

***Trust Fund for the People of the
Federated States of Micronesia***

Financial Statements

September 30, 2009 and 2008

Trust Fund for the People of the Federated States of Micronesia

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September 30, 2009 and 2008

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Trust Fund for the People of the Federated States of Micronesia

Management's Discussion and Analysis

For the Fiscal Years Ended September 30, 2009 and 2008

The following represents the Joint Trust Fund Committee's management discussion and analysis of the Trust Fund for the People of the Federated States of Micronesia's (Trust Fund) financial performance for the years ended September 30, 2009 and 2008. Please read it in conjunction with the Trust Fund's financial statements, which follow this section.

The Trust Fund for the People of the Federated States of Micronesia Net Assets Summary

	September 30,	
	2009	2008
Assets		
Cash and investments	\$138,245,350	\$117,828,281
Accrued investment income	4,834	203
Prepaid expenses	-	2,740
	<hr/>	<hr/>
Total Assets	138,250,184	117,831,224
	<hr/>	<hr/>
Liabilities		
Accrued expenses	174,965	52,082
Due to broker	-	263,454
	<hr/>	<hr/>
	174,965	315,536
	<hr/>	<hr/>
Restricted Net Assets	\$138,075,219	\$117,515,688
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Financial Highlights - Net Assets at September 30, 2009

The fair value of the Trust Fund's net assets was \$138.1 million as of September 30, 2009, compared to \$117.5 million at September 30, 2008. The increase is attributed to the Government of the United States of America contribution of \$20.9 million on October 6, 2008 reduced by net investment losses of \$0.2 million. At September 30, 2009, the Trust Fund's assets were primarily invested in domestic equity common trust funds, international equity common trust funds, private equity funds, real estate funds and domestic common stocks.

Accrued expenses represent amounts payable for legal expenses, investment expenses, and other professional services incurred during the fiscal year which are unpaid at September 30.

Financial Highlights - Net Assets at September 30, 2008

The fair value of the Trust Fund's net assets was \$117.5 million as of September 30, 2008, compared to \$122.8 million at September 30, 2007. The decrease is attributable to the Government of the United States of America contribution of \$19.0 million on October 9, 2007 reduced by net investment losses of \$24.2 million. At September 30, 2008, the Trust Fund's assets were primarily invested in domestic equity common trust funds, international equity common trust funds, private equity funds, and real estate funds.

Accrued expenses represent amounts payable for legal expenses and other professional services incurred during the fiscal year which are unpaid at September 30. "Due to broker" represents amounts due for purchases of securities as of September 30, 2009 but settled subsequent to fiscal year end.

Trust Fund for the People of the Federated States of Micronesia

Management's Discussion and Analysis

For the Fiscal Years Ended September 30, 2009 and 2008

The Trust Fund for the People of the Federated States of Micronesia Changes in Net Assets Summary

	Year ended September 30,	
	2009	2008
Contributions	\$20,911,560	\$18,995,680
Net investment loss	(218,069)	(24,226,025)
Total Additions	20,693,491	(5,230,345)
Administrative expenses	133,960	93,550
Total Deductions	133,960	93,550
Changes in Net Assets	20,559,531	(5,323,895)
Net Assets - Beginning	117,515,688	122,839,583
Net Assets - Ending	\$138,075,219	\$117,515,688

Financial Highlights - Changes in Net Assets for Fiscal Year Ended September 30, 2009

On October 6, 2008, the Government of the United States made a contribution of \$20.9 million. Net investment loss calculated as a weighted return on invested assets, net of investment expenses of \$1,049,150 for fiscal year ended September 30, 2009 is approximately (0.26)%.

Investment advisory fees charged by asset managers range from 40 to 150 basis points of average assets under management. The Trust Fund has retained a professional investment advisory firm. The terms of the cancellable agreement provide for compensation of \$125,000 annually, to be billed quarterly and indexed to the U.S. Consumer Product Index. The Trust Fund incurred \$150,790 of fees to the investment advisory firm in fiscal year 2009; this amount is included in investment expenses.

The U.S. Department of the Interior contributed staff time, equipment usage and incidental expenses during the fiscal year ended September 30, 2009. No amounts have been recorded in the accompanying financial statements.

Trust Fund for the People of the Federated States of Micronesia

Management's Discussion and Analysis

For the Fiscal Years Ended September 30, 2009 and 2008

Financial Highlights - Changes in Net Assets for Fiscal Year Ended September 30, 2008

On October 9, 2007, a contribution of \$19.0 million was made by the Government of the United States. Net investment loss calculated as a weighted return on invested assets, net of investment expenses of \$955,763, for the fiscal year ended September 30, 2008 is approximately (18.75)%. Investment advisory fees charged by asset managers range from 40 to 150 basis points of average assets under management. The Trust Fund has retained a professional investment advisory firm. The terms of the cancellable agreement provide for compensation of \$125,000 annually, to be billed quarterly and indexed to the U.S. Consumer Product Index. The Trust Fund incurred \$126,800 of fees to the investment advisory firm in fiscal year 2008; this amount is included in investment expenses.

