





What We Will Talk About Today

- Understand your Retirement Plan Choices
 - FRS Investment Plan
 - FRS Pension Plan
- Compare the Retirement Plans
 - Understand considerations in your decision process
- Use your Resources
 - You are not in this alone
- Make your Choice
 - When and how to enroll
- Life after Choice
 - Planning for your financial future



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Employee Choice Resources



Toll-free MyFRS Financial Guidance Line



MyFRS.com Web Site



New Hire Video

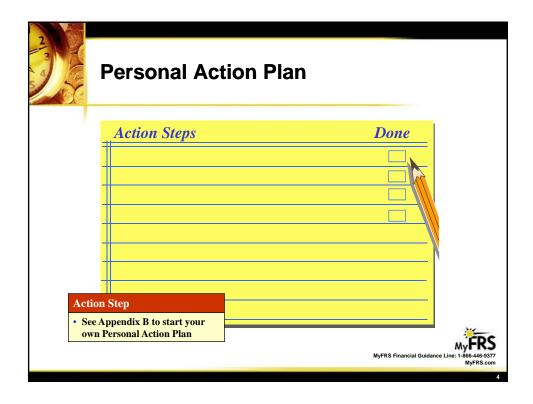


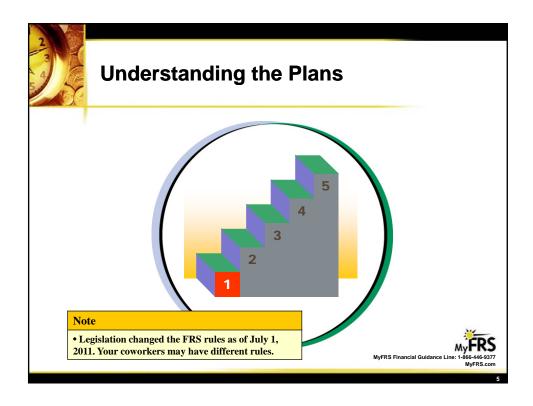
FRS New Employee Enrollment Kit



Financial Planning Workshops









The FRS Investment Plan

- More recent retirement plan design
- Benefit not fixed
- Based on (1) employer contributions, (2) employee contributions, (3) investment returns, and (4) account fees
- You choose how to distribute contributions among the investment funds in the plan
- Guaranteed benefit for life available
- Vested after 1 year
- Fully portable within the more than 900 FRS employers as well as employers outside the FRS umbrella



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How Does Your FRS Investment Plan Grow?

Account Balance

PLUS

Employer and Employee Contributions

PLUS

Income and Investment Gains (Losses)

MINUS

Account Expenses









How Theresa's FRS Investment Plan Account Might Grow in the Future...

January 2014		February 2014	
Beginning Balance	\$30,821	Beginning Balance	\$31,167
Employer Contribution	\$96	Employer Contribution	\$96
Employee Contribution	\$87	Employee Contribution	\$87
Investment Results	\$168	Investment Results	(\$11)
Account Expense	(\$5)	Account Expense	(\$5)
Ending Balance	\$ 31,167	Ending Balance	\$ 31,334
			344



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What Are Your Investment Choices?

Annual Fees for a \$1,000 Account

Investment Fund Categories	Number of FRS IP Funds	Range of FRS IP Fund Fees
Retirement Date Funds	10	\$1.00 - \$3.50
Money Market Fund	1	\$0.58
Real Assets Fund	1	\$7.20
Fixed Income Funds	3	\$0.50 - \$5.30
U.S. Stocks Funds	2	\$0.20 - \$6.60
Foreign/Global Stocks Funds	3	\$0.20 - \$5.30

Fees as of 07/01/14





FRS Investment Plan Benefit Payment Options

You may receive payment of your vested benefit in the following forms of distribution:

- Lump-sum distribution
- Distributions on demand or by any schedule
- Guaranteed annuity payments for life—including survivor options and 3% annual benefit increase
- Any combination of the above distribution options
- Rollover to an IRA or another tax-deferred plan

Caution!

• Taking a distribution of any kind from the Investment Plan puts you in "Retiree" status. This means no future FRS membership if you return to FRS employment.



