72	1.69	2.92	5/31	\$254.46
5/31	\$25.76	1.76	1.70	6.19		
	Total Amount Invested	Weighted Average Rate	Average 30 day Rate	Basis Point Difference		
	\$529.30	1.72	1.70	2		

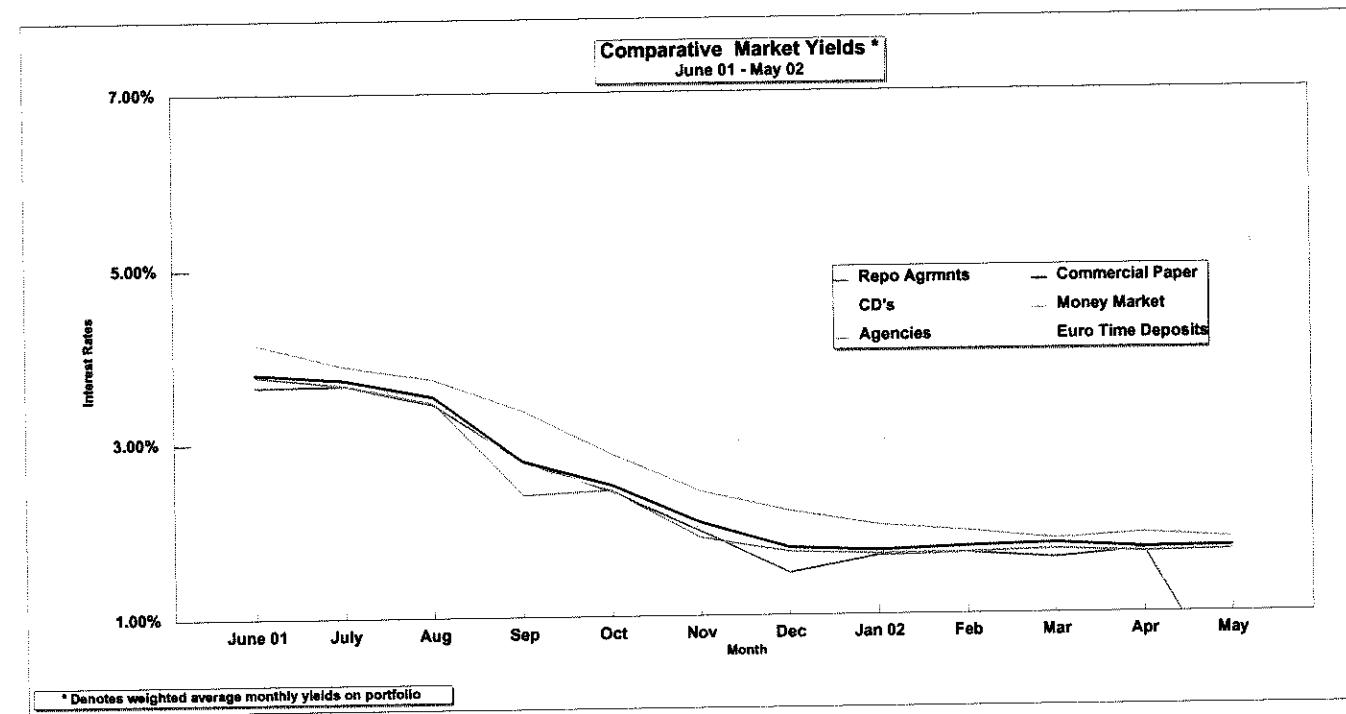
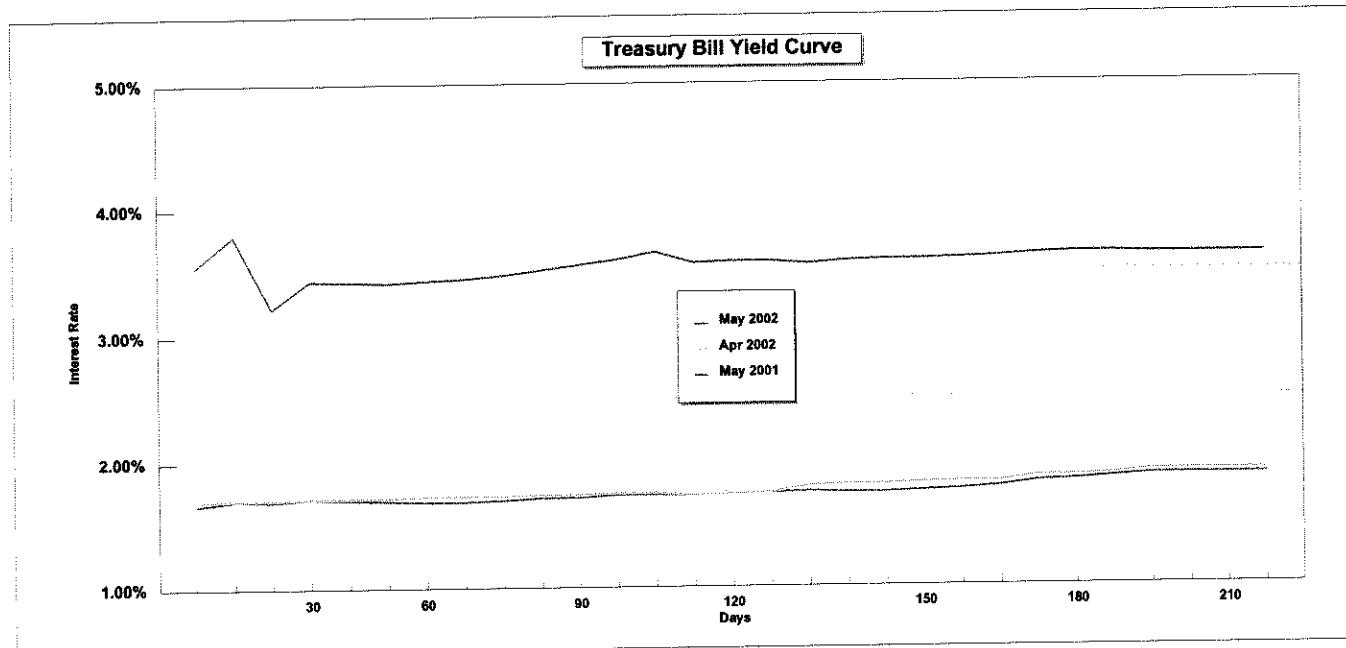
INTEREST