The U.S. Department of the Interior contributed staff time, equipment usage and incidental expenses during the fiscal year ended September 30, 2008. No amounts have been recorded in the accompanying financial statements.



Independent Auditors' Report

To the Joint Trust Fund Committee
Trust Fund for the People of the Federated States of Micronesia

We have audited the accompanying statements of net assets of the Trust Fund for the People of the Federated States of Micronesia (a District of Columbia not for profit corporation) as of September 30, 2009 and 2008, and the related statements of changes in net assets for the years then ended. These financial statements are the responsibility of Trust Fund for the People of the Federated States of Micronesia's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities, and net assets of the Trust Fund for the People of the Federated States of Micronesia as of September 30, 2009 and 2008, and the changes in its net assets for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated August 31, 2010, on our consideration of the Trust Fund for the People of the Federated States of Micronesia'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 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 internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audits.

The management's discussion and analysis on pages 1 through 3, are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

A handwritten signature in black ink that reads "ParenteBeard LLC". The signature is written in a cursive, flowing style.

Malvern, Pennsylvania
August 31, 2010

Trust Fund for the People of the Federated States of Micronesia

Statements of Net Assets

September 30, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Assets		
Cash equivalents	\$ 5,566,461	\$ 813,419
Investments, at fair value:		
Domestic common stocks	10,583,708	-
Domestic equity common trust funds	79,302,662	69,598,190
International equity common trust funds	26,387,722	26,966,223
Private equity funds	10,651,455	10,389,804
Real estate funds	<u>5,753,342</u>	<u>10,060,645</u>
	132,678,889	117,014,862
Accrued investment income	4,834	203
Prepaid expenses	<u>-</u>	<u>2,740</u>
Total Assets	<u><u>\$138,250,184</u></u>	<u><u>\$117,831,224</u></u>
Liabilities and Restricted Net Assets		
Liabilities		
Accrued expenses	\$ 174,965	\$ 52,082
Due to broker	<u>-</u>	<u>263,454</u>
Total Liabilities	<u>174,965</u>	<u>315,536</u>
Restricted Net Assets	<u>138,075,219</u>	<u>117,515,688</u>
Total Liabilities and Restricted Net Assets	<u><u>\$138,250,184</u></u>	<u><u>\$117,831,224</u></u>

See notes to financial statements.

Trust Fund for the People of the Federated States of Micronesia

Statements of Changes in Net Assets

Year Ended September 2009 and 2008

	<u>2009</u>	<u>2008</u>
Additions		
Contributions:		
Government of the United States of America	<u>\$20,911,560</u>	<u>\$18,995,680</u>
Investment income:		
Interest and dividends	3,711,947	4,360,115
Net decrease in the fair value of investments	<u>(2,880,866)</u>	<u>(27,630,377)</u>
Total Investment Earnings	831,081	(23,270,262)
Less: investment expenses	<u>1,049,150</u>	<u>955,763</u>
Net Investment Losses	<u>(218,069)</u>	<u>(24,226,025)</u>
Total Additions	<u>20,693,491</u>	<u>(5,230,345)</u>
Deductions		
Administrative expenses	<u>133,960</u>	<u>93,550</u>
Changes in Net Assets	20,559,531	(5,323,895)
Net Assets - Beginning	<u>117,515,688</u>	<u>122,839,583</u>
Net Assets - Ending	<u><u>\$138,075,219</u></u>	<u><u>\$117,515,688</u></u>

See notes to financial statements.

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 1 - Summary of Significant Accounting Policies

Overview of the Trust Fund:

Compact

The Compact of Free Association Between the Governments of the United States of America (United States) and the Federated States of Micronesia and the Republic of the Marshall Islands was approved by the United States Congress in Section 201 of Public Law 99-239 (January 14, 1986) and went into effect with respect to the Federated States of Micronesia on November 3, 1986 as amended by Public Law 108-188 approved December 17, 2003 (Compact) and provided legislation to establish the Trust Fund for the People of the Federated States of Micronesia (Trust Fund).

Trust Fund

The Compact provides for the establishment of the Trust Fund. Pursuant to the provisions of the Compact and its subsidiary *Agreement Between the Government of the United States of America and the Government of the Federated States of Micronesia (Original Parties) Implementing Section 215 and Section 216 of the Compact, as Amended, regarding a Trust Fund (Trust Fund Agreement)*, the *Trust Fund for the People of the Federated States of Micronesia* was incorporated in Washington, D.C. on August 17, 2004, as a nonprofit corporation. The purpose of the Trust Fund is to contribute to the economic advancement and long-term budgetary self-reliance of the Federated States of Micronesia by providing an annual source of revenue through fiscal year 2023. After fiscal year 2023, the Trust Fund will provide an annual source of revenue for assistance in specific sectors described in Section 211 of the Compact, or other sectors as mutually agreed by the Original Parties, with priorities in education and health care. In accordance with the agreement, the situs of the Trust Fund was established within the United States. The Original Parties are committed to contribute to the Trust Fund amounts described in the Compact, subsequent contributors may contribute to the Trust Fund if first approved by all Joint Trust Fund Committee (Committee) voting members. By a majority vote of the Committee, other voting or non-voting members may be appointed from Subsequent Contributors that contribute to the Trust Fund from time to time, provided that the United States maintains the majority vote in the Committee.