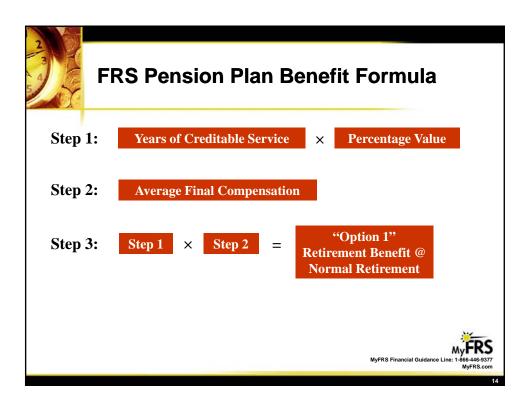


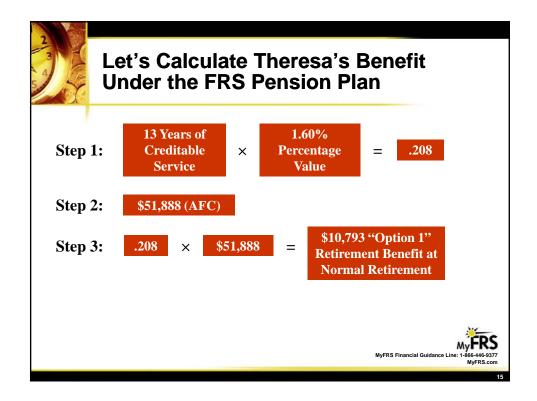
The FRS Pension Plan

- Traditional pension approach
 - Rewards long-service employees or some who begin FRS career later in life
- Benefit accumulates at a faster rate the longer you stay
- Fixed benefit at retirement based on formula
- Guaranteed check for life
- Funded by employer and employee contributions
- FSBA has the investment responsibility
- Vested after eight years
- Portable within the more than 900 FRS Employers

ncial Guidance Line: 1-866-446-9377 MyFRS.com

FSBA = Florida State Board of Administration







FRS Pension Plan Benefit Payment Options

All options are lifetime monthly payments:

Option 1: Single life annuity

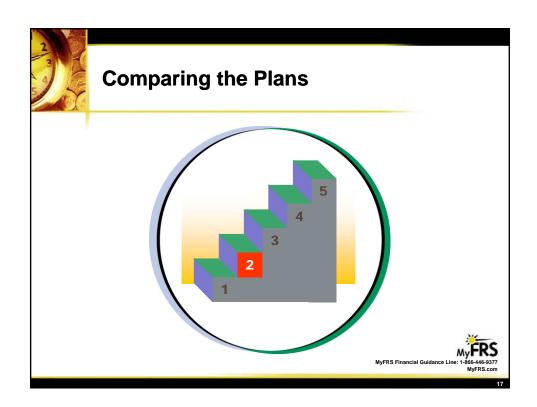
Option 2: Reduced lifetime annuity to retiree with

10-year payout guarantee

Option 3: Reduced joint-and-survivor annuity

Option 4: Reduced annuity with \(^2\)_3 survivor annuity







Side by Side Comparison

- 1 The FRS Pension Plan is a traditional retirement plan designed for longer-service employees. It pays you a guaranteed monthly benefit based on service and salary when you retire. You qualify for a benefit after 8* years of service.
- You and your employer make monthly contributions into a single pension trust fund for all Pension Plan members.
- *Members who have previous FRS service credit prior to July 1, 2011 are subject to 6-year vesting.

- 1 The FRS Investment Plan was designed for a more mobile workforce. Your benefit is based on how much money is contributed to your account and how well that money grows over time when invested. You qualify for a benefit after 1 year of service.
- 2 You and your employer make monthly contributions into an individual Investment Plan account you control even if you take another job.



