



Office of the State Treasurer

Local Government Investment Pool Trust



LGIP Trust Financial Statements
June 30, 2024

SECTION I

FINANCIAL

Independent Auditor’s Report	1
Management’s Discussion and Analysis	5

BASIC FINANCIAL STATEMENTS

Local Government Investment Pool (LGIP) Trust Financial Statements	
Combined LGIP Trust: Statement of Net Position	26
Combined LGIP Trust: Statement of Changes in Net Position	27
Notes to the Financial Statements	28

SUPPLEMENTARY INFORMATION

Combining Statement of Net Position	46
Combining Statement of Changes in Net Position	48

SECTION II

INTERNAL CONTROL AND COMPLIANCE

Independent Auditor’s Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	52
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SECTION I
FINANCIAL

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DOAA

Georgia Department
of Audits & Accounts

Greg S. Griffin
State Auditor

INDEPENDENT AUDITOR'S REPORT

The Honorable Brian P. Kemp, Governor of Georgia
Members of the General Assembly of the State of Georgia
Members of the State Depository Board
and
Mr. Steve McCoy, State Treasurer

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of the Local Government Investment Pool Trust of the Office of the State Treasurer of the State of Georgia (Trust) as of and for the year ended June 30, 2024, and the related notes to the financial statements, which collectively comprise the Trust's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Trust as of June 30, 2024, and the changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are required to be independent of the Trust and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

As discussed in Note 1 to the financial statements, the financial statements present only the Office of the State Treasurer Local Government Investment Pool Trust of the State of Georgia and do not purport to, and do not, present fairly the financial position of the Office of the State Treasurer or the State of Georgia, as of June 30, 2024, or the changes in its financial position for the year then ended, in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Trust's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and Government Auditing Standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and Government Auditing Standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Trust's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient appropriate evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Trust's basic financial statements. The accompanying supplementary information, as listed in the table of contents, is presented for the purposes of additional analysis and is not a required part of the basic financial statements.

The supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with GAAS. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated November 15, 2024 on our consideration of the Trust's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Trust's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the Trust's internal control over financial reporting and compliance.

A copy of this report has been filed as a permanent record and made available to the press of the State, as provided for by Official Code of Georgia Annotated section 50-6-24.

Respectfully submitted,



Greg S. Griffin
State Auditor

November 15, 2024

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Local Government Investment Pool Trust

Management's Discussion and Analysis

(Unaudited)

The Office of the State Treasurer (OST) for the State of Georgia provides the Management's Discussion and Analysis of the Local Government Investment Pool (LGIP) Trust's Financial Statements. The LGIP Trust consists of four offerings: Georgia Fund 1 (GF1), Georgia Fund 1 Prime (GF1 Prime), Georgia Fund 1 Plus (GF1 Plus), and Georgia Extended Asset Pool Plus (GEAP Plus); and the LGIP Trust Reserve. This overview and analysis of the LGIP Trust's financial activity is for the fiscal year (FY) ended June 30, 2024.

Financial Highlights

GF1

- At fiscal year-end, GF1 reported a net position in the amount of \$30.9 billion.
- GF1's net position increased by \$198.2 million over the previous fiscal year.
- Net yield paid to participants ranged from 5.21% - 5.40% for FY24.

GF1 Prime

- At fiscal year-end, GF1 Prime reported a net position in the amount of \$601.8 million.
- Net yield paid to participants ranged from 5.52% - 5.58% for FY24.

GF1 Plus

- At fiscal year-end, GF1 Plus reported a net position in the amount of \$25.0 billion.
- The net position for GF1 Plus increased by \$5.3 billion over the previous fiscal year.
- Net yield paid to participants ranged from 5.03% - 5.49% for FY24.

GEAP Plus

- At fiscal year-end, GEAP Plus consisted of five Target Maturity Portfolios (TMPs) with a net position totaling \$1.3 billion.
- The total net position for GEAP Plus TMPs decreased by \$917.3 million over the previous fiscal year.
- Net yield paid by participants for FY24 was 3.39% - 4.94%.

Overview of the Financial Statements

The financial statements report the aggregate activities of GF1, GF1 Prime, GF1 Plus, GEAP Plus, and the LGIP Trust Reserve.

GF1 is managed by OST to maintain a stable NAV of \$1.00 and is rated AAAsf/S1 by Fitch Ratings. The primary objective since the offering's inception is preservation of principal. OST continues to operate and report monthly to participants on an amortized cost basis. Per the Governmental Accounting Standards Board (GASB), to qualify for the use of amortized cost accounting for financial reporting purposes, an investment pool must meet all the criteria listed in GASB Statement No. 79 (Certain External Investment Pools and Pool Participants). GF1 is managed as a stable NAV pool but does not comply with all the requirements listed in GASB No. 79. Therefore, the investments of GF1 are reported at fair market value at fiscal year-end.

GF1 Prime is an LGIP Offering under the LGIP Trust. GF1 Prime is managed by the Fund Manager to maintain a stable NAV of \$.100 and is rated AAAMmf by Fitch Ratings. GF1 Prime is available for use by Georgia local governments, authorities, and approved state entities. GF1 Prime may provide a higher investment yield than GF1, due to the inclusion of investment grade credit securities. Due to the risk of exposure from credit investments, GF1 Prime is intended for participants' strategic cash (and not operating or restricted bond funds). As a conservative and liquid investment option for strategic cash, GF1 Prime seeks to minimize the risk of principal loss while offering daily liquidity, a stable NAV, and a competitive rate of return. The State Depository Board (the Board) has authorized the State Treasurer to work with an approved Fund Manager to manage GF1 Prime servicing and investments. OST will oversee servicing and investments by this entity to ensure compliance with investment policies, GF1 Prime Investment Guidelines, and accomplishment of investment performance expectations. The

Local Government Investment Pool Trust

Management's Discussion and Analysis

(Unaudited)

Board has selected a Fund Manager to provide LGIP servicing and investment services for GF1 Prime. Due to the inclusion of credit investment instruments in GF1 Prime, mandatory training will be required for certain staff of participant entities in the fund. GF1 Prime is managed to comply with the requirements listed in GASB No. 79, and the investments of the offering are reported at amortized cost.

The GF1 Plus Rates portion is managed by OST's investment staff with the Credit portion of the offering invested by two subadvisors. GF1 Plus is managed to maintain a stable NAV of \$1.00 and accrues investment income on a daily basis. GF1 Plus distributes income to participants on a monthly basis and reinvests at \$1.00 based on the amortized cost of the investments in the offering. GF1 Plus is managed as a stable NAV pool but does not comply with all the requirements listed in GASB No. 79. Therefore, the investments of GF1 Plus are reported at fair market value at fiscal year-end.

GEAP Plus is comprised of individual target maturity portfolios (TMPs). GEAP Plus investments are invested by a subadvisor. As of June 30, 2024, GEAP Plus consists of five individual TMPs. As of June 30, 2024, the five TMP maturities ranged from three months to two years. Participants may invest in any new TMP offerings. Each TMP is managed to provide principal and income at maturity consistent with maintaining preservation of principal if held to maturity. The participant account values and yields are determined by using the amortized cost valuation method. Securities are initially valued at cost. Thereafter, discounts are accreted, and premiums are amortized to maturity, regardless of the impact of changes in interest rates on the market value of securities. All earned interest is reinvested within each respective TMP. The investments of GEAP Plus are reported at fair market value at fiscal year-end.

The LGIP Trust's Financial Statements consist of the Statement of Net Position, Statement of Changes in Net Position, and Notes to the Financial Statements. The following is a description of the basic financial statements:

- *Statement of Net Position* – The Statement of Net Position presents the assets and liabilities of the LGIP Trust. The difference between the assets and liabilities is reported as net position. The Statement of Net Position provides a breakdown by participant type.
- *Statement of Changes in Net Position* – The Statement of Changes in Net Position presents information on how the net position changed during the fiscal year. Additions consist of contributions from participants and net investment income. Deductions consist of distributions to participants and operating expenses.
- *Notes to the Financial Statements* – The Notes to the Financial Statements describe the LGIP Trust as a reporting entity and further clarify financial activity as reported in the Financial Statements.

Net Position

GF1

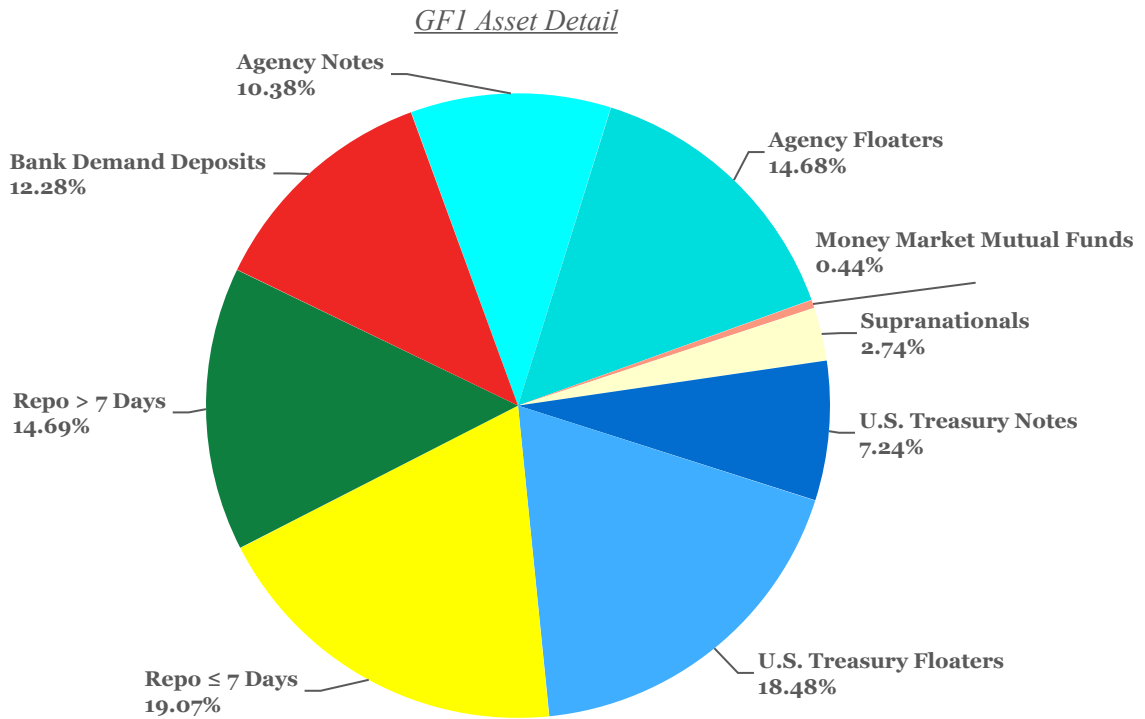
GF1 experienced an increase in net position of \$198.2 million in FY24. Total assets were higher compared to the previous fiscal year. The change in net position in FY24 versus FY23 resulted primarily from changes in deposits and withdrawals of the participants in the offering. Aggregate deposits increased by 3%, and withdrawals increased by 7% in comparison to FY23. GF1's net position is a function of several parameters some of which are independent of the offering's performance. The State of Georgia experienced revenue growth in FY24 resulting in increased balances in State Funds. Also, boards of education and local government accounts grew in FY24. OST has discretion to transact deposits and withdrawals from certain state accounts including the State General Fund account to optimize earnings and liquidity. GF1 is a voluntary investment option for state and local government entities.

Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

Summaries of the net position as of June 30, 2024 for GF1 are presented below (amounts in thousands):

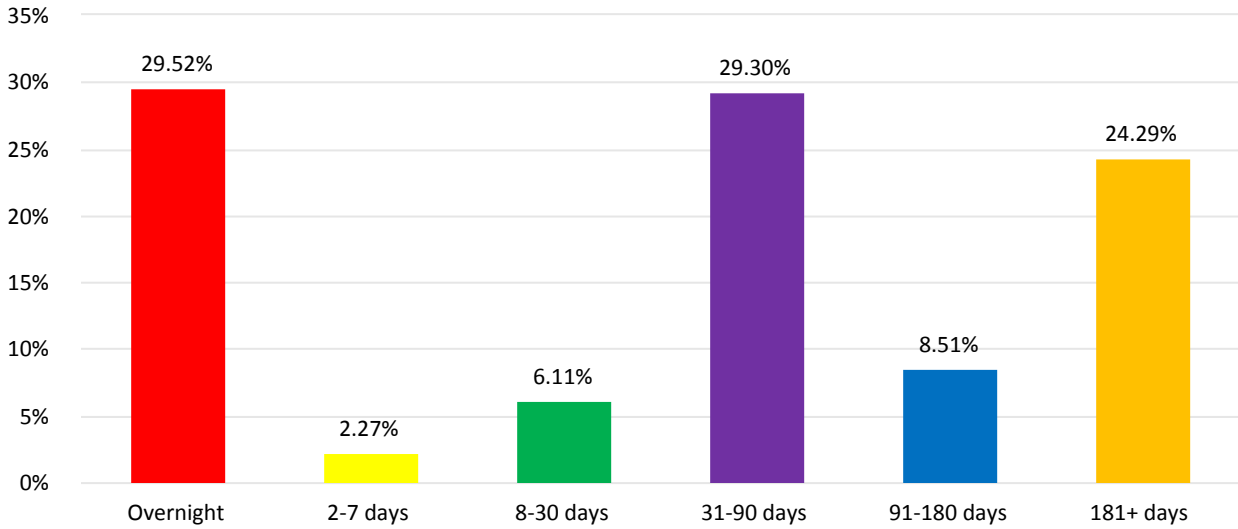
	2024	2023	Variance
Cash and Cash Equivalents	\$ 12,806,810	\$ 8,513,658	\$ 4,293,152
Investments in Securities	18,000,441	22,589,353	(4,588,912)
Accrued Interest and Other Receivables	137,955	89,664	48,291
Less: Investment Trades Pending Payable	—	445,718	(445,718)
Net Position	\$ 30,945,206	\$ 30,746,957	\$ 198,249

Below are charts reflecting the assets of GF1, the maturity distribution of holdings, and participant information on June 30, 2024. Historical information can be found on the website at ost.georgia.gov.

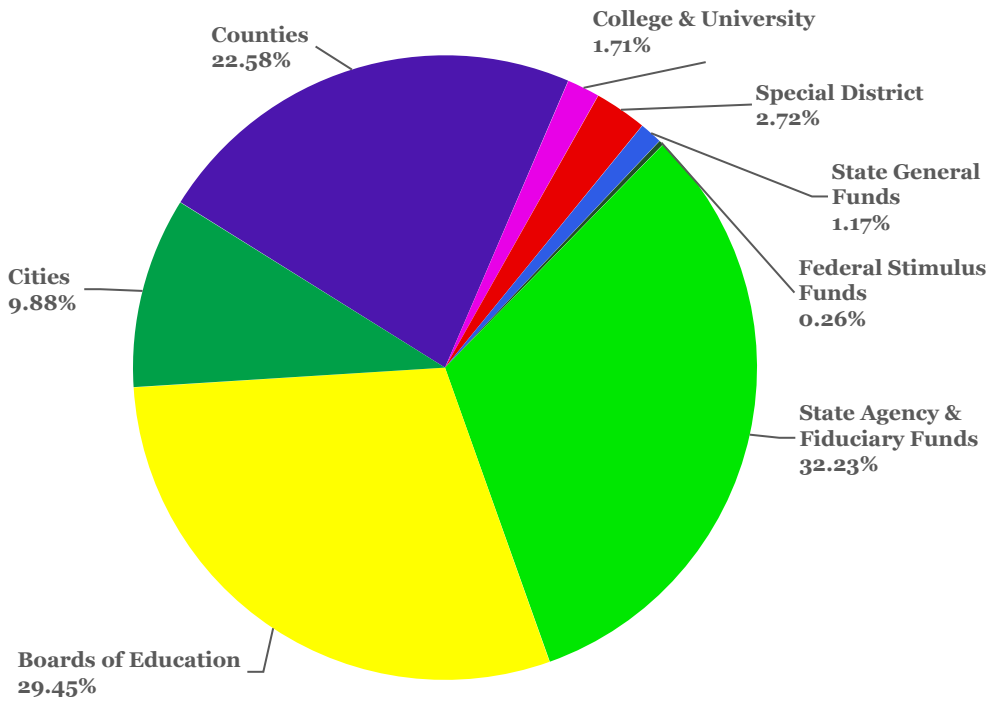


**Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)**

GFI Maturity Distribution



GFI Participant Distribution



Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

GF1 Prime

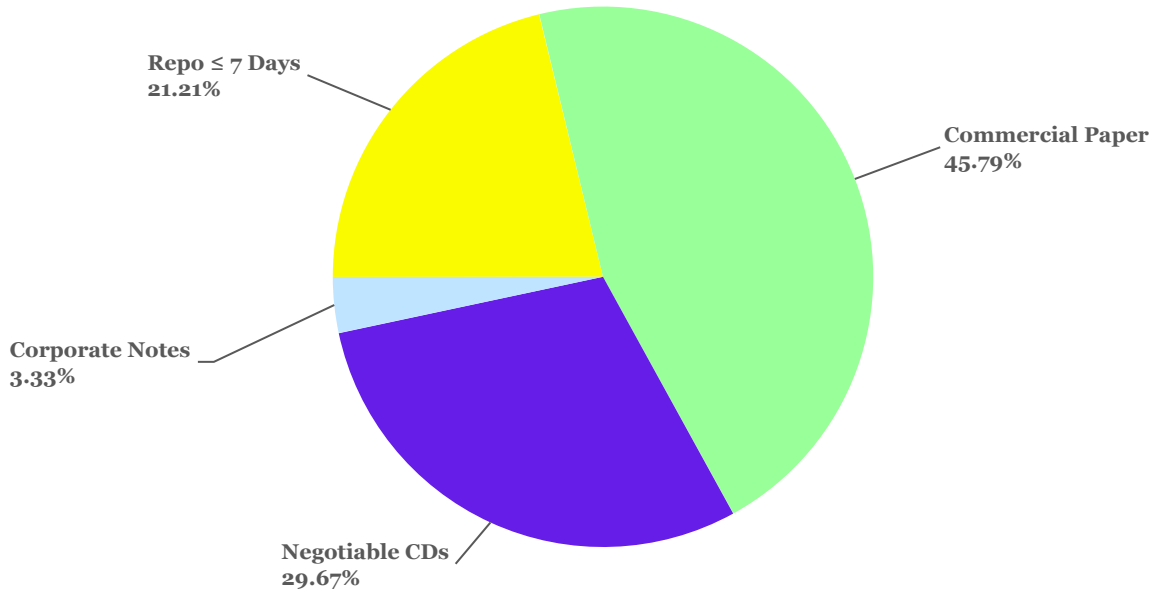
GF1 Prime is a new offering under the LGIP Trust in FY24. GF1 Prime offers participants the potential to earn higher yields from exposure to credit investments. GF1 Prime is intended for local participant’s strategic funds that have longer time horizons than that of typical operational funds. GF1 Prime investments are managed by a Fund Manager with full oversight by the Office of the State Treasurer. The fund started with an initial investment of \$500 million on December 4, 2024

Summaries of the net position as of June 30 for GF1 Prime are presented below (amounts in thousands):

	<u>2024</u>	<u>2023</u>	<u>Variance</u>
Cash and Cash Equivalents	\$ 338,177	N/A	N/A
Investments in Securities	261,764	N/A	N/A
Accrued Interest and Other Receivables	1,890	N/A	N/A
Less: Accrued Expenses and Other Payables	28	N/A	N/A
Net Position	<u>\$ 601,803</u>	<u>N/A</u>	<u>N/A</u>

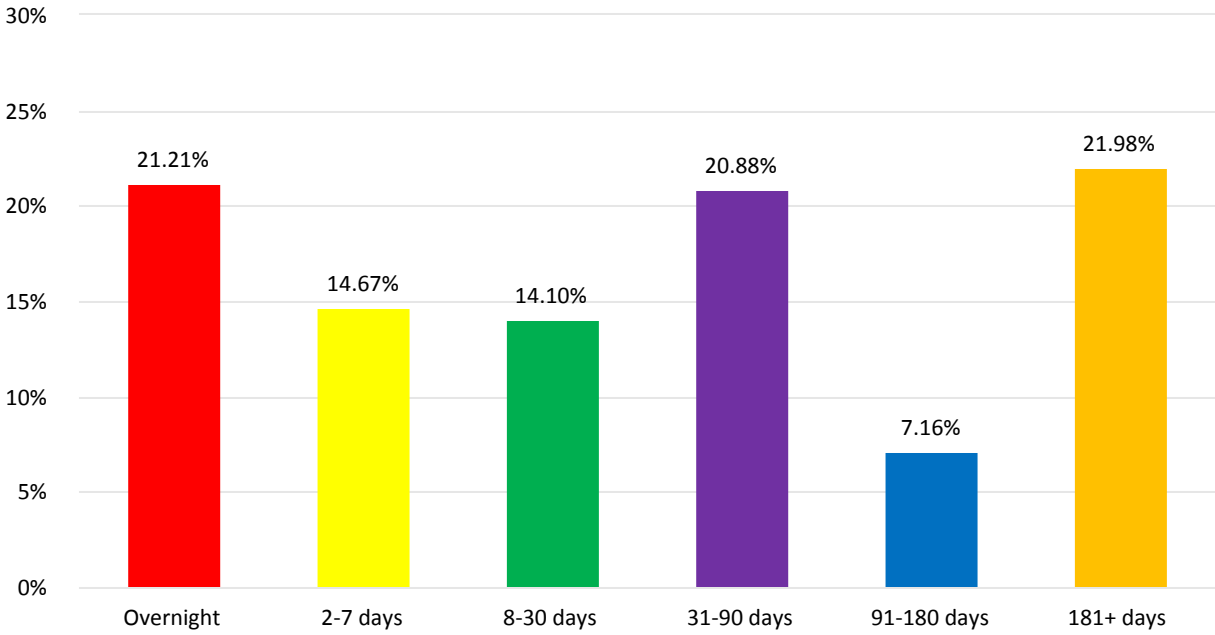
Below are charts reflecting the assets of GF1 Prime, the maturity distribution of holdings, and participant information on June 30, 2024. Historical information can be found on the website at ost.georgia.gov.

GF1 Prime Asset Detail

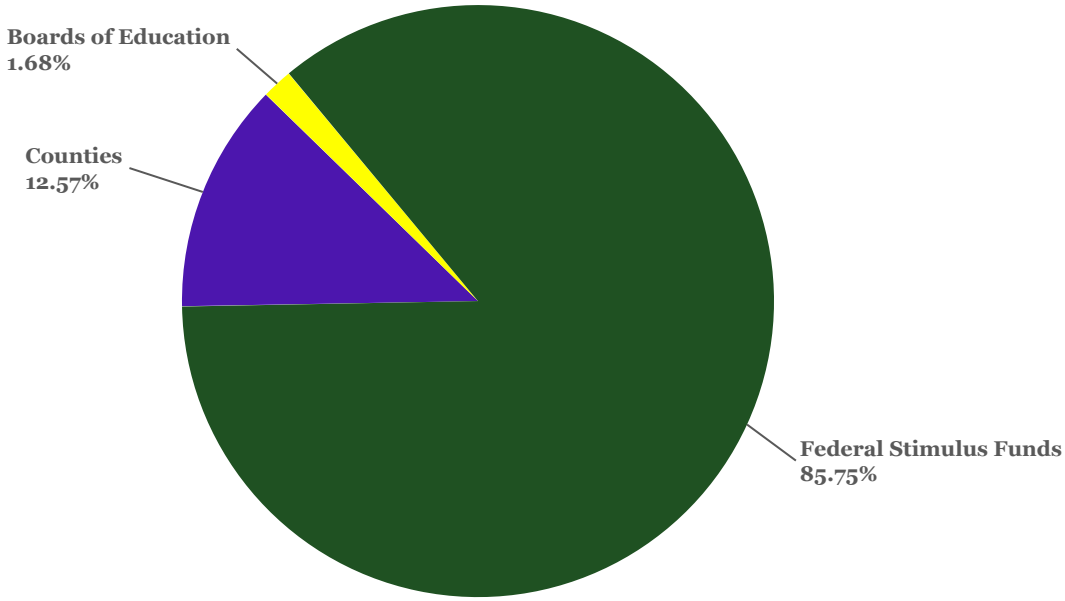


**Local Government Investment Pool Trust
Management's Discussion and Analysis
(Unaudited)**

GFI Prime Maturity Distribution



GFI Prime Participant Distribution



Local Government Investment Pool Trust

Management’s Discussion and Analysis

(Unaudited)