After the initial twenty (20) years beginning October 1, 2023, the Original Parties will consult regarding the future composition of the Committee. The Committee shall remain the same, unless otherwise agreed by the Original Parties.

The composition of the Committee consists of three voting members from the United States appointed by the Government of the United States, which include the Chairman of the Joint Trust Fund Committee, two voting members appointed by and for the Government of the Federated States of Micronesia. The Committee has the authority to make decisions, appoint administrators and managers, and significantly influence operations. It also has the primary accountability for fiscal matters.

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 1 - Summary of Significant Accounting Policies (Continued)

Trust Fund (Continued)

The Government of the United States may unilaterally withdraw the accumulated market value of its contributions from the Trust Fund, plus any undistributed income under certain circumstances which include the Government of the Federated States of Micronesia's gross misuse of the Trust Fund's financial resources. The Trust Fund's operations may be terminated by written agreement of the Original Parties.

Tax Exempt Status

As provided by the Compact, the Trust Fund is exempt from income tax.

Trust Fund Financial Statements

The statement of net assets and the statement of changes in net assets are private purpose trust financial statements. They report information on all of the Trust Fund's assets, liabilities, net assets, and activities. Trust Fund activities are supported primarily by contributions by the Original Parties and investment income. The Trust Fund has no business or proprietary type activities that rely on fees and charges for support.

Contributions represent amounts paid by the Original Parties to help meet the operational requirements of the Trust Fund and represent principal.

The financial statements provide information on the net assets and changes in net assets of the Trust. The Trust Fund is designed to contribute to the long-term budgetary self-reliance of the Federated States of Micronesia by establishing a trust fund to provide the Government of the Federated States of Micronesia with an ongoing source of revenue after Fiscal Year 2023; recognizing that it is the mutual intention of the Governments of the United States and the Federated States of Micronesia that the Government of the United States discontinue annual grant assistance beyond fiscal year 2023. The Trust Fund consists of three accounts the "A" Account, the "B" Account, and the "C" Account, respectively (collectively, the Accounts). Each account has a specific purpose with respect to the use of contributions and income derived from investments as specified by the Trust Fund Agreement in accordance with the special purpose of the Trust Fund.

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The Trust Fund financial statements use the economic resources measurement focus and are prepared using the accrual basis of accounting. Contributions are recorded when due and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Additional contributions are recognized as revenue as soon as all eligibility requirements imposed by the Compact have been met. Investment earnings are recorded as earned, since they are both measurable and available.

The Trust Fund has adopted applicable Government Accounting Standards Board (GASB) pronouncements. With this measurement focus, all assets and all liabilities associated with the operation of the Trust Fund are included in the accompanying statements of net assets. The Trust Fund's net assets are restricted for future use after fiscal year 2023.

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 1 - Summary of Significant Accounting Policies (Continued)

Cash Equivalents

The Committee considers all highly liquid financial instruments with maturities of three months or less when purchased to be cash equivalents. The Trust Fund's policy is to report cash equivalents at cost, which approximates fair value.

Investments

During January 2009, the Trust Fund began investing in small and mid cap stocks which are managed by a third party. These common stocks are reported at fair value based upon quoted market value. The Trust Fund's long-term investment objective is to achieve a total return similar to the range of stocks comprising the Russell 2500 Index. Common Trust Fund investments are reported at fair value of the underlying investments based upon quoted market values unless a contract guarantees a higher value. A common trust fund is similar to an open-end investment company or mutual fund but participation is limited to those with trust accounts. As of September 30, 2009 and 2008, the common trust funds were not rated by a nationally recognized statistical rating organization. As of September 30, 2009 and 2008, the Trust Fund held investments in common trust funds managed by the Trust Fund's sub-trustee. Investment income consists of interest, dividends and net investment gains or losses resulting from changes in the fair value of investments. Private equity funds and real estate funds consist of investments in equity and convertible debt securities and real estate for which no active market exists. The underlying investments held by each private equity fund are generally determined by management of the equity investee or as determined by the general partner or management of the private equity funds. Real estate funds consist of investment in an open-ended commingled insurance company separate account whose investments consist primarily of real estate investments either directly owned or through partnership interests and mortgages and other loans. The underlying investments generally are determined by management of the insurance company separate account.