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Side by Side Comparison (Continued)

Pension Plan

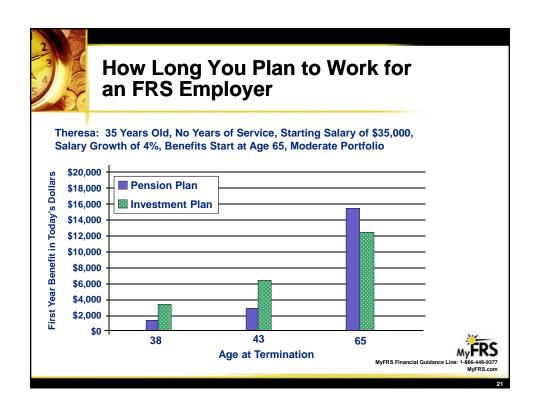
- 3 The Florida State Board of Administration is responsible for investing all monies in the Pension Plan Trust Fund. Pension Plan benefits are paid from the trust fund.
- When you do retire, your benefit will be paid to you in monthly checks for your lifetime. You may decide to join DROP.

Investment Plan

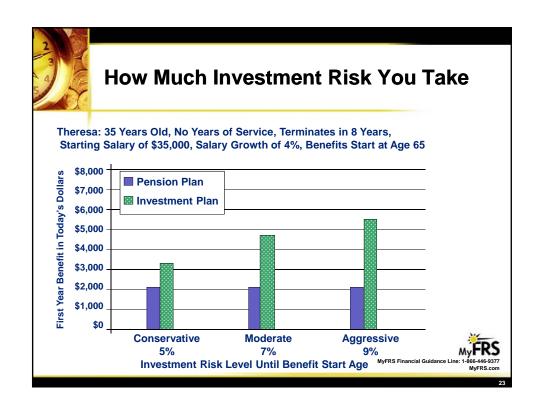
- 3 You decide how much risk to take by allocating your account balance among professionally managed investment funds. You can be as conservative or aggressive as you want.
- 4 You can take your benefit in a single payment, in multiple payments over time, in guaranteed monthly payments for life, or any combination.













Personalized Benefit Comparison Statement

- Included in FRS New Employee Enrollment Kit
- Compares projected benefits under both retirement plans
- Projection is based on only one set of assumptions
- Just a starting point
- To adjust assumptions and create personalized scenarios, use MyFRS CHOICE SERVICE



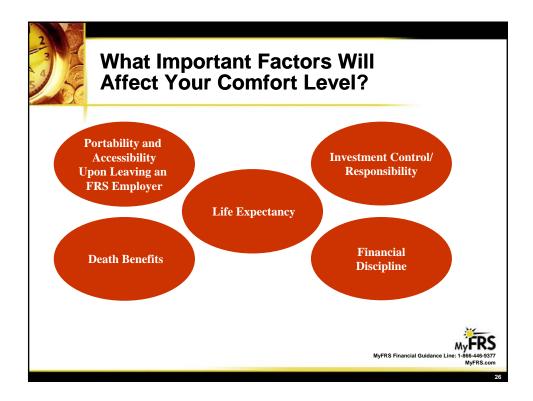
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MyFRS Choice Service

- Begin the process with your personalized Benefit Comparison Statement showing future retirement benefits under the two plans
- Model which FRS Retirement Plan could provide the greater benefit at retirement
- Explore "what-if" scenarios
- Access through two channels
 - Call MyFRS Financial Guidance Line for assistance; or
 - Go directly to www.MyFRS.com







Portability and Accessibility Upon Leaving an FRS Employer

- Do you want to take the benefit with you to another employer outside the FRS?
- Do you want to control how and when you receive the money?
- Do you want to invest your money elsewhere after you retire?





Investment Control and Responsibility

- Do you feel comfortable investing money?
- Do you have the time?
- Do you feel comfortable receiving objective investment assistance?
- There is wide array of support available
- Regardless of the plan you choose, you need to invest to have enough at retirement



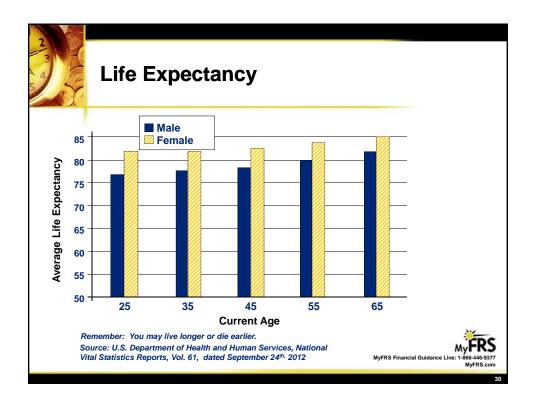
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Financial Discipline