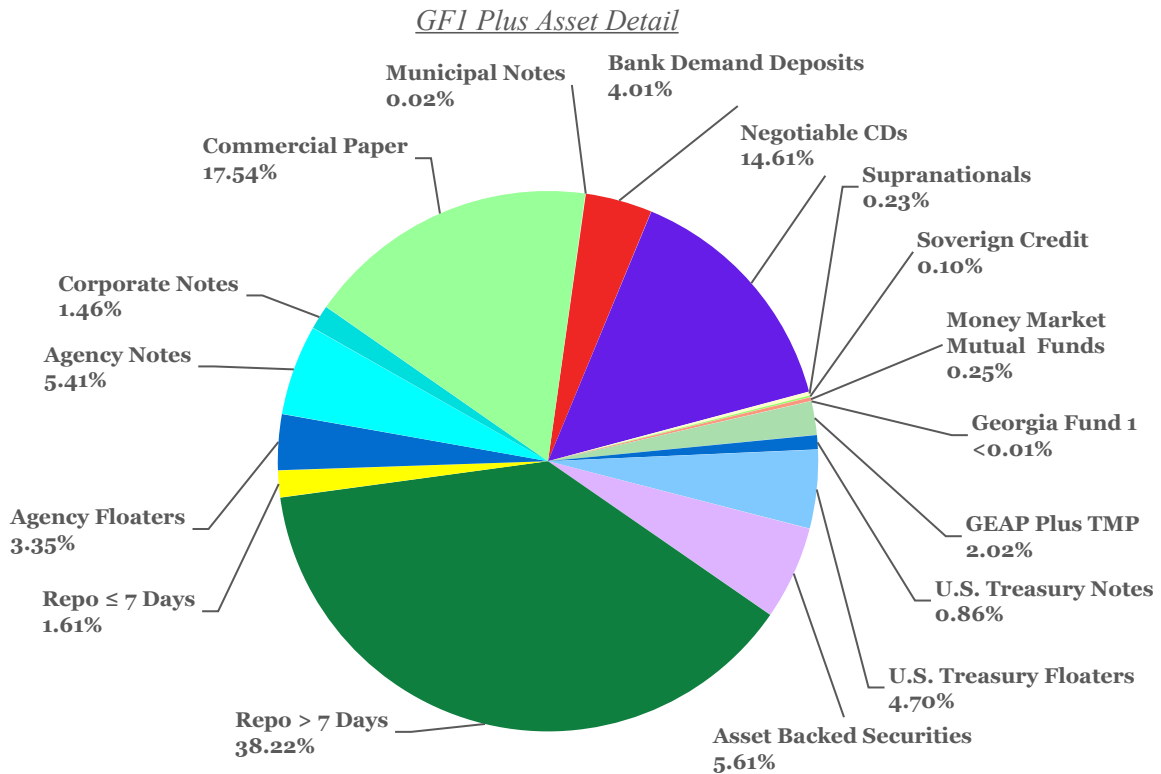
GF1 Plus

GF1 Plus was established as an LGIP investment option in FY17 for the state, state agencies, and eligible municipalities looking to benefit from higher yields available by adding credit exposure. The net position of GF1 Plus is a function of several parameters some of which are independent of the offering’s performance. In FY24, GF1 Plus experienced an increase in net position of \$5.3 billion. Total assets were higher compared to last fiscal year. The FY24 net position increased primarily as a result of higher balances for the State General Fund. GF1 Plus invested in GEAP Plus TMPs to provide longer duration, buy and hold positions that would not interfere with the more actively managed duration positions in the GF1 Plus Rates portion.

Summaries of the net position as of June 30, 2024 for GF1 Plus are presented below (amounts in thousands):

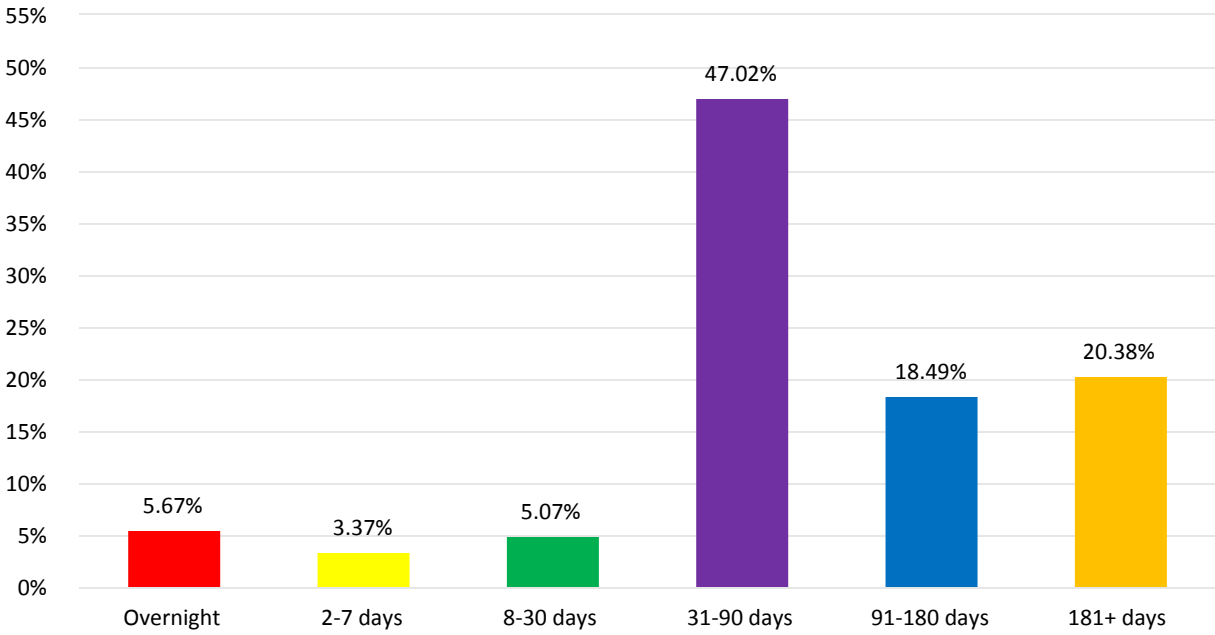
	2024	2023	Variance
Cash and Cash Equivalents	\$ 12,787,581	\$ 9,570,184	\$ 3,217,397
Investments in Securities	12,017,156	9,999,571	2,017,585
Accrued Interest and Other Receivables	100,783	40,595	60,188
Investment Maturity Receivable	50,000	—	50,000
Less: Accrued Expenses and Other Payables	1,951	1,156	795
Net Position	\$ 24,953,569	\$ 19,609,194	\$ 5,344,375

Below are charts reflecting the assets of GF1 Plus, the maturity distribution of holdings, and participant information on June 30, 2024. Historical information can be found on the website at ost.georgia.gov.

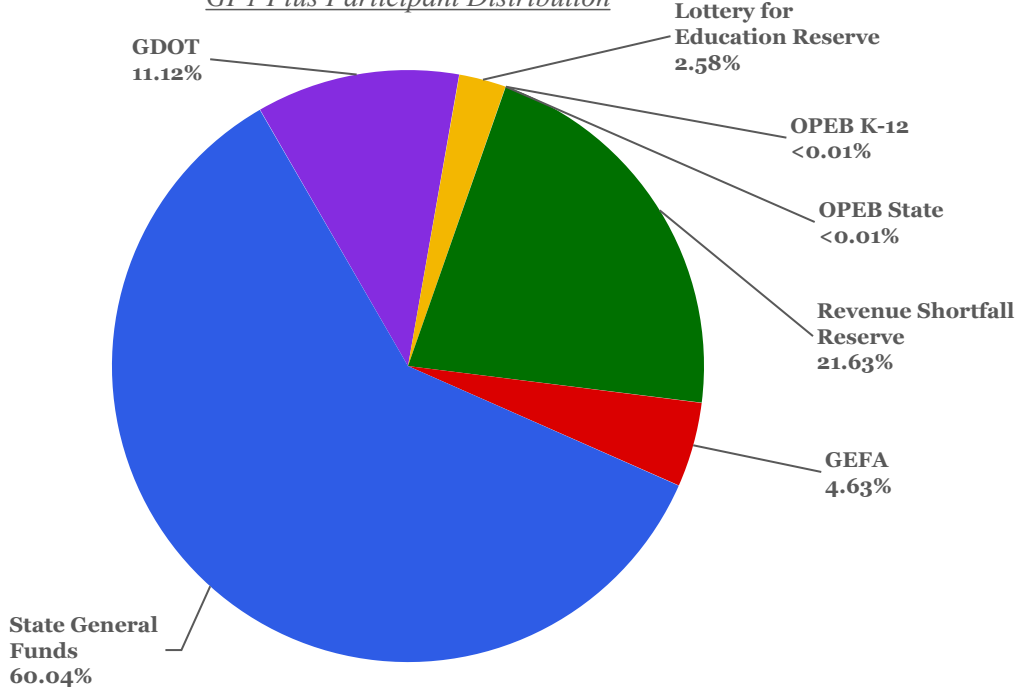


**Local Government Investment Pool Trust
Management's Discussion and Analysis
(Unaudited)**

GFI Plus Maturity Distribution



GFI Plus Participant Distribution



Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

GEAP Plus

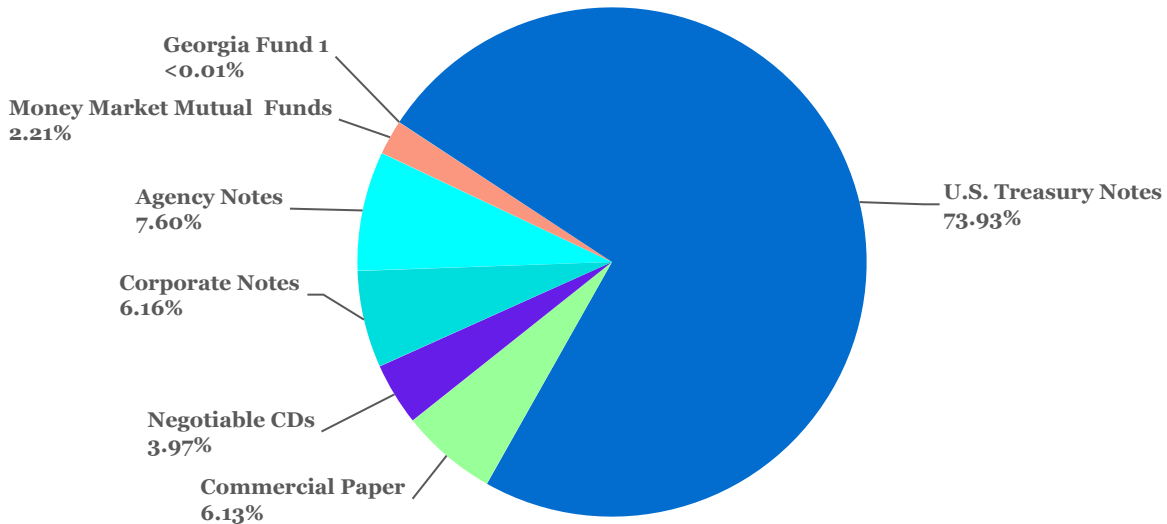
GEAP Plus is a series of TMPs with maturities up to five years. The participant account value and yield are determined by using the amortized cost valuation method. This involves initially valuing a security at cost and thereafter accreting to maturity any discount or amortizing to maturity any premium, regardless of the impact of changes in interest rates affecting the market value of the underlying investments. The investments of GEAP Plus TMPs are reported at fair market value at fiscal year-end. The decrease in Net Position in FY24 over FY23 was due to the investment of maturing TMPs into GF1 Plus. GEAP Plus is managed by a subadvisor overseen by OST.

Summaries of the net position as of June 30, 2024 for GEAP Plus are presented below (amounts in thousands):

	2024	2023	Variance
Cash and Cash Equivalents	\$ 28,338	\$ 362,847	\$ (334,509)
Investments in Securities	1,255,543	1,837,972	(582,429)
Accrued Interest and Other Receivables	2,399	2,968	(569)
Less: Accrued Expenses and Other Payables	108	309	(201)
Net Position	\$ 1,286,172	\$ 2,203,478	\$ (917,306)

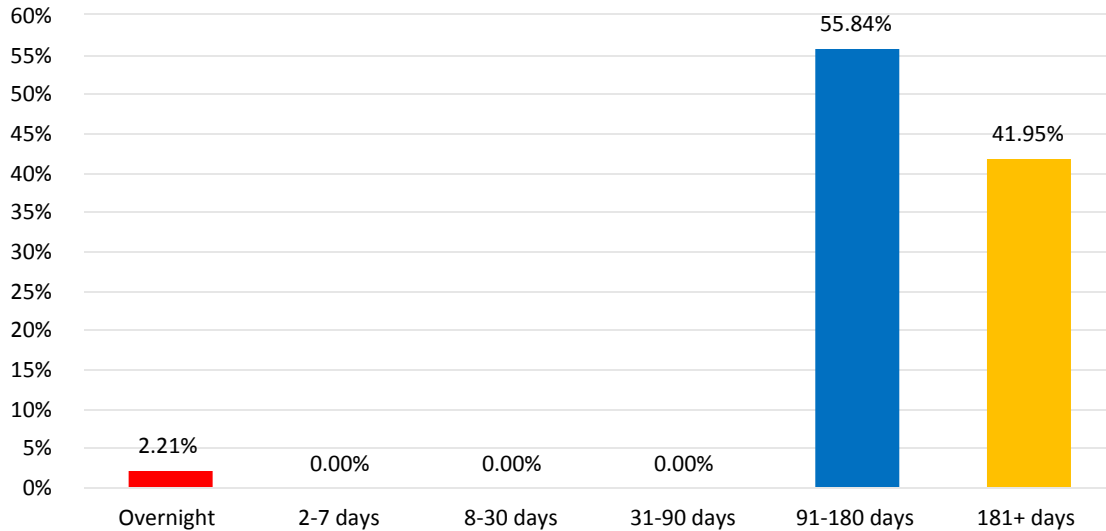
Below are charts reflecting the assets of GEAP Plus, the maturity distribution of holdings, and participant information on June 30, 2024. Historical information can be found on the website at ost.georgia.gov.