Portfolio Securities on Loan

The Trust Fund invests in certain common trust funds (Lending Funds) that participate in a securities lending program managed by State Street Bank (Agent). Securities held by the Lending Funds are loaned by State Street Bank, as agent, to certain brokers and other financial institutions (borrowers). The borrowers provide cash, securities, or letters of credit as collateral against loans in an amount at least equal to 100% of the fair value of the loaned securities. The borrowers are required to maintain the collateral at not less than 100% of the fair value of the loaned securities. The Agent indemnifies the Lending Fund for replacement of any loaned securities (or, in certain circumstances, return of equivalent cash value) due to borrower default on a security loan. The Trust Fund bears the risk of loss with respect to the investment of collateral. Collateral is typically invested in high quality short-term fixed income securities that are AAA rated and are substantially similar to those of a registered money market fund.

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 1 - Summary of Significant Accounting Policies (Continued)

Portfolio Securities on Loan (Continued)

At September 30, 2009 and 2008, the fair value of the Trust Fund's investment in Lending Funds is \$30,938,767 and \$36,572,813, respectively. The Lending Funds restrict amounts of full or partial redemptions, the Trust Fund may withdraw between 2% to 4% per month (depending on the Lending Fund) of the value of its investment in a particular Lending Fund.

Restricted Net Assets

Restricted net assets consist of the "A", "B", and "C" Accounts as described below are subject to legal, regulatory, budgetary, or other restrictions in accordance with the Compact.

1. The "A" Account:
 - a. The "A" Account, which established upon the effective date of the Compact, as amended, shall form the Corpus and consist of contributions from the Original Parties and subsequent contributors. Except as otherwise provided in the Trust Fund Agreement, it also consists of the income from the investments made from contributions (principal), and transfers from the "B" Account and "C" Account in accordance with the Trust Fund Agreement.
 - b. Through September 30, 2022, payment of allowable expenses of the Trust Fund shall be made from the "A" Account. During this period, the amount, if any, of income in each fiscal year which remains after such payment of expenses shall be reinvested into the "A" Account. Except as provided in the Trust Fund Agreement, or upon termination of the Trust Fund, no funds may be removed from the "A" Account.

Total amounts included in the "A" Account as of September 30, 2009 and 2008, were \$125,361,962 and \$104,802,431, respectively.

2. The "B" Account:
 - a. On October 1, 2022, the "B" Account shall be created.
 - b. During fiscal year 2023, all income earned in fiscal year 2023 shall be deposited into the "B" Account for disbursement in fiscal year 2024.
 - c. For fiscal year 2024, and thereafter, the "B" Account shall consist of the prior year's income from investment of funds in the "A" Account.

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 1 - Summary of Significant Accounting Policies (Continued)

Restricted Net Assets (Continued)

3. The "C" Account:
 - a. Shall be created at the same time as the "A" Account, and beginning in fiscal year 2004 through fiscal year 2022, any annual income on the Trust Fund over six percent (6%) shall be deposited in the "C" Account, up to the limit specified in (b) below. Beginning in fiscal year 2023, the "C" Account shall be replenished from the "B" Account in accordance with paragraph 6 below;
 - b. Shall contain no more than three times the estimated equivalent of the fiscal year 2023 annual grant assistance, including estimated inflation calculated in accordance with Section 217 of the Compact. Any excess above the estimated amount shall return to the "A" Account; and
 - c. May be drawn on, to the extent it contains sufficient funds, to address any shortfall in the "B" Account after fiscal year 2023, if income on the "A" Account falls below the previous year's distribution (not including any amount distributed that year for special needs) adjusted for inflation to the Government of the Federated States of Micronesia and for special needs agreed to by the Committee.

At September 30, 2009, the "C" Account had not yet been funded. Total amounts allocated to the "C" Account during the years ended September 30, 2009 and 2008 were \$-0-. The actual amount that will ultimately be transferred to the "C" Account will be determined by the Joint Trust Fund Committee based on actual cumulative investment performance through the date of the transfer. Nominal amounts included in the "C" Account as of September 30, 2009 and 2008 were \$12,713,257.

4. After fiscal year 2023, if the income in the "B" Account is less than the previous year's distribution to the Government of the Federated States of Micronesia, and the "C" Account cannot cover the shortfall in the "B" Account, then the principal and reinvested income not available for distribution (corpus) shall not be accessed to compensate for the shortfall.
5. The Committee may disburse to the Government of the Federated States of Micronesia from the "B" Account (supplemented from the "C" Account if the "B" Account is insufficient):
 - a. In fiscal year 2024, an amount equal to the annual grant assistance provided by the Government of the United States to the Government of the Federated States of Micronesia in fiscal year 2023, plus an inflation adjustment; and

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 1 - Summary of Significant Accounting Policies (Continued)

Restricted Net Assets (Continued)