RHODE ISLAND STATE INVESTMENT COMMISSION  
SHORT TERM INVESTMENTS

May 31, 2002



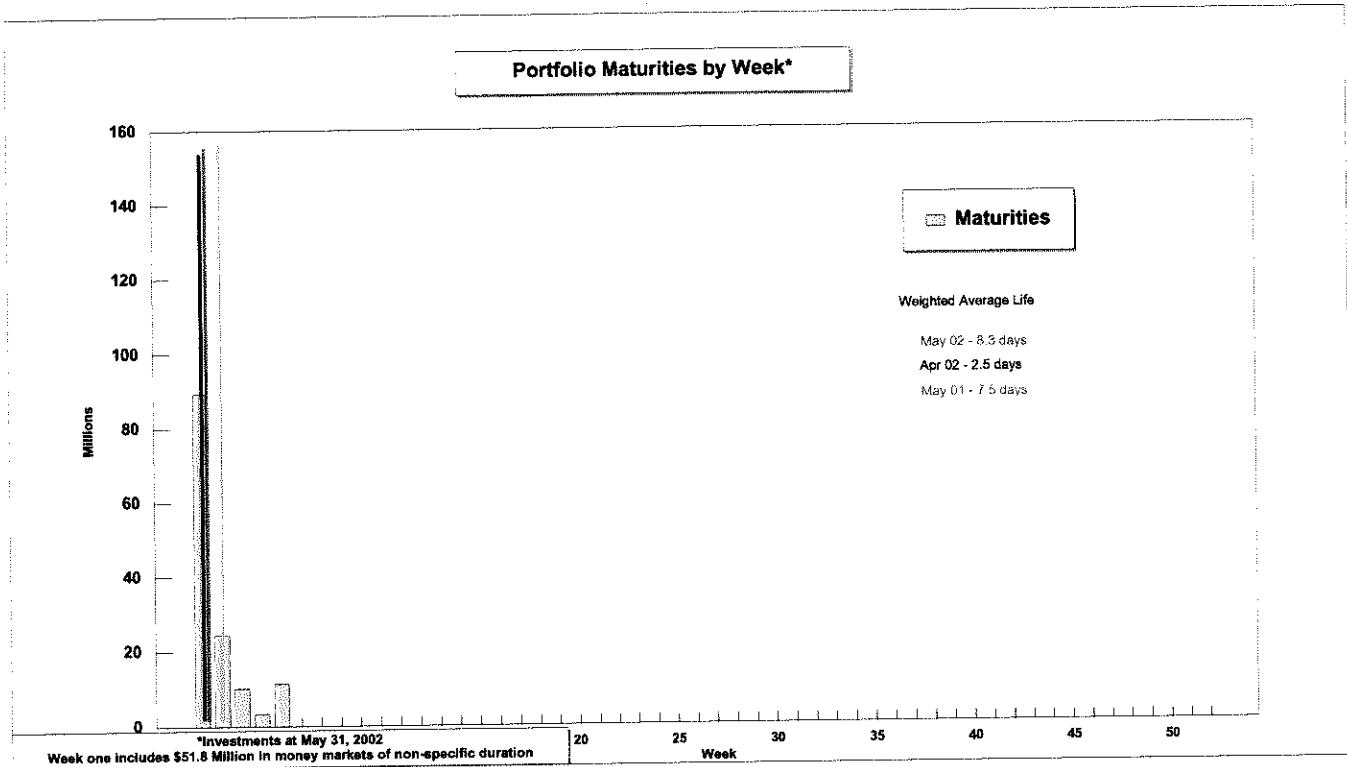
**RHODE ISLAND STATE INVESTMENT COMMISSION  
SHORT TERM INVESTMENTS**



\* Denotes weighted average monthly yields on portfolio

sic/book/intl

RHODE ISLAND STATE INVESTMENT COMMISSION  
SHORT TERM INVESTMENTS

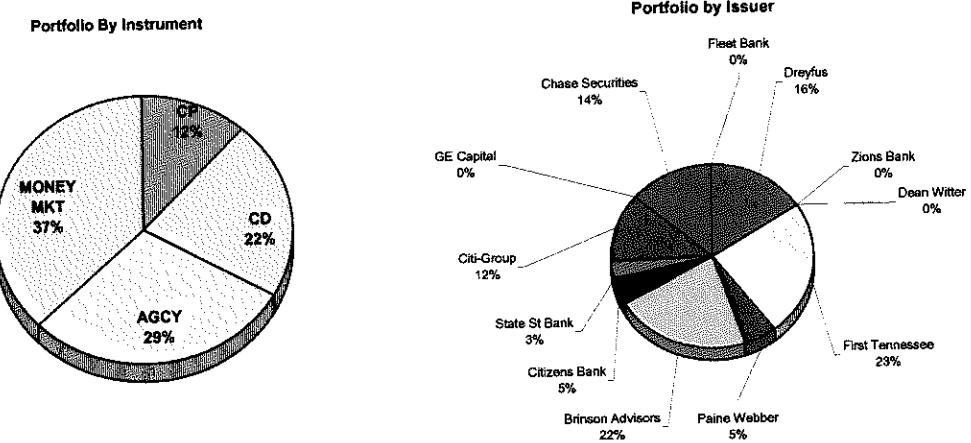


**SUMMARY PORTFOLIO YIELDS**

**WEIGHTED  
AVERAGE  
YIELD(%)**

May 31, 2002	1.8%
Apr 30, 2002	1.7%
May 31, 2001	4.0%

**RHODE ISLAND STATE INVESTMENT COMMISSION**  
**SHORT TERM CASH INVESTMENTS AT MAY 31, 2002**



REPO = Repurchase Agreement
CP = Commercial Paper
CD = Certificate of Deposit
ETD = Euro Time Deposit
Agency = US Government Agency

Vendor	CP	CD	Agency	Money Mkt	ETD	Repo	Total (\$)
Guidelines-Totals/Vendor	25%/10%	25%/10%	75%/35%	50%/35%	0%	100%/20%	
Fleet Bank	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%
Dreyfus	0 0%	0 0%	0 0%	21,937,592 16%	0 0%	0 0%	21,937,592 16%
Zions Bank	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%
Dean Witter	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%
Chase Securities	0 0%	19,000,000 14%	0 0%	0 0%	0 0%	0 0%	19,000,000 14%
Paine Webber	0 0%	0 0%	7,380,316 5%	0 0%	0 0%	0 0%	7,380,316 5%