GEAP Plus Asset Detail

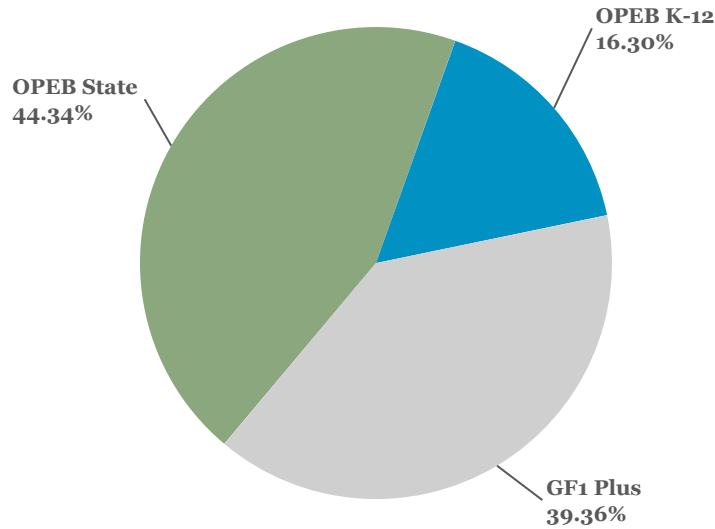


**Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)**

GEAP Plus Maturity Distribution



GEAP Plus Participant Distribution



LGIP Trust Reserve

The LGIP Trust Reserve retains all unexpended administrative fees and interest earned on the reserve balance. According to O.C.G.A § 36-83-8(l), “payments of amounts for administrative expenses shall be deemed contractually obligated funds held in trust for the benefit of the local government investment pool and shall not lapse.” According to the LGIP Trust Policy, the trust reserve is to be maintained for the benefit of all LGIP participants, whether pooled participants or separately managed accounts, and may be utilized at the discretion of the State Treasurer for the benefit of the LGIP.

Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

As of June 30, 2024, the LGIP Trust Reserve’s net position was \$50.6 million reflecting a decrease in net position of \$5.2 million in FY24. The LGIP Trust Reserve’s net position is primarily a function of the administrative fees collected from the four offerings in the LGIP Trust less operating expenses related to management of the offerings. Asset transfers or fee waivers, at the discretion of the State Treasurer per the LGIP Trust Policy, may affect the net position. During FY24, OST assessed an administrative fee of 5.5 basis points on GF1, an administrative fee of 5.5 basis points on GF1 Prime, an administrative fee of 5.5 basis points on GF1 Plus, and an administrative fee of 5 basis points on GEAP Plus.

From March 2022 to July 2023 the Federal Open Market Committee (FOMC) increased short-term interest rates from 0.08% to 5.33%. This rapid increase in short-term rates caused longer duration portfolios to underperform. Furthermore, the inverted yield curve continued to cause longer duration, fixed income securities to underperform. To protect the interests of the GF1 Plus participants resulting from the unforeseen large FOMC increases in short term rates and the continued inversion of the yield curve, a professional investment decision was made to utilize a portion of the LGIP Trust Reserve to subsidize the risk-adjusted return for GF1 Plus in a manner that will enhance the FY24 average GF1 Plus portfolio net yield from 5.31% to 5.44%. During FY24, a transfer of \$29 million was made from the LGIP Trust Reserve to GF1 Plus.

Change in Net Position

GF1

Net investment income (i.e., total investment income plus miscellaneous income less administrative expenses) increased 55% compared to FY23. This increase was primarily due to an increase in GF1’s portfolio yield from FY23 and growth in balances. Aggregate deposits increased by 3%, and withdrawals increased by 7% in comparison to FY23. Approximately \$4.5 billion of State General Funds were withdrawn in FY24 and deposited into GF1 Plus.

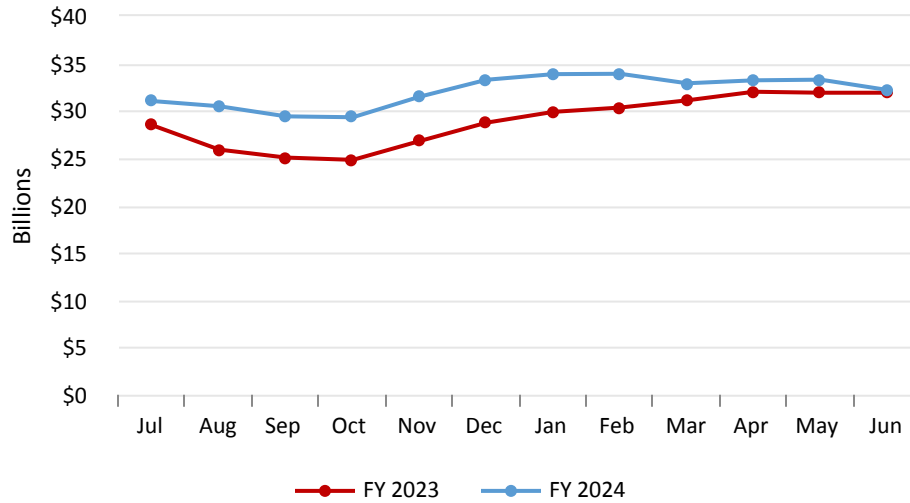
Since the FOMC increased short term interest rates and invested asset balances were higher during FY24, GF1 experienced higher investment income and increased distributions of earnings to participants. GF1 distributes income to participants monthly based on their average daily balance. Distributions include interest income based on stated rates (both received and accrued), amortization of discounts and premiums on a straight-line basis, realized investment gains and losses calculated on an amortized cost basis, and are net of investment expenses and administrative fees.

Summaries of the changes in the net position as of June 30 for GF1 are presented below (amounts in thousands):

	2024	2023	Variance
Net Investment Income	\$ 1,724,345	\$ 1,114,337	\$ 610,008
Pool Participant Deposits and Reinvestment of Distributions	85,075,363	82,253,260	2,822,103
Less: Distribution of Earnings	1,730,141	1,095,630	634,511
Less: Pool Participant Withdrawals	84,871,318	79,439,172	5,432,146
Change in Net Position	\$ 198,249	\$ 2,832,795	\$ (2,634,546)

Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

GF1 Average Monthly Balances



GF1 Prime

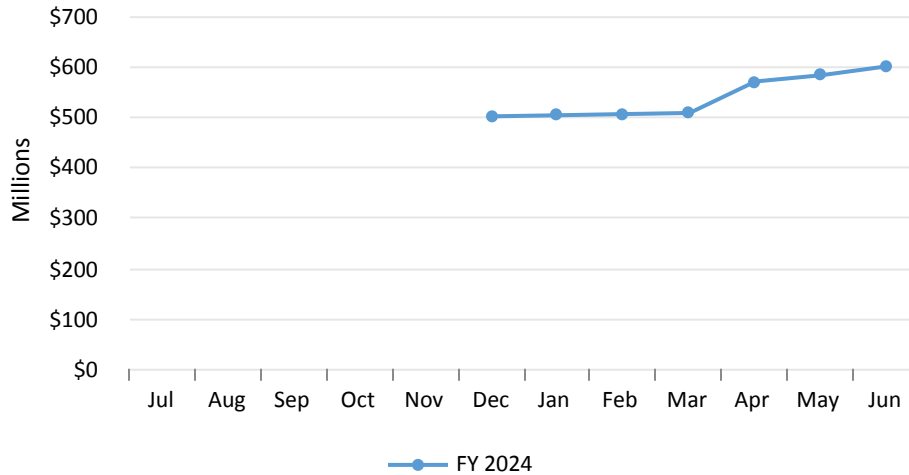
GF1 Prime is a new offering under the LGIP Trust initially offered in FY24. GF1 Prime provides participants the potential to earn higher yields from exposure to credit investments.

Summaries of the changes in the net position as of June 30 for GF1 Prime are presented below (amounts in thousands):

	2024	2023	Variance
Net Investment Income	\$ 16,917	N/A	N/A
Pool Participant Deposits and Reinvestment of Distributions	601,795	N/A	N/A
Less: Distribution of Earnings	16,795	N/A	N/A
Less: Operating Expense	114	N/A	N/A
Change in Net Position	\$ 601,803	N/A	N/A

Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

GF1 Prime Average Monthly Balances



GF1 Plus

Net investment income (i.e., total investment income plus miscellaneous income less administrative expenses) increased 107% compared to FY23. This increase was due to a reduction in unrealized loss of the TMP holdings, as well as higher yields and growth in balances during FY24. The higher portfolio yield was a result of higher short term interest rates in FY24.

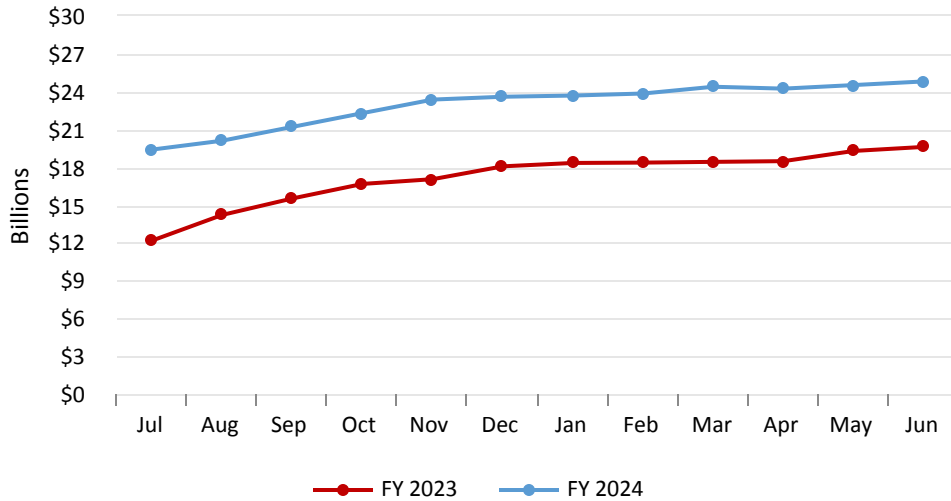
Balances increased due to approximately \$4.5 billion of deposits from the State General Fund during different points in FY24.

Summaries of the changes in the net position as of June 30, 2024 for GF1 Plus are presented below (amounts in thousands):

	2024	2023	Variance
Net Investment Income	\$ 1,322,850	\$ 640,351	\$ 682,499
Equity Transfer from LGIP Trust Reserve	29,000	7,500	21,500
Pool Participant Deposits and Reinvestment of Distributions	6,041,655	8,047,899	(2,006,244)
Less: Distribution of Earnings	1,237,353	646,880	590,473
Less: Operating Expense	2,069	1,102	967
Less: Pool Participant Withdrawals	809,708	464,151	345,557
Change in Net Position	\$ 5,344,375	\$ 7,583,617	\$ (2,239,242)

Local Government Investment Pool Trust
Management’s Discussion and Analysis
(Unaudited)

GF1 Plus Average Monthly Balances



GEAP Plus

GEAP Plus was established as an investment offering of the LGIP Trust to provide buy and hold TMPs. Earned interest was retained in each TMP. The increase in Net Investment Income resulted partly from the reduction in unrealized losses as some securities matured and others approached their maturity in existing TMPs. The increase also resulted from higher investment yields due to rising interest rates.

Summaries of the changes in the net position as of June 30, 2024 for GEAP Plus are presented below (amounts in thousands):

	2024	2023	Variance
Net Investment Income	\$ 93,518	\$ 38,625	\$ 54,893
Participant Deposits and Reinvestment of Distributions	326,640	20,450	306,190
Less: Distribution of Earnings	40,452	20,450	20,002
Less: Operating Expense	510	516	(6)
Less: Pool Participant Withdrawals	1,296,502	231,936	1,064,566
Change in Net Position	\$ (917,306)	\$ (193,827)	\$ (723,479)

LGIP Trust Reserve

The LGIP Trust Reserve retains all unexpended administrative fees and interest earned on the reserve balance. The LGIP Trust Reserve decreased \$5.2 million from \$55.7 million in FY23 to \$50.6 million in FY24. This resulted in a 9% decrease in net position of the LGIP Trust Reserve for FY24. Interest income on the LGIP Trust Reserve increased by 38% due to increase in the yield on its investments. Administrative fees from the offerings in the Trust increased by 17% compared to FY23 as a result of higher investment balances.