- Distributions, including lump sums, from retirement plans are taxed when received
 - May be penalties for early distributions
- Can defer tax if you roll over your plan into an eligible retirement plan
 - Direct rollover avoids tax withholding
- There are exceptions ... call the MyFRS Financial Guidance Line



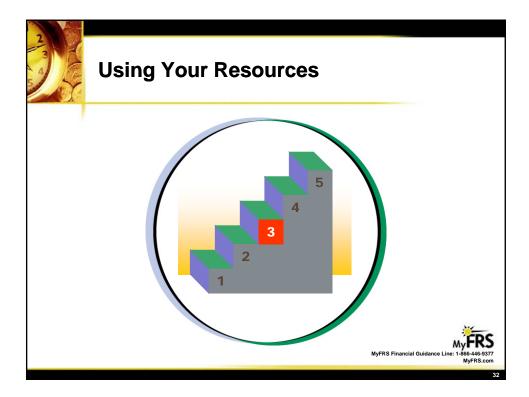


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Death Benefits

- If you die before leaving an FRS employer, which plan pays more to your survivors?
- Which plan gives you greater flexibility in choosing your beneficiaries?
- Which plan gives your beneficiaries more flexibility?







What Resources Are Available to Help You Make Your Choice?

 Retirement Choice Workshop



- Retirement Choice Print Materials
- Personalized Benefit Comparison Statement
- Internet-based CHOICE SERVICE
- MyFRS Financial Guidance Line

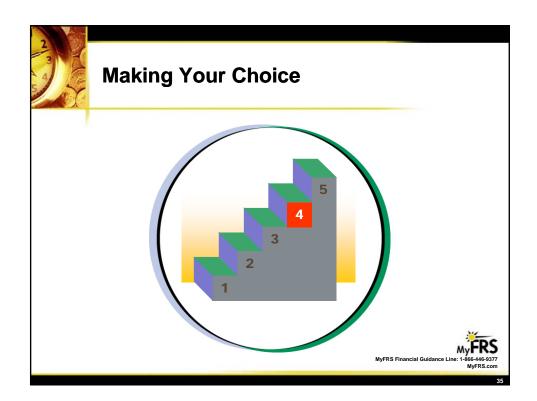




MyFRS Financial Guidance Line

- Impartial and balanced guidance on plan choice
- Do not sell products or services
- Confidential
- Help with the CHOICE SERVICE
- Toll-free number 1-866-446-9377
- Available 9 a.m. to 8 p.m. Eastern time (8 a.m. to 7 p.m. Central time), M–F, except holidays
- One-on-one counseling provided by experienced Ernst & Young financial planners







Retirement Choice Process

- On your date of hire you are automatically enrolled in the FRS Pension Plan
- If you want to transfer to the FRS Investment Plan, you
 must file your election before the end of the fifth month
 following your month of hire by submitting your EZ
 Enrollment Form
 - In addition to receiving your Enrollment Kit, you will receive 2 reminder letters
- The EZ Enrollment Form is available from your Human Resource office or online at **MyFRS.com**



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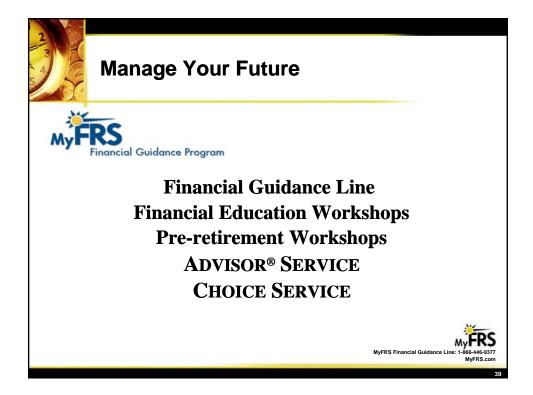


Retirement Choice Process (Continued)

- If you are a <u>Regular or Special Risk Class</u> employee, you can make your choice by paper, online, or by calling the MyFRS Financial Guidance Line and having them file your choice for you
- The FRS Retirement Date Fund is the default fund option in the FRS Investment Plan
- Ability to switch your choice one time before you retire from or leave an FRS employer









How Can the ADVISOR SERVICE Help Me?