- b. Beginning in fiscal year 2025 and thereafter, an amount of funds no more than the amount equal to the United States annual financial assistance to the Federated States of Micronesia in fiscal year 2023 plus a cumulative inflation adjustment thereon, plus any additional amounts for special needs as approved above.
6. Beginning in fiscal year 2023, the Committee shall transfer to the "A" Account any funds in the "B" Account in excess of the amount approved for disbursement in the following fiscal year, in accordance with paragraph 5 above, unless such excess funds are needed to bring the "C" Account to its maximum permitted level.
7. A special account, ("D" Account), may be established to allow contribution by the Federated States of Micronesia for revenues or income from unanticipated sources. This account shall not be commingled with the Trust Fund and must have a separate account number. The Federated States of Micronesia shall have access to funds in this account for unanticipated shortfalls or other purposes. Funds in this account are not part of the Trust Fund corpus and are not under the control of the Joint Trust Fund Committee. There were no contributions to the "D" Account during the periods presented in the accompanying financial statements.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Reclassification of Prior Year Amounts

Certain amounts from the prior year have been reclassified to conform to the current year presentation and did not affect the changes in total net assets or total net assets.

Note 2 - Contributions

The Government of the United States shall contribute to the Trust Fund annually for twenty years from the effective date of the Compact, amounts set forth in Section 216 of the Compact. Upon termination of the annual financial assistance under Section 211 of the Compact, the proceeds of the Trust Fund shall thereafter be used for the purposes described in Section 211 of the Compact or as otherwise mutually agreed by the Original Parties.

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 2 - Contributions (Continued)

The Government of the United States contribution to the Trust Fund was conditioned on the Government of the Federated States of Micronesia contributing at least \$30 million to the Trust Fund, prior to September 30, 2004. Any funds received by the Government of the Federated States of Micronesia under Section 111 (d) of Public Law 99-239 (January 14, 1986), or successor provisions, would be contributed to the Trust Fund as a Government of the Federated States of Micronesia contribution.

Contributions to the Trust Fund's "A" Account from inception are as follows:

<u>Date</u>	<u>Amount (Millions)</u>	<u>Contributor</u>
October 1, 2004	\$ 30.3	Federated States of Micronesia
October 5, 2004	32.2	United States
October 6, 2005	16.4	United States
October 6, 2006	17.7	United States
October 9, 2007	19.0	United States
October 6, 2008	20.9	United States
Total Contributions from Inception through Fiscal Year 2009	<u>\$136.5</u>	

Past received and future scheduled contributions to the Trust Fund "A" Account by the Government of the United States during the Trust Fund period are as follows:

<u>Fiscal Year</u>	<u>Amount (Millions)</u>
2004	\$16.0
2005	16.2
2006	16.4
2007	17.7
2008	19.0
2009	20.9
2010	19.2
2011	20.0
2012	20.8
2013	21.6
2014	22.4
2015	23.2
2016	24.0
2017	24.8
2018	25.6
2019	26.4
2020	27.2
2021	28.0
2022	28.8
2023	29.6

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 2 - Contributions (Continued)

The amounts of scheduled contributions as shown are subject to an inflation adjustment for each United States fiscal year by the percent that equals two-thirds of the percent change in the United States Gross Domestic Product Implicit Price Deflator, or 5 percent, whichever is less in any one year, using the beginning of fiscal period 2004 as a base.

Contributions to the "D" Account are not reflected in the accompanying financial statements. As described in Note 1, the "D" Account was set up to allow for additional income to the Trust Fund from unanticipated sources. These contributions may not be commingled with assets of the Trust Fund and are required to have a separate account number. The Government of the Federated States of Micronesia has access to funds in this account for unanticipated shortfalls or other purposes. Funds in the "D" Account are not part of the corpus of the Trust Fund for the People of the Federated States of Micronesia.

Note 3 - Investments

During 2009 and 2008, the Trust Fund realized net gains from the sale of investments of \$1,110,995 and \$2,585,256, respectively. The calculation of net realized investment gains is independent of the calculation of the net increase (decrease) in the fair value of investments. Realized gains and losses on investments that had been held in more than one fiscal year and sold in the current year may have been recognized as an increase or decrease in the fair value of investments reported in the prior year. The net decrease in the fair value of investments during the fiscal years ended September 30, 2009 and 2008 was \$2,880,564 and \$27,630,377, respectively. This amount takes into account all changes in fair value that occurred during the year. The net unrealized loss on investments held at September 30, 2009 and 2008 was \$19,433,151 and \$15,441,592, respectively.