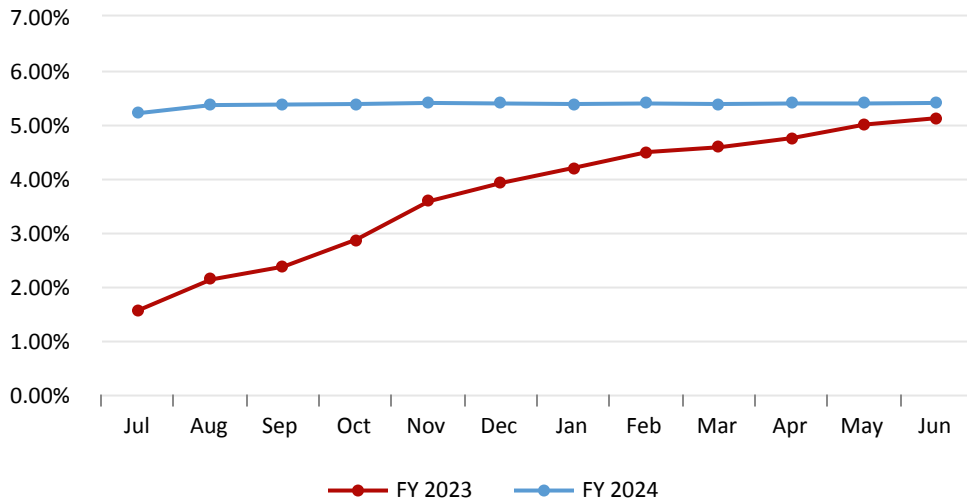
Local Government Investment Pool Trust Management's Discussion and Analysis (Unaudited)

Monthly Yield

GF1

The annualized monthly net yield distributed to participants represents the annualized percent return of GF1 investments. GF1's yield is closely tied to the Federal Funds Effective Rate established by the FOMC. GF1 invests in high quality investments that are permitted by the OST Investment Policy, as approved by the State Depository Board. These maturities are typically 397 days or less.

GF1 Monthly Net Yields



Local Government Investment Pool Trust

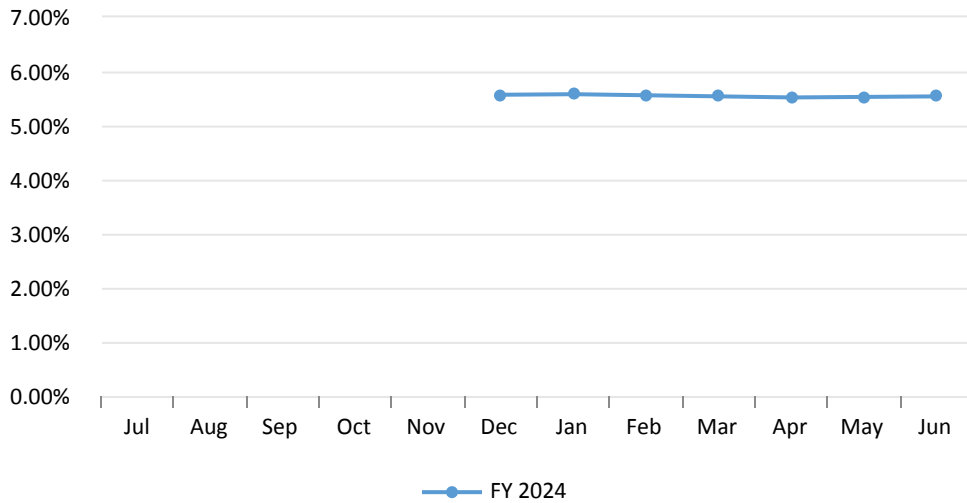
Management’s Discussion and Analysis

(Unaudited)

GF1 Prime

The monthly net yield represents the annualized percent return of GF1 Prime investments. The inception date of GF1 Prime was December 4, 2024.

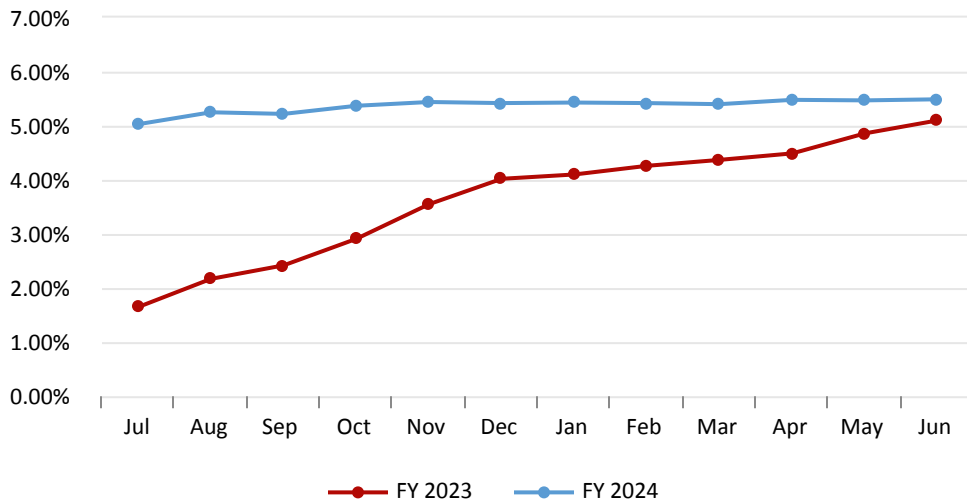
GF1 Prime Monthly Net Yields



GF1 Plus

The monthly net yield represents the annualized percent return of GF1 Plus investments. GF1 Plus performance is measured against the net yield for GF1.

GF1 Plus Monthly Net Yields



Local Government Investment Pool Trust

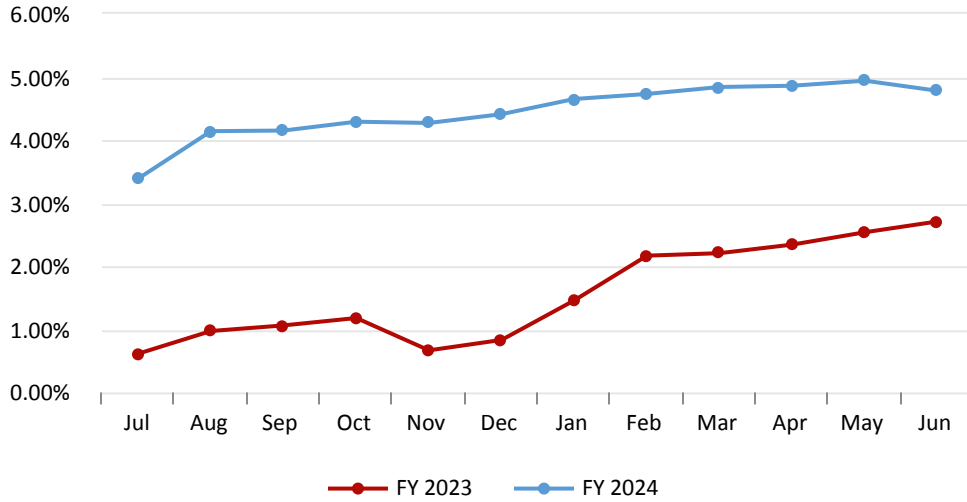
Management’s Discussion and Analysis

(Unaudited)

GEAP Plus

The monthly net yield represents the annualized percent return of GEAP Plus investments. GEAP Plus TMPs are invested in obligations of the U.S. Treasury, obligations of U.S. Government Sponsored Entities, and up to 35% in high quality credit instruments, including collateralized certificates of deposit. Each TMP seeks to achieve a return for a given holding period that outperforms the return of similar maturity U.S. Treasuries.

GEAP Plus Monthly Net Yields



FY 2025 Outlook

The financial markets experienced a moderate amount of volatility in FY24. FOMC increased the Federal Funds Target Rate to 5.25%-5.50% in July of 2023 and left rates unchanged through the remainder of FY24. Although the FOMC did not change monetary policy for most of FY24 the market priced in multiple interest rate cuts that never came to fruition. This scenario provided OST an opportunity to maintain a shorter weighted average maturity (WAM) to take advantage of higher yields in the short end of the curve.

As FY24 progressed, the economic picture came into better focus. Inflation data began to trend lower, and the labor market started to slow down. The Consumer Price Index (CPI) and Producer Price Index (PPI) ended FY24 at 3.0% YoY and 2.6% YoY, respectively. Nonfarm Payrolls data was consistently revised downward during this period revealing a weaker than reported labor market. Given these factors OST believes the FOMC will begin easing monetary policy in FY25 by implementing cuts to the Federal Funds Target Rate.

If the economic data remains consistent, without the economy experiencing a major disruption, OST believes the FOMC will ease monetary policy at a measured pace by implementing 25 basis-point cuts to the Federal Funds Target Rate until the target range of 3.00% to 3.25% is reached. Various factors can change the trajectory of monetary policy, including a resurgence of inflation, stronger or weaker than expected employment data, unforeseen geopolitical events and the 2024 U.S. elections.

Local Government Investment Pool Trust
Management's Discussion and Analysis
(Unaudited)

Forward-looking strategy for Georgia Fund 1

We anticipate that the FOMC will begin to ease monetary policy as inflation data improves and the labor market weakens. The Georgia Fund 1 yield is expected to decrease throughout FY25 as the portfolio reinvests maturities in a declining interest rate market. During this period, we will look for relative value opportunities in fixed and floating rate notes. We anticipate volatility in the market will persist. Thus, we expect to take a conservative approach with our investment strategy in order to ensure preservation of principal and liquidity in the portfolio.

Forward-looking strategy for Georgia Fund 1 Plus

For the Georgia Fund 1 Plus Rates portion, OST will employ a similar investment strategy to the Georgia Fund 1 portfolio. In addition, as interest rates come down in the short end of the curve, we will look for opportunities to add yield over short-term rates in the 1-year to 2-year part of the curve. For the Credit portion, we will work with subadvisors to maintain appropriate credit yields within portfolio guidelines.

Forward-looking strategy for GEAP Plus

As the FOMC reduces short-term interest rates, we will consider reinvesting of matured TMP funds into longer duration securities to provide potentially higher yields while also considering liquidity needs of GEAP Plus participants.

Forward-looking strategy for Georgia Fund 1 Prime

Georgia Fund 1 Prime's portfolio yield should decline throughout 2025 as rate cuts impact direct market securities. We will be mindful of the credit environment as the year progresses, but our outlook is for a soft landing and not a recession in the next year. This scenario should bode well for the high credit quality issuers that Georgia Fund 1 Prime purchases. This conservative investment approach should ensure preservation of principal and liquidity on a daily basis for participants.

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BASIC FINANCIAL STATEMENTS

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Local Government Investment Pool Trust
Statement of Net Position
As of June 30, 2024

(amounts in thousands)

Assets

Cash and Cash Equivalents	\$	26,008,516
Investments in Securities		31,033,102
Accrued Interest and Other Receivables		242,731
Investment Maturity Receivable		50,000
TOTAL ASSETS		57,334,349

Liabilities

Accrued Expenses and Other Payables		749
TOTAL LIABILITIES		749
TOTAL NET POSITION	\$	57,333,600

Net Position Consists of

Net Position Held in Trust for Internal Participants	\$	37,227,758
Net Position Held in Trust for External Participants		20,025,737
Restricted Reserve Funds		50,574
Undistributed Realized Gain (Loss)		8
Unrealized Fair Market Value Adjustment		29,523
TOTAL NET POSITION	\$	57,333,600

The notes to the financial statements are an integral part of this statement.

Local Government Investment Pool Trust
Statement of Changes in Net Position
For the Fiscal Year Ended June 30, 2024

(amounts in thousands)

Additions

Interest Income	\$	2,401,838
Net Increase (Decrease) in Fair Value of Investments		724,023
Amortization of Discount and Premium on Investments		7,780
Net Investment Income		3,133,641
Participant Deposits and Reinvestment of Distributions		91,904,360
TOTAL ADDITIONS	\$	95,038,001

Deductions

Distribution of Earnings	\$	3,024,741
Operating Expenses		9,775
Participant Withdrawals		85,819,159
TOTAL DEDUCTIONS	\$	88,853,675

Change in Net Position		6,184,326
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Net Position

Beginning of Year		51,149,274
End of Year	\$	57,333,600

The notes to the financial statements are an integral part of this statement.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(1) Significant Accounting Policies

Reporting Entity

Georgia Fund 1 (“GF1”), Georgia Fund 1 Prime (“GF1 Prime”), Georgia Fund 1 Plus (“GF1 Plus”), and Georgia Extended Asset Pool Plus (“GEAP Plus”) are investment offerings of the Local Government Investment Pool Trust (the “LGIP Trust” or “Trust”) and are investment offerings for the State of Georgia (the “State”) and local governments, including state agencies, colleges and universities, counties, school districts, special districts, or any department, agency, or board of a political subdivision. The State Depository Board (“Board”) prescribes cash management policies and procedures for the State and provides oversight for the offerings. The Board meets regularly and is comprised of the Governor, the State Chief Financial Officer, the State Accounting Officer, the Commissioner of Transportation, the Commissioner of Banking and Finance, the State Revenue Commissioner, and the State Treasurer. The offerings are managed by the Office of the State Treasurer (“OST”). The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America as issued by the Governmental Accounting Standards Board (“GASB”), which require management to make certain estimates and assumptions at the date of the financial statements. Actual results could differ from those estimates. Subsequent events, if any, through the date the financial statements were issued have been evaluated in the preparation of the financial statements. All applicable pronouncements required by GASB are presented in the financial statements. The offerings in the Trust are not registered with the SEC.