MyFRS.com financial planning services, Advisor Service powered by Financial Engines

Which mutual funds should I put my money in?

How do I know how much money to invest?



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How Can the Financial Guidance Line Help Me?



Toll-free MyFRS Financial Guidance Line, staffed by Ernst & Young financial planners

Should I refinance my mortgage?

I know I need to pay off my credit card debt, but how do I do it?





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- Make your Choice
 - · When and how to enroll
- Life after Choice
 - Planning for your financial future



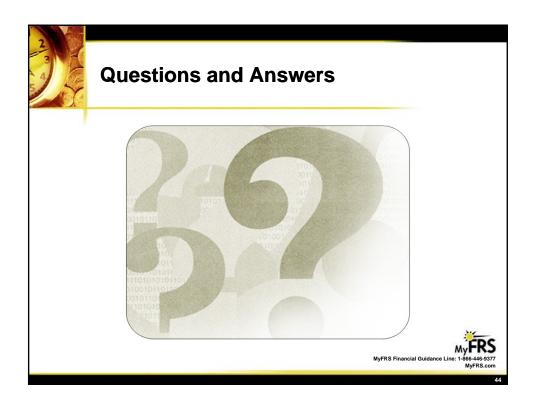
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Action Plan for Making Your Choice

- Review your FRS New Employee Enrollment Kit
- Call the MyFRS Financial Guidance Line to ask questions
- Use the MyFRS Web site, MyFRS.com
- Get help with the CHOICE SERVICE, if you'd like
- Make an informed, personal choice
- Use available Services for investment guidance and retirement planning







APPENDICES

FRS Retirement Options Workshop – For New Employees

Appendix	Description	Page
Α	EY Disclosure Statement and Form ADV Part 2A	1-5
В	Personal Action Plan	6
С	Callback Request Form	8



Appendix A

NOTICE TO EMPLOYEES

Dear Employee:

The FRS has engaged Ernst & Young LLP to provide financial planning education workshops to its employees. We expect that you will find Ernst & Young's services to be valuable, but we think it is also important that you understand the scope of these services. The following explains what financial education workshops can and cannot do for you, particularly as regards investment planning.

General Financial Planning Considerations

Here are points to understand regarding your personal financial planning and your participation in financial planning workshops:

- Ernst & Young has prepared certain financial planning materials and is providing other services for your personal use as an employee of the FRS.
- The financial education program includes historical financial information and well-accepted financial planning strategies. It may also include information on Social Security benefits and your company benefit plans. This information is based on sources that Ernst & Young believes to be reliable. However, Ernst & Young cannot guarantee its accuracy.
- Past performance, which may be referenced in the program, is not a guarantee or even necessarily an indication of future results.
- The financial planning materials you receive will not change or affect your rights under your company benefit plans. In all cases, the company's plans govern.
- As you plan your financial future, you will need to make assumptions about future financial trends (such as inflation and rates of return), laws and regulations, and apply these to your particular circumstances. Your results can be significantly affected by even small changes in your assumptions, your individual circumstances or laws and regulations, as well as the extent to which your assumptions ultimately vary from actual financial conditions. You may need to reevaluate your financial planning strategy and your decisions from time to time to determine if any changes have occurred that would necessitate amendments to your assumptions or plan.
- A financial education program provides only some of the resources for assisting you in preparing your financial planning strategies. Financial education does not provide accounting, tax or legal advice and does not involve recommendation of specific investments.
- You need to decide on your own whether to consult with a financial advisor or other professional regarding your personal circumstances. If you do, please be aware, you may incur additional costs.
- In providing financial education, Ernst & Young may help you decide on your asset allocation or help you make informed assumptions about rates of return and other investment issues. While Ernst & Young will help you understand what you need to do, you are responsible for making and acting on these decisions. Ernst & Young cannot provide you with all information that may be relevant nor can any materials provided address every possible scenario in connection with such decisions.
- Neither Ernst & Young nor your employer will make any financial planning decisions for you or assume any responsibility for decisions you make.
- Ernst & Young may provide audit or other accounting services to the investments or service providers discussed. The
 provision of other services will not be a determining factor whether to discuss or recommend an investment or service
 provider.