The cost and fair values of cash equivalents and related activity for the years ended September 30, 2009 and 2008 are as follows:

Investment Security	Cost	Fair Value				Ending Fair Value 9/30/09	Change in Fair Value
		Beginning Fair Value 10/1/08	Purchases	Sales (In Thousands)	Subtotal		
2009							
Cash equivalents	\$ 5,566	\$ 813	\$30,091	\$25,353	\$ 5,551	\$ 5,566	\$ 15
Domestic common stocks	8,156	-	9,748	1,798	7,950	10,584	2,634
Domestic Equity Common Trust Funds	83,148	69,598	6,943	163	76,378	79,302	2,924
International Equity Common Trust Funds	38,117	26,966	1,839	1,038	27,767	26,388	(1,379)
Private Equity Funds	12,248	10,390	2,730	85	13,035	10,652	(2,383)
Real Estate Funds	10,443	10,061	462	78	10,445	5,753	(4,692)
	<u>\$157,678</u>	<u>\$117,828</u>	<u>\$51,813</u>	<u>\$28,515</u>	<u>\$141,126</u>	<u>\$138,245</u>	<u>\$(2,881)</u>

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 3 - Investments (Continued)

Investment Security	Cost	Fair Value				Ending Fair Value 9/30/08	Change in Fair Value
		Beginning Fair Value 10/1/07	Purchases	Sales (In Thousands)	Subtotal		
2008							
Cash equivalents	\$ 833	\$ 3,370	\$ 32,835	\$ 35,377	\$ 828	\$ 813	\$ (15)
Domestic Equity							
Common Trust Funds	76,388	76,237	22,110	12,677	85,670	69,598	(16,072)
International							
Equity Common Trust Funds	36,278	37,022	4,705	3,098	38,629	26,966	(11,663)
Private Equity							
Funds	9,681	6,316	4,042	246	10,112	10,390	278
Real Estate Funds	10,090	-	10,264	45	10,219	10,061	(158)
	<u>\$133,270</u>	<u>\$122,945</u>	<u>\$ 73,956</u>	<u>\$ 51,443</u>	<u>\$145,458</u>	<u>\$117,828</u>	<u>(\$27,630)</u>

The Trust Fund has an investment policy which has been established to reflect the growth objectives and risk tolerance of the Committee. The investment policy also permits a portion of the Trust Fund to engage in currency hedging and make investments in alternative investments. Not more than 5% of the Trust Fund's assets may be invested in any one security without specific consideration and approval by the Committee, except for United States Treasury and Agency Obligations. Investment risk will be limited by appropriate diversification between and within asset classes. The current investment policy includes the following parameters:

Investment Class	Immediate	Short-Term	Intermediate	Long-Term
Domestic All Cap Equity	57.0%	40.0%	24.0%	0.0%
Domestic Large Cap Equity	0.0%	0.0%	0.0%	15.0%
Domestic Small Cap Equity	0.0%	0.0%	0.0%	5.0%
Non-US Equity - Developed Markets	43.0%	30.0%	18.0%	15.0%
Non-US Equity - Emerging Markets	0.0%	0.0%	8.5%	7.5%
Non-US Equity - Small Cap	0.0%	0.0%	0.0%	3.0%
Fixed Income Aggregate	0.0%	15.0%	17.5%	0.0%
Emerging Market Debt	0.0%	0.0%	8.5%	7.5%
Private Equity	0.0%	15.0%	16.0%	12.5%
Convertible Bonds	0.0%	0.0%	0.0%	2.5%
Real Estate - Private	0.0%	0.0%	7.5%	19.5%
Commodities	0.0%	0.0%	0.0%	10.0%
Hedge Fund - Aggressive	0.0%	0.0%	0.0%	2.5%

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 3 - Investments (Continued)

The four phases of the asset allocation are outlined above. The short-term was intended to be accomplished over the twelve month period following Trust Fund Committee approval, effective March 23, 2006, intermediate-term over the two year period following approval, and long-term within four years. The implementation periods are subject to considerations in finding suitable managers, as well as assets available for investment. At the financial reporting date, the Trust Fund was in the intermediate phase of the asset allocation plan.

Investment Class	% of Fund Intermediate	% of Fund Tactical Range	Actual % of Trust Fund at 9/30/09
Domestic All Cap Equity	24.0%	0.0% - 24.0%	12.3%
Domestic Small Cap Equity	0.0%	0.0% - 5.0%	6.9%
Domestic Large Cap Equity	0.0%	0.0% - 15.0%	12.0%
Non-US Equity - Developed Markets	18.0%	15.0% - 18.0%	15.4%
Non-US Equity - Emerging Markets	8.5%	7.5% - 8.5%	3.7%
Non-US Equity - Small Cap	0.0%	0.0% - 3.0%	6.0%
Fixed Income Aggregate	17.5%	0.0% - 17.5%	13.0%
Emerging Market Debt	8.5%	7.5% - 8.5%	14.7%
Private Equity	16.0%	12.5% - 16.0%	7.7%
Real Estate - Private	7.5%	7.5% - 19.5%	4.2%

The Trust Fund's exposure to foreign currency risk is derived from its investment in common trust funds and private equity funds that hold investments in foreign country funds. The underlying investments expose the Trust Fund to foreign currencies.