GF1 is managed as a stable Net Asset Value (“NAV”) pool. Investments are restricted to those enumerated in O.C.G.A. §50-5A-7, §50-17-2, §50-17-27, §50-17-63, §36-83-2, and §36-83-4. The primary objectives of the offering are safety of capital, liquidity, investment income, and diversification. GF1 participant deposits are not guaranteed or insured by any bank, the Federal Deposit Insurance Corporation (“FDIC”), the State, or any other government agency. It is possible to lose money investing in GF1.

OST operates GF1 and provides monthly statements of balances and interest income to participants on an amortized cost basis. While GF1 transacts at \$1.00 based on the amortized cost of the investments in the offering, GF1 participants should report their investments in GF1 at their respective fiscal year end at fair market value. The fair market valuation factor for GF1 at June 30, 2024, was \$1.00.

GF1 Prime is managed as a stable NAV pool that includes investment grade credit securities. Investments are restricted to those enumerated in O.C.G.A. §50-5A-7, §50-17-2, §50-17-27, §50-17-63, §36-83-2, and §36-83-4. The objectives of the offering are low risk, high credit quality portfolio seeking preservation of principal, liquidity, and a competitive return. The offering is managed by an Fund Manager. GF1 Prime participant deposits are not guaranteed or insured by any bank, the Federal Deposit Insurance Corporation (“FDIC”), the State, or any other government agency. It is possible to lose money investing in GF1 Prime.

GF1 Prime transacts at \$1.00 based on the amortized cost of the investments in the offering. Participants should report their investment in GF1 Prime at amortized cost.

GF1 Plus is managed as a stable NAV pool. It was established as an alternative to GF1 to provide higher yields by increasing credit exposure. The credit portion of the offering is managed by subadvisors. GF1 Plus participant deposits are not guaranteed or insured by any bank, the FDIC, the State, or any other government agency. It is possible to lose money investing in GF1 Plus.

GF1 Plus transacts at \$1.00 based on the amortized cost of the investments in the offering. Participants should report their investments in GF1 Plus at fair value. The current fair market valuation factor for GF1 Plus at June 30, 2024, was \$1.00.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(1) Significant Accounting Policies (Continued)

GEAP Plus is comprised of individual Target Maturity Portfolios (“TMPs”) with maturities up to five years. As of June 30, 2024, GEAP Plus consists of 5 individual TMPs. The TMPs are presented as combined on the Financial Statements, including Statement of Net Position and Statement of Changes in Net Position. New TMP offerings are available to participants that do not expect to need access to their investment prior to the termination date of the TMP. Each TMP is independent from all other TMPs. If one TMP loses value, no other TMP is impacted by such loss. The participant account value and yield are determined by using the amortized cost valuation method. This involves initially valuing a security at cost and thereafter accreting to maturity any discount or amortizing to maturity any premium, regardless of the impact of changes in interest rates in the market value of the underlying investments. GEAP Plus is managed by a subadvisor overseen by OST.

The accompanying financial statements present the financial position of only GF1, GF1 Prime, GF1 Plus, GEAP Plus, and the LGIP Trust Reserve. These do not include any other agencies or component units of the State or any other funds of OST. In the State’s Annual Comprehensive Financial Report, the Trust is not reported as a separate fund. Instead, the State’s portion of the Trust is reported on the balance sheet as “Pooled Investments in State Treasury.” The portion of the Trust belonging to external participating institutions is reported as the Investment Trust Fund.

Changes in Financial Accounting and Reporting

In FY24, the Trust did not implement any new GASB Statements.

Basis of Accounting

The accompanying statements are prepared based on the flow of economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized in the accounting period in which they are earned and realized. Expenses are recognized in the period incurred.

Cash and Cash Equivalents

Cash includes bank deposits, which are reported at carrying value. Cash equivalents are short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near the maturity that they present insignificant risk of changes in value because of changes in interest rates. Generally, investments with original maturities of three months or less meet this definition.

Investments

All offerings except for Georgia Fund 1 Prime generally value investments as follows:

- All investments except repurchase agreements, non-negotiable certificates of deposit (“CD”), direct-issued commercial paper, and other such nonparticipating investments are priced at fair value.
- Per GASB 31, repurchase agreements, non-negotiable CD’s, direct-issued commercial paper, and other such nonparticipating investments are carried at cost because they are nonparticipating contracts that do not capture interest rate changes in their value.

Georgia Fund 1 Prime carries all investments at amortized cost.

Security transactions are accounted for on a trade date basis which means that the purchases and sales of securities are recorded on the day the trade takes place with a corresponding payable or receivable.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(1) Significant Accounting Policies (Continued)

State of Georgia Code § 50-5A-7 stipulates “Pursuant to an investment policy adopted by the State Depository Board, the Office of the State Treasurer shall invest funds through the state treasurer.” This policy, Investment Policy for the Office of the State Treasurer, pertains to the investment of state funds, public funds comprising the Local Government Investment Pool, and other funds in the possession of OST. Through the investment policy, the LGIP Trust is authorized to invest in such securities permitted in the Code references §50-5A-7, §50-17-2, §50-17-27, §50-17-63, §36-83-2, and §36-83-4. Such investments include:

- Repurchase agreements
- Certificates of deposit
- Commercial paper
- Bank deposits held for investment purposes
- Prime bankers acceptances
- Municipal bonds
- Corporate obligations
- Foreign sovereign credit
- The International Bank for Reconstruction and Development or the International Financial Corporation
- GF1, GF1 Prime, GF1+, and GEAP+ and any other funds comprising the LGIP Trust
- Asset-backed securities
- Commercial mortgage-backed securities
- Money market mutual funds
- U.S. Agency obligations, including government-sponsored enterprises (“GSEs”)
- U.S. Treasury obligations

Investment Income, Gains and Losses, Expenses, and Distributions

GF1 is managed to maintain a stable \$1.00 NAV. For purposes of calculating earnings to each participant, all investments are valued at amortized cost. The offering distributes income to participants monthly, based on their average daily balance. Distributions include interest income based on stated rates (both received and accrued), amortization of discounts and premiums on a straight-line basis, realized investment gains and losses calculated on an amortized cost basis, and are net of investment expenses and administrative fees.

GF1 Prime and GF1 Plus are managed to maintain a stable \$1.00 NAV and accrue investment income on a daily basis. The two offerings distribute income to participants on a monthly basis and reinvest at \$1.00 based on the amortized cost of the investments in the offerings.

GEAP Plus is comprised of individual TMPs. Each TMP is managed to provide principal and income upon maturity consistent with maintaining preservation of principal if held to maturity. The participant account values and yields are determined by using the amortized cost valuation method. Securities are initially valued at cost. Thereafter any discounts are accreted, and any premiums are amortized to maturity, regardless of the impact of changes in interest rates on the market value of securities. All earned interest is reinvested within the respective TMP and paid at maturity.

For each offering, except for GF1 Prime, unrealized gains (losses) are reported in the equity section of the Statement of Net Position as “Unrealized Fair Market Value Adjustment.” Changes in the fair value of marketable securities are recognized at the end of the fiscal year.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(1) Significant Accounting Policies (Continued)

Administrative Fees and LGIP Trust Reserve

According to O.C.G.A. § 36-83-8(l), “payments of amounts for administrative expenses shall be deemed contractually obligated funds held in trust for the benefit of the local government investment pool and shall not lapse” and will be held in trust (the “LGIP Trust Reserve”) for the benefit of the LGIP. The LGIP Trust Reserve shall retain all unexpended administrative fees and interest earned on the reserve balance and may be utilized at the discretion of the State Treasurer in accordance with the LGIP Trust Policy.

During FY24, OST assessed an administrative fee of 5.5 basis points on GF1, an administrative fee of 5.5 basis points on GF1 Prime, an administrative fee of 5.5 basis points on GF1 Plus, and an administrative fee of 5 basis points on GEAP Plus.

Investments in Georgia Fund 1 and GEAP Plus

GF1 Plus, GEAP Plus, and the LGIP Trust Reserve invested a portion of their assets in GF1. The portion of the investments in GF1 appears in the Statement of Net Position for GF1 Plus, GEAP Plus, and the LGIP Trust Reserve under the “Cash and Cash Equivalent” account. Additionally, GF1 Plus invested a portion of its assets in GEAP Plus. The portion of the investments in GEAP Plus appears in the Combining Statement of Net Position for GF1 Plus under the asset “Investments in Securities.”

In the disclosures for GF1 Plus, the investments in GEAP Plus are listed as “Target Maturity Portfolios” and disclose the risks associated with these TMPs not the underlying securities. The risks for the underlying securities in these TMPs are disclosed in GEAP Plus.

(2) Subsequent Event

For FY24, the Trust did not have any subsequent events.

(3) Investment Disclosures

Interest Rate Risk

Interest rate risk is the risk associated with changes in interest rates that could adversely affect the fair value of an investment. GF1, GF1 Prime, and GF1 Plus use the weighted average maturity (“WAM”) method to analyze interest rate risk. WAM expresses the average time until maturity for the investments in a portfolio weighted to reflect the dollar size of the individual investments within the portfolio. WAM is an acceptable method for reporting interest rate risk according to GASB 40. OST seeks to match investment terms to the cash requirements of the offering.

OST makes the following assumptions when calculating the WAM. The calculation uses the par value of the securities as the dollar size. For GF1 and GF1 Plus, the carrying value is the fair value of the securities. For GF1 Prime, the carrying value is the amortized cost of the securities. For securities with interest rate resets, the WAM was calculated to the reset date and not the final maturity date. For callable securities, the securities are calculated to either the call date or the final maturity date depending on OST’s expectation that these securities will be called. The WAM for securities likely to be called is calculated to the call date, whereas the WAM for securities not likely to be called is calculated to the final maturity date.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

GF1

At June 30, 2024, GF1's WAM was as follows:

Investment Type	Carrying Value (amounts in thousands)	WAM (Days)
Bank Deposits Held for Investment Purposes	\$ 3,783,768	1.00
Money Market Mutual Fund	136,025	1.00
Repurchase Agreements	10,399,279	8.24
Supranational Obligations	843,674	49.18
U.S. Agency Obligations	7,720,870	89.05
U.S. Treasury Obligations	7,923,635	18.06
Total	\$ 30,807,251	
GF1 WAM (Days)		31.24

GF1 Prime

At June 30, 2024, the WAM for GF1 Prime was as follows:

Investment Type	Carrying Value (amounts in thousands)	WAM (Days)
Commercial Paper	\$ 274,666	31
Corporates	20,000	3
Negotiable Certificate of Deposit	177,998	71
Repurchase Agreements	127,277	1
Total	\$ 599,941	
GF1 Prime WAM (Days)		35

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

GF1 Plus

At June 30, 2024, the WAM for GF1 Plus was as follows:

Investment Type	Carrying Value (amounts in thousands)	WAM (Days)
Asset-Backed Securities	\$ 1,391,023	239
Bank Deposits Held for Investment Purposes	994,215	1
Commercial Paper	4,351,621	41
Corporates	362,840	45
GEAP Plus Target Maturity Portfolios(1)	501,802	107
Georgia Fund 1	138	1
Money Market Mutual Fund	62,577	1
Municipal Bonds	4,277	489
Negotiable Certificate of Deposit	3,624,378	71
Repurchase Agreements	9,878,002	4
Sovereign Credit	24,936	640
Supranational Obligations	56,460	80
U.S. Agency Obligations	2,172,976	189
U.S. Treasury Obligations	1,378,993	14
Total (2)	\$ 24,804,238	
GF1 Plus WAM (Days)		54

(1) The GEAP Plus TMPs consist of the following maturity: October 2024 E.

(2) Does not include \$499 thousand of cash not held for investment purposes.

GEAP Plus

GEAP Plus uses the duration method to analyze interest rate risk. GEAP Plus is a series of TMPs with an intent to hold securities to maturity. The individual TMPs are not actively managed to respond to interest rate changes. Matured TMPs are reinvested in money markets with overnight availability unless they are withdrawn or reinvested in new TMPs. At June 30, 2024, the duration for GEAP Plus was as follows by maturities:

October 2024 E

Investment Type	Carrying Value (amounts in thousands)	Duration
Money Market Mutual Fund	\$ 8,127	0.00
U.S. Treasury Obligations	530,489	0.29
Total	\$ 538,616	

October 2024 E Duration

0.29

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

December 2024 H

Investment Type	Carrying Value (amounts in thousands)	Duration
Commercial Paper	\$ 50,126	0.45
Georgia Fund 1	7	0.00
Money Market Mutual Fund	175	0.00
Negotiable Certificate of Deposit	14,995	0.45
U.S. Agency Obligations	97,636	0.45
U.S. Treasury Obligations	23,636	0.46
Total	\$ 186,575	

December 2024 H Duration

0.45

June 2025 H

Investment Type	Carrying Value (amounts in thousands)	Duration
Commercial Paper	\$ 28,530	0.93
Georgia Fund 1	7	0.00
Money Market Mutual Fund	1,859	0.00
Negotiable Certificate of Deposit	36,008	0.94
U.S. Treasury Obligations	119,911	0.96
Total	\$ 186,315	

June 2025 H Duration

0.94

December 2025 H

Investment Type	Carrying Value (amounts in thousands)	Duration
Corporates	\$ 32,823	1.40
Money Market Mutual Fund	15,675	0.00
U.S. Treasury Obligations	137,702	1.46
Total	\$ 186,200	

December 2025 H Duration

1.33

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

June 2026 H

Investment Type	Carrying Value (amounts in thousands)	Duration
Corporates	\$ 46,278	1.88
Money Market Mutual Fund	2,488	0.00
U.S. Treasury Obligations	137,409	1.95
Total	\$ 186,175	

June 2026 H Duration

1.91

LGIP Trust Reserve

At June 30, 2024, the LGIP Trust Reserve's WAM was as follows:

Investment Type	Carrying Value (amounts in thousands)	WAM (Days)
Bank Deposit	\$ 47,762	1
Georgia Fund 1	1,474	1
Total	\$ 49,236	

LGIP Trust Reserve WAM (Days)

1

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations to the holder of the investment. For internally managed portfolios, OST utilizes a counterparty risk assessment model to assess the credit risk of counterparties that have been approved to serve as repurchase agreement counterparties or depositories. OST has assigned credit limits to each counterparty based upon the counterparty risk assessment model, which incorporates market indicators, default probabilities, issuer research, and issuer ratings to determine maximum credit exposure per institution, term of investment for respective counterparties, and collateralization requirements in accordance with the OST Investment Policy. OST's Fund Manager and subadvisors utilize their own credit research in the management of credit risk for the portfolios they invest.

The nationally recognized statistical rating organizations ("NRSROs") rate the long-term senior debt (with original maturity longer than 1 year) of the GSEs with split ratings equivalent to AAA and AA+ ratings. In the credit risk disclosure tables, the rating for the long-term senior debt of the GSEs is listed as AA. The short-term rating of the GSEs is equivalent to an A-1+ rating. The issuing GSEs are rated but specific bonds are not always individually rated.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

GF1

At June 30, 2024, the offering's securities and underlying collateral for repurchase agreements were rated as follows (amounts in thousands):

Credit Risk Investments	Long-Term Ratings				Short-Term		Carrying Value
	AAA	AA	A	BBB	A-1+	A-1	
Money Market Mutual Fund	\$ 136,025	\$ –	\$ –	\$ –	\$ –	\$ –	\$ 136,025
Repurchase Agreements	33,774	319,435	1,148,888	1,650,755	–	37,079	3,189,931
Supranational Obligations	843,674	–	–	–	–	–	843,674
U.S. Agency Obligations		7,720,870					7,720,870
Total Credit Risk Investments	<u>\$1,013,473</u>	<u>\$8,040,305</u>	<u>\$1,148,888</u>	<u>\$1,650,755</u>	<u>\$ –</u>	<u>\$ 37,079</u>	\$ 11,890,500
U.S. Treasury Obligations							7,923,635
Repurchase Agreements Backed by:							
U.S. Agency Obligations Explicitly Guaranteed							5,119,992
U.S. Treasury Obligations							2,089,356
Total Securities							<u>\$ 27,023,483</u>

GF1 Prime

At June 30, 2024, the offering's securities and underlying collateral for repurchase agreements were rated as follows (amounts in thousands):

Credit Risk Investments	Short-Term		Carrying Value
	A-1+	A-1	
Commercial Paper	\$ 28,970	\$ 245,696	\$ 274,666
Corporates	–	20,000	20,000
Negotiable Certificate of Deposit	34,998	143,000	177,998
Total Credit Risk Investments	<u>\$ 63,968</u>	<u>\$ 408,696</u>	\$ 472,664
Repurchase Agreements Backed by:			
U.S. Agency Obligations Explicitly Guaranteed			95,378
U.S. Treasury Obligations			31,899
Total Securities			<u>\$ 599,941</u>

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

GF1 Plus

At June 30, 2024, the offering's securities and underlying collateral for repurchase agreements were rated as follows (amounts in thousands):

Credit Risk Investments	Long-Term Ratings				Short-Term			Not Rated	Carrying Value
	AAA	AA	A	BBB	A-1+	A-1	A-2		
Asset-Backed Securities	\$1,391,023	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,391,023
Commercial Paper	-	-	-	-	1,039,030	3,312,591	-	-	4,351,621
Corporates	-	16,610	196,115	-	100,047	50,068	-	-	362,840
GEAP Plus Target Maturity Portfolios	-	-	-	-	-	-	-	501,802	501,802
Money Market Mutual Fund	62,577	-	-	-	-	-	-	-	62,577
Municipal Bonds	4,277	-	-	-	-	-	-	-	4,277
Negotiable Certificate of Deposit	-	-	-	-	1,041,080	2,483,560	99,738	-	3,624,378
Repurchase Agreements	143,181	432,008	1,992,887	2,420,974	-	819,474	-	-	5,808,524
Sovereign Credit	-	-	24,936	-	-	-	-	-	24,936
Supranational Obligations	56,460	-	-	-	-	-	-	-	56,460
U.S. Agency Obligations	-	2,172,976	-	-	-	-	-	-	2,172,976
Total Credit Risk Investments	<u>\$1,657,518</u>	<u>\$2,621,594</u>	<u>\$2,213,938</u>	<u>\$2,420,974</u>	<u>\$2,180,157</u>	<u>\$6,665,693</u>	<u>\$ 99,738</u>	<u>\$ 501,802</u>	\$18,361,414
Georgia Fund I									138
U.S. Treasury Obligations									1,378,993
Repurchase Agreements Backed by:									
U.S. Agency Obligations Explicitly Guaranteed									2,899,775
U.S. Treasury Obligations									1,169,703
Total Securities									<u>\$23,810,023</u>

GEAP Plus

At June 30, 2024, the securities in the GEAP Plus offering were rated as follows by TMP maturities (amounts in thousands):

October 2024 E

Credit Risk Investments	Long-Term Ratings	Carrying Value
	AAA	
Money Market Mutual Fund	\$ 8,127	\$ 8,127
Total Credit Risk Investments	<u>\$ 8,127</u>	\$ 8,127
U.S. Treasury Obligations		530,489
Total Securities		<u>\$ 538,616</u>

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

December 2024 H

Credit Risk Investments	Long-Term Ratings		Short-Term Ratings		Carrying Value
	AAA	AA	A-1+	A-1	
Commercial Paper	\$ –	\$ –	\$ 6,243	\$ 43,883	\$ 50,126
Money Market Mutual Fund	175	–	–	–	175
Negotiable Certificate of Deposit	–	–	–	14,995	14,995
U.S. Agency Obligations	–	97,636	–	–	97,636
Total Credit Risk Investments	<u>\$ 175</u>	<u>\$ 97,636</u>	<u>\$ 6,243</u>	<u>\$ 58,878</u>	<u>\$ 162,932</u>
Georgia Fund 1					7
U.S. Treasury Obligations					23,636
Total Securities					<u>\$ 186,575</u>

June 2025 H

Credit Risk Investments	Long-Term Ratings	Short-Term Ratings		Carrying Value
	AAA	A-1+	A-1	
Commercial Paper	\$ –	\$ –	\$ 28,530	\$ 28,530
Money Market Mutual Fund	1,859	–	–	1,859
Negotiable Certificate of Deposit	–	30,011	5,997	36,008
Total Credit Risk Investments	<u>\$ 1,859</u>	<u>\$ 30,011</u>	<u>\$ 34,527</u>	<u>\$ 66,397</u>
Georgia Fund 1				7
U.S. Treasury Obligations				119,911
Total Securities				<u>\$ 186,315</u>

December 2025 H

Credit Risk Investments	Long-Term Ratings			Carrying Value
	AAA	AA	A	
Corporates	\$ –	\$ 23,990	\$ 8,833	\$ 32,823
Money Market Mutual Fund	15,675	–	–	15,675
Total Credit Risk Investments	<u>\$ 15,675</u>	<u>\$ 23,990</u>	<u>\$ 8,833</u>	<u>\$ 48,498</u>
U.S. Treasury Obligations				137,702
Total Securities				<u>\$ 186,200</u>

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

June 2026 H

Credit Risk Investments	Long-Term Ratings			Carrying Value
	AAA	AA	A	
Corporates	\$ –	\$ 1,691	\$ 44,587	\$ 46,278
Money Market Mutual Fund	2,488	–	–	2,488
Total Credit Risk Investments	<u>\$ 2,488</u>	<u>\$ 1,691</u>	<u>\$ 44,587</u>	\$ 48,766
U.S. Treasury Obligations				137,409
Total Securities				<u>\$ 186,175</u>

Custodial Credit Risk

Custodial credit risk for deposits is the risk that, in the event of a bank failure, the Trust's deposits may not be fully recovered. The OST Investment Policy specifies safety of capital, liquidity, investment return and diversification as its objectives. In carrying out these objectives, OST maintains balances in accounts in banks approved for investment by the Board.

As of June 30, 2024, bank deposits of the Trust were as follows (amounts in thousands):

	Insured or Collateralized	Uninsured and Uncollateralized	Total Bank Balance
Georgia Fund 1	\$ 3,783,768	\$ –	\$ 3,783,768
Georgia Fund 1 Prime	–	–	–
Georgia Fund 1 Plus	994,465	249	994,714
GEAP Plus	–	–	–
LGIP Trust Reserve	47,762	–	47,762
Total	<u>\$ 4,825,995</u>	<u>\$ 249</u>	<u>\$ 4,826,244</u>

Concentration of Credit Risk

Concentration of credit risk is the risk associated with losses that may occur due to lack of diversification. Concentration of credit risk is mitigated by limiting the percentage of total investments with any one issuer. OST limits concentration of credit risk by establishing maximum issuer exposure limits based on criteria established using OST's counterparty risk assessment model.

GASB 40 requires the disclosure of the concentration of credit risk in any issuer that represents 5% or more of total investments. As of June 30, 2024, the concentration of credit risk for the offerings in the Trust is as follows:

- Approximately 25.06% of GF1 was invested in U.S. agency obligations not explicitly guaranteed by the U.S. Government or in repurchase agreements collateralized with U.S. agency obligations not explicitly guaranteed by the U.S. Government.
- Approximately 8.95% of GF1 Plus was invested in U.S. agency obligations not explicitly guaranteed by the U.S. Government or in repurchase agreements collateralized with U.S. agency obligations not explicitly guaranteed by the U.S. Government.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

- At June 30, 2024, in the GEAP Plus offering, the following TMPs had concentrations of credit risk greater than 5%:
 - Approximately 7.84% of the TMP for December 2024 H was invested in commercial paper of Credit Agricole, 7.84% was invested in commercial paper of Manhattan Asset Funding, 7.84% was invested in commercial paper of MUFG Bank Ltd., 8.04% was invested in negotiable certificate of deposit of Swedbank, and 52.33% was invested in US. agency obligations not explicitly guaranteed by the U.S. Government.
 - Approximately 7.65% of the TMP for June 2025 H was invested in commercial paper of Bank of America Securities, 7.66% was invested in commercial paper of Citigroup Global Market, 8.05% was invested in negotiable certificate of deposit of Royal Bank of Canada, and 8.05% was invested in negotiable certificate of deposit of Westpac Banking Corporation.
 - Approximately 5.05% of the TMP for December 2025 H was invested in corporate obligations of National Securities Clearing and 7.84% was invested in corporate obligations of Novartis Capital.
 - Approximately 7.67% of the TMP for June 2026 H was invested in corporate obligations of San Diego Gas & Electric Company and 7.53% was invested in corporate obligations of Toyota Motor Credit Corporation.