Privacy of Information Provided to Ernst & Young

In the event Ernst & Young collects nonpublic personal information about you from you or other sources authorized by you, Ernst & Young will not disclose such information to third parties, except as permitted by law or as otherwise authorized by you. Ernst & Young maintains physical, electronic, and procedural safeguards to guard your nonpublic personal information.

Further Considerations

All services are provided "as is," and there are no warranties of any kind or nature, whether express or implied, including but not limited to warranties of merchantability or fitness for a particular purpose or use. In addition, neither Ernst & Young nor its affiliates nor any of their partners, officers, directors or employees shall be liable to you for any services performed or omitted or for any errors of judgment, or for consequential, incidental, indirect, punitive or special damages in connection with providing the services described above. Federal securities laws impose liabilities under certain circumstances on certain persons, even those who act in good faith, and therefore nothing in this notice constitutes a waiver or limitation of any rights that you may have under these laws.

If you should have any kind of claim or dispute with Ernst & Young as a result of this program, these will be resolved in accordance with Ernst & Young's Alternative Dispute Resolution Procedures ("Procedures") in effect on the date of this notice. You may receive a copy of the Procedures by requesting them from the Compliance officer of Ernst & Young, at the following address:

200 Plaza Drive Suite 2222 Secaucus, NJ 07094

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If, after considering the issues discussed above, you do not want to participate in financial education and counseling in conjunction with this program, please contact your Human Resource Professional for the FRS, as soon as possible.

FOR INFORMATIONAL PURPOSES ONLY

DISCLOSURE STATEMENT

Ernst & Young LLP
Ernst & Young Investment Advisers LLP
Employee Financial Services

Please note that this disclosure statement provides a summary of the investment advisory services provided by Ernst Young LLP. Please note that a full copy of ADV Part 2A can be located at this link www.adviserinfo.sec.gov/IAPD/Content/Search/iapd Search.aspx¹

Ernst & Young LLP ("EY"), under the supervision of Ernst & Young Investment Advisers LLP ("EYIA"), provides Employee Financial Services ("EFS"), including investment education and counseling services to employees, members of associations, unions or other large groups ("Participants") pursuant to engagements by corporate employers, pension plan trustees, or other entities formed for the benefit of such Participants ("Sponsors"). Such services are provided through EY's Personal Financial Services Practice, a functional specialty within the firm's Tax Department. EYIA is registered with the Securities and Exchange Commission as an investment adviser under the Investment Advisers Act of 1940 ("Advisers Act") and maintains its main office at 200 Plaza Drive, Suite 2222, Secaucus, NJ 07094 (telephone: 800-273-0588).

Employee Financial Services ("EFS")

EY's services to Participants are rendered to such persons in a manner determined by their Sponsors. EY services to Participants may include some or all of the following:

- 1. Enabling Participants to access a toll-free "EY Financial Planner Line®", staffed by EY planners or consultants, for assistance with personal financial planning matters.
- 2. Designing or presenting workshops for Participants concerning the financial planning process and alternatives available under the Sponsor's benefit plans.
- 3. Providing access to a financial planning website ("EY Financial Planning Center®") for use by Participants.
- 4. Providing various personal finance and tax-related publications, in print form or by audio or other visual means.
- 5. Making available to Participants and survivors of Participants, financial education and counseling assistance with respect to retirement plan distributions; company benefit and compensation plans; estate settlements and planning; life insurance policies; and other related issues.
- 6. Providing in-person personal financial advisory services to Participants pursuant to an engagement by a Sponsor.