The Trust Fund's exposure to foreign currency at September 30, 2009 and 2008 is as follows:

Currency	\$USD Fair Value of Investments in Foreign Issuers		
	Common Trust Funds	Private Equity Funds	Total
2009		(In Thousands)	
Angola New Kwanza	\$ 41	\$ -	\$ 41
Argentina Peso	415	-	415
Australian Dollar	1,778	-	1,778
Bermudian Dollar	324	-	324
Bosnia-Herzegovina Convertible Mark	5	-	5
Brazilian Real	2,750	-	2,750
British Pound	7,694	-	7,694
Cambodian Riel	57	-	57
Canadian Dollar	616	-	616
Cayman Island Dollar	1,218	-	1,218
CFA Franc	12	-	12
Chilean Peso	274	-	274

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 3 - Investments (Continued)

Currency	\$USD Fair Value of Investments in Foreign Issuers		
	Common Trust Funds	Private Equity Funds	Total
2009 (Continued)		(In Thousands)	
Chinese Yuan	\$ 307	\$ -	\$ 307
Columbian Peso	437	-	437
Croatian Kuna	33	-	33
Danish Krone	253	-	253
European Euro	10,532	2,073	12,605
Georgian Lari	77	-	77
Ghana Cedi	31	-	31
Hong Kong Dollar	1,524	-	1,524
Hungarian Forint	310	-	310
Indian Rupee	1,363	-	1,363
Indonesian Rupiah	1,097	-	1,097
Iraqi Dinar	145	-	145
Israeli New Shekel	437	-	437
Japanese Yen	7,954	-	7,954
Kazakhstani Tenge	353	-	353
Luxembourg Franc	131	-	131
Malaysian Ringgit	386	-	386
Mexican Peso	1,435	-	1,435
Mongolian Tugrik	23	-	23
New Zealand Dollar	107	-	107
Nigerian Naira	89	-	89
North Korean Won	37	-	37
Norwegian Krone	223	-	223
Omani Rial	4	-	4
Pakistani Rupee	89	-	89
Panamanian Balboa	177	-	177
Papua New Guinean Kina	82	-	82
Peruvian Nuevo Sol	226	-	226
Philippine Peso	1,005	-	1,005
Polish Zloty	57	-	57
Russian Ruble	1,328	-	1,328
Singapore Dollar	1,201	-	1,201
South African Rand	721	-	721
South Korean Won	906	-	906
Sri Lanka Rupee	71	-	71
Swedish Krona	1,112	-	1,112
Swiss Franc	2,986	-	2,986
Taiwan New Dollar	487	-	487
Thai Baht	776	-	776
Trinidad and Tobago Dollar	44	-	44
Tunisian Dollar	13	-	13

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 3 - Investments (Continued)

Currency	\$USD Fair Value of Investments in Foreign Issuers		
	Common Trust Funds	Private Equity Funds (In Thousands)	Total
2009 (Continued)			
Turkish Lira	\$ 1,119	\$ -	\$ 1,119
Ukraine Hryvnia	209	-	209
United Arab Emirates Dirham	222	-	222
Uruguayan Peso	309	-	309
Venezuelan Bolivar	432	-	432
Vietnamese Dong	10	-	10
	<u>\$56,054</u>	<u>\$2,073</u>	<u>\$58,127</u>

Currency	\$USD Fair Value of Investments in Foreign Issuers		
	Common Trust Funds	Private Equity Funds (In Thousands)	Total
2008			
Argentina Peso	\$ 212	\$ -	\$ 212
Australian Dollar	419	-	419
Bermudian Dollar	23	-	23
Bosnia-Herzegovina Convertible Mark	63	-	63
Brazilian Real	630	-	630
British Pound	4,503	-	4,503
Canadian Dollar	833	-	833
Cayman Island Dollar	6	-	6
Columbian Peso	162	-	162
Danish Krone	339	-	339
European Euro	7,258	2,241	9,499
Gabon Franc	120	-	120
Georgian Lari	121	-	121
Ghana Cedi	103	-	103
Hong Kong Dollar	546	-	546
Hungarian Forint	87	-	87
Indonesian Rupiah	673	-	673
Iraqi Dinar	20	-	20
Israeli New Shekel	93	-	93
Japanese Yen	7,104	-	7,104
Kazakhstani Tenge	94	-	94
Luxembourg Franc	83	-	83
Malaysian Ringgit	218	-	218
Mexican Peso	319	-	319
New Zealand Dollar	43	-	43
Nigerian Naira	1	-	1
Norwegian Krone	195	-	195

Trust Fund for the People of the Federated States of Micronesia

Notes to Financial Statements

September 30, 2009 and 2008

Note 3 - Investments (Continued)