Fair Value Measurements

In accordance with GASB 72, some investments in the offerings are measured using inputs divided into three fair value hierarchies:

- Level 1 – Unadjusted quoted prices for identical assets or liabilities in active markets that a government can access at the measurement date.
- Level 2 – Inputs, other than quoted prices included within Level 1, that are observable for an asset or liability, either directly or indirectly. Matrix pricing is used for the securities classified in Level 2 of the fair value hierarchy in the Trust.
- Level 3 – Unobservable inputs for an asset or liability.

GF1

At June 30, 2024, GF1 has the following investments reported at fair value (amount in thousands):

Investment Type	Level 1	Level 2	Level 3	Fair Value
Money Market Mutual Fund	\$ 136,025	\$ –	\$ –	\$ 136,025
Supranational Obligations	–	843,674	–	843,674
U.S. Agency Obligations	–	7,720,870	–	7,720,870
U.S. Treasury Obligations	7,923,635	–	–	7,923,635
Total	\$ 8,059,660	\$ 8,564,544	\$ –	\$ 16,624,204

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

GF1 Prime

At June 30, 2024, GF1 Prime carries its investments at amortized cost in accordance with GASB 79. GF1 Prime's investments had the following fair value (amount in thousands):

Investment Type	Level 1	Level 2	Level 3	Fair Value
Commercial Paper (Indirect Issue)	\$ —	\$ 276,582	\$ —	\$ 276,582
Corporates	—	20,027	—	20,027
Negotiable Certificate of Deposit	—	176,073	—	176,073
	<u>\$ —</u>	<u>\$ 472,682</u>	<u>\$ —</u>	<u>\$ 472,682</u>

GF1 Plus

At June 30, 2024, GF1 Plus has the following investments reported at fair value (amount in thousands):

Investment Type	Level 1	Level 2	Level 3	Fair Value
Asset-Backed Securities	\$ —	\$ 1,391,023	\$ —	\$ 1,391,023
Commercial Paper	—	4,351,621	—	4,351,621
Corporates	—	362,840	—	362,840
Money Market Mutual Fund	62,577	—	—	62,577
Municipal Bonds	—	4,277	—	4,277
Negotiable Certificate of Deposit	—	3,624,378	—	3,624,378
Sovereign Credit	—	—	24,936	24,936
Supranational Obligations	—	56,460	—	56,460
U.S. Agency Obligations	—	2,172,976	—	2,172,976
U.S. Treasury Obligations	1,378,993	—	—	1,378,993
	<u>\$ 1,441,570</u>	<u>\$ 11,963,575</u>	<u>\$ 24,936</u>	<u>\$ 13,430,081</u>
Reconciling Item:				
GEAP Plus Target Maturity Portfolios				\$ 501,802
Georgia Fund 1				138
Total				<u>\$ 13,932,021</u>

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

(3) Investment Disclosures (Continued)

GEAP Plus

At June 30, 2024, GEAP Plus has the following investments reported at fair value (amount in thousands):

Investment Type	Level 1	Level 2	Level 3	Fair Value
Commercial Paper	\$ —	\$ 78,656	\$ —	\$ 78,656
Corporates	—	79,101	—	79,101
Negotiable Certificate of Deposit	—	51,003	—	51,003
Money Market Mutual Fund	28,324	—	—	28,324
U.S. Agency Obligations	—	97,636	—	97,636
U.S. Treasury Obligations	949,147	—	—	949,147
	<u>\$ 977,471</u>	<u>\$ 306,396</u>	<u>\$ —</u>	<u>\$ 1,283,867</u>
Reconciling Item:				
Georgia Fund 1				\$ 14
Total				<u>\$ 1,283,881</u>

The remaining investments in the Trust are exempt from GASB 72's disclosure requirement because they are not reported at fair value and are instead valued using cost-based measures.

(4) Equity of Internal and External Participants

Per GASB 31, "The external portion of an external investment pool is the portion that belongs to legally separate entities that are not part of the sponsoring government's financial reporting entity. The internal portion of each external investment pool is the portion that belongs to the primary government and its component units." The following table describes the equity of internal and external participants in the offering's net position and shows that net position is composed of participants' account balances and the unrealized fair market value adjustment (amounts in thousands):

	Georgia Fund 1	Georgia Fund 1 Prime	Georgia Fund 1 Plus	GEAP Plus	Trust Reserve	Eliminations	Total
Internal Participants	\$ 11,004,177	\$ 516,013	\$ 24,916,264	\$ 1,293,554	\$ —	\$ (502,250)	\$ 37,227,758
External Participants	19,939,955	85,782	—	—	—	—	20,025,737
Restricted Reserve Funds	1,474	—	—	—	50,574	(1,474)	50,574
Undistributed Realized Gain (Loss)	—	8	—	—	—	—	8
Unrealized Fair Market Value Adjustment	(400)	—	37,305	(7,382)	—	—	29,523
Total Net Position	<u>\$ 30,945,206</u>	<u>\$ 601,803</u>	<u>\$ 24,953,569</u>	<u>\$ 1,286,172</u>	<u>\$ 50,574</u>	<u>\$ (503,724)</u>	<u>\$ 57,333,600</u>

(5) Involuntary Participation

GASB 31 requires the disclosure of any involuntary participation in the Trust. The Statement defines involuntary participants as "those that are required by legal provisions to invest in the external investment pool." O.C.G.A. § 50-5A-7 requires certain internal funds to be invested by the State Treasurer but does not require the funds to be invested in the Trust. External participants are voluntary participants of the offerings.

Local Government Investment Pool Trust
Notes to the Financial Statements
Year Ended June 30, 2024

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SUPPLEMENTARY INFORMATION

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Local Government Investment Pool Trust
Supplementary Information
Combining Statement of Net Position
As of June 30, 2024

(amounts in thousands)

	<u>Georgia Fund 1</u>	<u>Georgia Fund 1 Prime</u>	<u>Georgia Fund 1 Plus</u>	<u>GEAP Plus</u>
Assets				
Cash and Cash Equivalents	\$ 12,806,810	\$ 338,177	\$ 12,787,581	\$ 28,338
Investments in Securities	18,000,441	261,764	12,017,156	1,255,543
Accrued Interest and Other Receivables	137,955	1,890	100,783	2,399
Investment Maturity Receivable	-	-	50,000	-
TOTAL ASSETS	30,945,206	601,831	24,955,520	1,286,280
Liabilities				
Accrued Expenses and Other Payables	-	28	1,951	108
TOTAL LIABILITIES	-	28	1,951	108
TOTAL NET POSITION	\$ 30,945,206	\$ 601,803	\$ 24,953,569	\$ 1,286,172
Net Position Consists of				
Net Position Held in Trust for Internal Participants	\$ 11,004,177	\$ 516,013	\$ 24,916,264	\$ 1,293,554
Net Position Held in Trust for External Pool Participants	19,939,955	85,782	-	-
Restricted Reserve Funds(1)	1,474	-	-	-
Undistributed Realized Gain (Loss)	-	8	-	-
Unrealized Fair Market Value Adjustment(2)	(400)	-	37,305	(7,382)
TOTAL NET POSITION	\$ 30,945,206	\$ 601,803	\$ 24,953,569	\$ 1,286,172

(1) See Note 1 to the Financial Statements subsection *Administrative Fees and LGIP Trust Reserve* for more information on the Reserve Funds.

(2) Georgia Fund Prime is recorded at amortized value and does not report any Unrealized Fair Market Value Adjustment.

Local Government Investment Pool Trust
Supplementary Information
Combining Statement of Net Position
As of June 30, 2024

(amounts in thousands)

	<u>Trust Reserve</u>		<u>Eliminations</u>		<u>Total</u>
Assets					
Cash and Cash Equivalents	\$ 49,236	\$	(1,626)	\$	26,008,516
Investments in Securities	–		(501,802)		31,033,102
Accrued Interest and Other Receivables	1,338		(1,634)		242,731
Investment Maturity Receivable	–		–		50,000
TOTAL ASSETS	50,574		(505,062)		57,334,349
Liabilities					
Accrued Expenses and Other Payables	–		(1,338)		749
TOTAL LIABILITIES	–		(1,338)		749
TOTAL NET POSITION	\$ 50,574	\$	(503,724)	\$	57,333,600
Net Position Consists of					
Net Position Held in Trust for Internal Participants	\$ –	\$	(502,250)	\$	37,227,758
Net Position Held in Trust for External Pool Participants	–		–		20,025,737
Restricted Reserve Funds(1)	50,574		(1,474)		50,574
Undistributed Realized Gain (Loss)	–		–		8
Unrealized Fair Market Value Adjustment(2)	–		–		29,523
TOTAL NET POSITION	\$ 50,574	\$	(503,724)	\$	57,333,600

**Local Government Investment Pool Trust
Supplementary Information
Combining Statement of Changes in Net Position
For the Fiscal Year Ended June 30, 2024**

(amounts in thousands)

	<u>Georgia Fund 1</u>	<u>Georgia Fund 1 Prime</u>	<u>Georgia Fund 1 Plus</u>	<u>GEAP Plus</u>
Additions				
Interest Income	\$ 1,334,149	\$ 9,191	\$ 1,024,871	\$ 38,398
Net Increase (Decrease) in Fair Value of Investments	407,911	-	307,943	55,607
Amortization of Discount and Premium on Investments	-	7,780	-	-
Less: Administrative Fees	(17,715)	(54)	(9,964)	(487)
Net Investment Income	1,724,345	16,917	1,322,850	93,518
Equity Transfer from LGIP Trust Reserve	-	-	29,000	-
Pool Participant Deposits and Reinvestment of Distributions	85,075,363	601,795	6,041,655	326,640
TOTAL ADDITIONS	\$ 86,799,708	\$ 618,712	\$ 7,393,505	\$ 420,158
Deductions				
Distribution of Earnings	\$ 1,730,141	\$ 16,795	\$ 1,237,353	\$ 40,452
Operating Expenses	-	114	2,069	510
Participant Withdrawals	84,871,318	-	809,708	1,296,502
TOTAL DEDUCTIONS	\$ 86,601,459	\$ 16,909	\$ 2,049,130	\$ 1,337,464
Change in Net Position	198,249	601,803	5,344,375	(917,306)
Net Position				
Beginning of Year	30,746,957	-	19,609,194	2,203,478
End of Year	\$ 30,945,206	\$ 601,803	\$ 24,953,569	\$ 1,286,172

Local Government Investment Pool Trust
Supplementary Information
Combining Statement of Changes in Net Position
For the Fiscal Year Ended June 30, 2024

(amounts in thousands)

	<u>Trust Reserve</u>	<u>Eliminations</u>	<u>Total</u>
Additions			
Interest Income	\$ 2,704	\$ (7,475)	\$ 2,401,838
Net Increase (Decrease) in Fair Value of Investments	–	(47,438)	724,023
Amortization of Discount and Premium on Investments	–	–	7,780
Less: Administrative Fees	28,220	–	–
Net Investment Income	30,924	(54,913)	3,133,641
Equity Transfer from LGIP Trust Reserve	(29,000)	–	–
Pool Participant Deposits and Reinvestment of Distributions	–	(141,093)	91,904,360
TOTAL ADDITIONS	\$ 1,924	\$ (196,006)	\$ 95,038,001
Deductions			
Distribution of Earnings	\$ –	\$ –	\$ 3,024,741
Operating Expenses	7,082	–	9,775
Participant Withdrawals	–	(1,158,369)	85,819,159
TOTAL DEDUCTIONS	\$ 7,082	\$ (1,158,369)	\$ 88,853,675
Change in Net Position	(5,158)	962,363	6,184,326
Net Position			
Beginning of Year	55,732	(1,466,087)	51,149,274
End of Year	\$ 50,574	\$ (503,724)	\$ 57,333,600

SECTION II
INTERNAL CONTROL AND COMPLIANCE

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DOAA

Georgia Department
of Audits & Accounts

Greg S. Griffin
State Auditor

**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING
AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL
STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS**

The Honorable Brian P. Kemp, Governor of Georgia
Members of the General Assembly of the State of Georgia
Members of the State Depository Board
and
Mr. Steve McCoy, State Treasurer

We have audited the financial statements of the Local Government Investment Pool Trust of the Office of the State Treasurer of the State of Georgia (Trust) as of and for the year ended June 30, 2024, and the related notes to the financial statements, which collectively comprise the Trust's basic financial statements, and have issued our report thereon dated November 15, 2024. We conducted our audit in accordance with the auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Trust's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the basic financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control. Accordingly, we do not express an opinion on the effectiveness of the Trust's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Trust's financial statements will not be prevented, or detected and corrected, on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Trust's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Trust's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the Trust's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Respectfully submitted,



Greg S. Griffin
State Auditor

November 15, 2024