As part of the personal financial advisory services, both in-person and via the EY Financial Planner Line®, EY may prepare personal asset allocation targets (based on modern portfolio theory and using EY's own or other approved financial planning tools) for such Participants after obtaining and evaluating information concerning their individual circumstances provided by each Participant in response to an EY questionnaire. Participant specific advice (i.e., personal asset allocation targets) will generally be confirmed in writing.

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¹ From this webpage follow these steps to view the most current Form ADV: a) select Firm, b) enter CRD #110921, c) click Investment Adviser Firm, d) click SEC, e) Brochure link is on the left under Part 2.

EY does not recommend, and should not be deemed to have recommended, any particular investment as an appropriate investment for the Participants and discussions of various investments should not be construed as such a recommendation.

EY's advisory services also may be offered by a Sponsor to Participants in tandem with the personal advisory services of another registered investment adviser designated by the Sponsor that is not affiliated with EY ("Other Adviser"). In some EFS engagements, the Sponsor contemplates that EY will refer individual Participants to the Other Adviser for specific recommendations and/or implementation of the Participant's investment decisions. Such referrals by EY do not constitute a recommendation of the Other Adviser by EY to Participants, and, in such cases, EY does not perform any quantitative or qualitative screening procedures with respect to the Other Adviser.

EY, in certain circumstances, is contracted solely to help train employees of financial institutions seeking to offer financial and tax planning services to clients. Such services do not involve EY providing advice directly to the clients of such financial institutions, but rather entails training a financial institution's counselors on financial and tax planning topics and such other support as is mutually agreed upon by EY and the financial institution.

All Selections and Investments Are Made Solely by the Participating Employee

EY's investment education and counseling does not include recommendations concerning the purchase or sale of particular investments or particular industry sectors. EY may provide counseling on the purchase or sale in the context of providing tax, compensation and benefits, or estate planning services, but that counseling does not reflect a view as to the intrinsic merits of the investment. All decisions to invest in or dispose of particular investments are made solely by the participating Participant in the exercise of his or her own discretion.

Fees

Fees for EFS Services generally are negotiated between EY and the Sponsors of such groups on a case-by-case basis. They usually are based upon (i) a "per capita" eligible employee or member amount, (ii) a "usage by Participants" amount, (iii) the volume of calls by Participants to the EY Financial Planner Line®, (iv) the number of workshops designed and presented by EY, or (v) other negotiated factors. EY's fees in such engagements may be paid wholly or partially either by the Sponsor or by Participants, whose payments for services received (if any) may be collected by the Sponsor through payroll deductions and remitted to EY. Participants also may incur expenses for fees to any other investment adviser they may consult and will be responsible for transaction charges imposed by broker-dealers through or with whom they effect transactions for their accounts. Generally &Y's contracts with Sponsors for services to Participants are terminable by either party in accordance with a specified notice period. In addition, Participants receiving advisory services by EY (including a Participant who pays in whole or in part for the services rendered to such Participant) may terminate participation at any time. If such a contract or participation is terminated at a time other than the end of the quarter, a pro rata portion of any quarterly or other fee paid in advance is refunded.

Investment Advisers

All personal investment advice, and most impersonal investment advice, typically is given only by EY Financial Planners. Financial Planners are persons who spend all or substantial portions of their time on financial planning. Typically, all of these professionals have at least a degree from a four-year college or university and must meet such other standards as EYIA may establish from time to time. Those standards may include participation in continuing education programs each year and maintaining what EY regards as significant involvement in financial counseling engagements. Moreover, Financial Planners must satisfy applicable State investment adviser representative registration requirements or pass the Series 65 Uniform Investment Adviser Exam of the National Association of Securities Dealers, Inc. In some instances, EY may retain consultants to assist in providing workshops and staffing the EY Financial Planner Line®. Generally, consultants are subject to the same requirements as EY Financial Planners. However, consultants are not subject to the same public accounting independence requirements as EY Financial Planners and their continuing education programs differ in some respects.