Ford Motor	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%
First Tennessee	0 0%	0 0%	33,170,172 24%	0 0%	0 0%	0 0%	33,170,172 24%
Brinson Advisors	0 0%	0 0%	0 0%	29,852,912 22%	0 0%	0 0%	29,852,912 22%
Citizens Bank	0 0%	6,803,750 5%	0 0%	0 0%	0 0%	0 0%	6,803,750 5%
GE Capital	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%
Sun Trust	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%	0 0%
Citi-Group	16,357,895 12%	0 0%	0 0%	0 0%	0 0%	0 0%	16,357,895 12%
State St Bank	0 0%	4,250,000 3%	0 0%	0 0%	0 0%	0 0%	4,250,000 3%
<b>TOTALS</b>	<b>16,357,895</b>	<b>30,053,750</b>	<b>40,550,488</b>	<b>51,790,504</b>	<b>0</b>	<b>0</b>	<b>138,752,637</b>
<b>(%) PORTFOLIO</b>	<b>12%</b>	<b>22%</b>	<b>29%</b>	<b>37%</b>	<b>0%</b>	<b>0%</b>	<b>100%</b>



**SPECIAL FUNDS**  
**INVESTMENT SUMMARY**  
**MAY 31, 2002**

<u>FUND NAME</u>	<u>EQUITIES</u>	<u>CASH &amp; EQUIVALENTS</u>	<u>FIXED INCOME</u>	<u>GAIN/LOSS</u>	<u>TOTAL MARKET VALUE</u>
<u>Abraham Touro Fund</u>	\$1,272,310	\$89,524	\$672,753	(\$13,197)	\$2,034,587
<u>State of Rhode Island Land Grant Fund</u>	0	\$65,279	0	\$72	\$65,279
<b>TOTALS</b>	<b>\$1,272,310</b>	<b>\$154,803</b>	<b>\$672,753</b>	<b>(\$13,125)</b>	<b>\$2,099,866</b>

