<u>Currency</u>	<u>\$USD Fair Value of Investments in Foreign Issuers</u>		
	<u>Common Trust Funds</u>	<u>Private Equity Funds</u>	<u>Total</u>
2008 (Continued)		(In Thousands)	
Panamanian Balboa	\$ 180	\$ -	\$ 180
Peruvian Nuevo Sol	245	-	245
Philippine Peso	245	-	245
Russian Ruble	58	-	58
Serbian Dinar	115	-	115
Singapore Dollar	886	-	886
South African Rand	501	-	501
South Korean Won	28	-	28
Swedish Krona	1,322	-	1,322
Swiss Franc	3,649	-	3,649
Taiwan New Dollar	42	-	42
Thai Baht	45	-	45
Turkish Lira	175	-	175
Uruguayan Peso	375	-	375
Venezuelan Bolivar	27	-	27
	<u>\$32,161</u>	<u>\$2,241</u>	<u>\$34,402</u>

Note 4 - Commitments

At September 30, 2009, the Trust Fund had capital funding commitments relating to its investments in private equity funds of \$25,771,480. Capital commitments, capital contributions, and unfunded capital commitments at September 30, 2009 were as follows:

	<u>Capital Commitments</u>	<u>Capital Contributions</u>	<u>Unfunded Capital Commitments</u>
Private Equity Funds	<u>\$25,771,480</u>	<u>\$13,804,605</u>	<u>\$11,966,875</u>

**Independent Auditors' 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**

To the Joint Trust Fund Committee
Trust Fund for the People of the Federated States of Micronesia

We have audited the accompanying statement of net assets of Trust Fund for the People of the Federated States of Micronesia (a District of Columbia not for profit corporation herein after referred to as Trust Fund) as of September 30, 2009 and the related statement of changes in net assets for the year then ended, and have issued our report thereon dated August 31, 2010. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Trust Fund's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Trust Fund's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Trust Fund's internal control over financial reporting.

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 misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis.

Our consideration of the internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above. However, we identified certain deficiencies in internal control over financial reporting, described below that we consider to be significant deficiencies in internal control over financial reporting. 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.

We consider the following deficiency to be a significant deficiency in internal control:

Condition:

The Trust Fund is not capable of preparing full disclosure financial statements in accordance with accounting principles generally accepted in the United States of America (GAAP), including Government Accounting Standards (GAS) promulgated by the Government Accounting Standards Board.

Criteria:

The financial statement audit is performed in accordance with generally accepted auditing standards and requires the auditor to issue an opinion on whether the financial statements are presented in accordance with GAAP, including all financial statement disclosures required by GAAP and GAS.

Cause of Condition:

Although the Joint Trust Fund Committee engaged the services of a contract accounting service to maintain certain accounting records and prepare basic accounting statements, the Committee did not engage the contract accounting service to prepare annual full disclosure financial statements in accordance with GAAP and GAS requirements. Furthermore, the contract accounting service did not receive the appropriate level of investment expense detail from the respective money managers in order to track the cost basis of investments, investment expenses, and prepare accrual basis financial statements.

Effect of Condition:

Full disclosure financial statements were not available during the audit process. As a result, financial statement disclosures were prepared by the independent auditor and reviewed and approved by the Joint Trust Fund Committee.

Recommendation:

We recommend that the Joint Trust Fund Committee arrange for the preparation of accrual basis, full disclosure financial statements in accordance with U.S. generally accepted accounting principles (including government accounting principles) prior to the commencement of the 2010 annual audit.

Management's Views and Planned Corrective Action:

The Trust Fund Committee concurs with this recommendation and has agreed to implement as soon as practicable. The Committee has commenced discussions with its investment custodian to determine if this service can be provided by the custodian.

Evaluation of Management's Comments and Planned Corrective Action:

The independent auditor has reviewed the Joint Trust Fund Committee's corrective action plan and believes it to be a viable course of action. The timely availability of annual full disclosure financial statements prior to the scheduled commencement of the annual audit is critical to the Trust Fund's ability to comply with the reporting provisions of the Compact Subsidiary Agreement, which require the audited financial statements to be included with the Trust Fund's Annual Report. The Annual Report is due six months following the end of the Trust Fund's fiscal year.

This significant deficiency was considered in determining the nature, timing, and extent of the audit tests applied in our audit of the Trust Fund's financial statements as of and for the year ended September 30, 2009, and this communication does not affect our report on those financial statements dated August 31, 2010. We have not considered internal control since the date of our report.

The following recommendation is not considered to be a significant deficiency in internal control, but is a suggestion for improvement in operating procedure:

ParenteBeard LLC continues to recommend that periodically, an appropriate member of the Trust Fund Committee or another appropriate person review the Trust Fund's investment composition for compliance with restrictions or limitations imposed by the Trust Fund's Subsidiary Agreement and the Trust's current investment policy.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Trust Fund's financial statements are free of 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 determination of financial statement amounts. 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*.

This report is intended solely for the information and use of the Joint Trust Fund Committee, management, and Governments of the United States of America and the Federated States of Micronesia and is not intended to be and should not be used by anyone other than these specified parties.

A handwritten signature in black ink that reads "Parente Beard LLC". The signature is written in a cursive, flowing style.

Malvern, Pennsylvania
August 31, 2010