Monitoring, Reviews and Reports

In the case of EFS engagements that extend beyond one year and involve the provision of personal advisory services to Participants, Participants are asked questions concerning any changes in their relevant individual circumstances. EY will take into account the changed circumstances of any Participant of which it has notice in the event that Participant seeks additional personal advisory services from EY.

Miscellaneous

Clients and prospective clients of EY also should be aware of the following additional information concerning EY and EYIA:

<u>Custody of Securities or Funds</u>. EY does not manage participant accounts on a discretionary basis and does not take custody of participant securities or participant funds.

Other Financial Industry Activities. As noted above, EYIA is responsible for supervising the investment advisory services provided by EY. EY and Ernst & Young (U.S.) are general partners of EYIA. In consideration of EYIA's supervising the rendering of investment planning services provided by EY, EY provides EYIA with office and filing space, staff and other assistance. All of EYIA's time is spent supervising the compliance and operations of the investment planning services provided by EY.

Other Business Activities. EY is a public accounting firm which spends substantially all of its time providing accounting, audit, tax, and business advisory services.

<u>Education and Business Background</u>. Below are the backgrounds and five year business histories of each EYIA Advisory Board member: (1) Name, (2) year of birth, (3) education and (4) business background for preceding five years of EYIA Advisory Board members:

- 1. Glenn H. Hascher (Chair)/2. 1961
- 3. B.S., Economics, Rutgers University, New Brunswick, NJ
- 4. November 1988 to date, Ernst & Young LLP
- 1. R. Lynn Pettus/2. 1968
- 3. B.A., Accounting, Converse College, Spartanburg, SC
- 4. 1997 to date, Ernst & Young LLP
- 1. Kym M. Hubbard/2. 1957
- 3. B.A., Accounting, Bradley University, Peoria, IL
- 2004-2007 Illinois State Board of Investment, 2007-2008 Illinois Finance Authority, 2008 to date, Ernst & Young LLP
- 1. Robert J. Porter/2. 1964
- 3. B.S., Siena College, Loudonville, NY
- 4. 1998 to date, Ernst & Young LLP
- 1. Greg Rosica/2. 1964
- 3. University of Florida, Gainesville, FL, BS Accounting with Honors 1986; University of Florida, Gainesville, FL, MS Accounting 1988
- 4. 2002 to date, Ernst & Young LLP; 1988 to 2002 Arthur Andersen LLP
- 1. James G. Wolf/2.1955
- 3. University of Notre Dame, South Bend, IN, BBA Finance; University Of Texas, Austin, TX, MBA
- 4. 1985 to date, Ernst & Young LLP
- 1. David E. Boyle / 2. 1955
- 3. B.S., Georgetown University, 1977; The University of Michigan, MBA, 1979
- 4. November 1988 to date, Ernst & Young LLP

PERSONAL ACTION PLAN

Action Step	<u>When</u>	<u>Done</u>
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FRS Retirement Options Workshop – For New Employees

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Appendix F

MyFRS Financial Guidance Line® Callback Request

Because we feel strongly that you take action to achieve your financial goals, we encourage you to work with an EY financial planner. By providing the information below, we will have a planner reach out to you so that you can be one step closer towards reaching your financial goals.

Please fill out the information below and return it to the EY representative. You can expect a call back within two weeks from a planner who can help you work on your financial plan.

Name		
	First	Last
City in whic	ch you live: _	(This will help us locate your record before we call)
Phone # _ (I	ncluding area	code)
Best time to	o call (ET)	9am – 11am 11am – 1pm 3pm – 5pm
Specific Re	equest for Tin	ing:
Topic(s) yo	ou are interes	Cash & Debt Management Education Funding Estate Planning Income Tax Planning Insurance (Life, Health, Disability, etc.) Investment Planning Retirement Planning Other (please list)
endorse f	financial prod	Financial Planning benefit to you at no cost. Ernst & Young financial planners do not sell or ucts and thus are able to provided financial guidance with no perceived or actual conflicts of you can call the <i>MyFRS Financial Guidance Line</i> ® at (866) 446-9377, Option 2.
If you or a	member of you	or immediate family or household serves as a director, an officer, or in a financial reporting role with a public company, please indicate the company name here: