An Enterprise Fund of the City of Madison, Wisconsin

FINANCIAL STATEMENTS

Including Independent Auditors' Report

As of and for the Years Ended December 31, 2013 and 2012

An Enterprise Fund of the City of Madison, Wisconsin

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INDEPENDENT AUDITORS' REPORT

To the Water Utility Board Madison Water Utility Madison, Wisconsin

Report on the Financial Statements

We have audited the accompanying financial statements of Madison Water Utility, an enterprise fund of the City of Madison, Wisconsin, as of and for the years ended December 31, 2013 and 2012, and the related notes to the financial statements, as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes 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.

Auditors' Responsibility

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. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to Madison Water Utility's preparation and fair presentation of the financial statements 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 Madison Water Utility's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Madison Water Utility as of December 31, 2013 and 2012, and the changes in its financial position and its cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

To the Water Utility Board Madison Water Utility

Emphasis of Matters

As discussed in Note 1, the financial statements present only the Madison Water Utility enterprise fund and do not purport to, and do not present fairly the financial position of the City of Madison, Wisconsin, as of December 31, 2013 and 2012 and the changes in its financial position and its cash flows for the years 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.

As discussed in Note 1, Madison Water Utility adopted the provisions of GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*, effective January 1, 2013. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

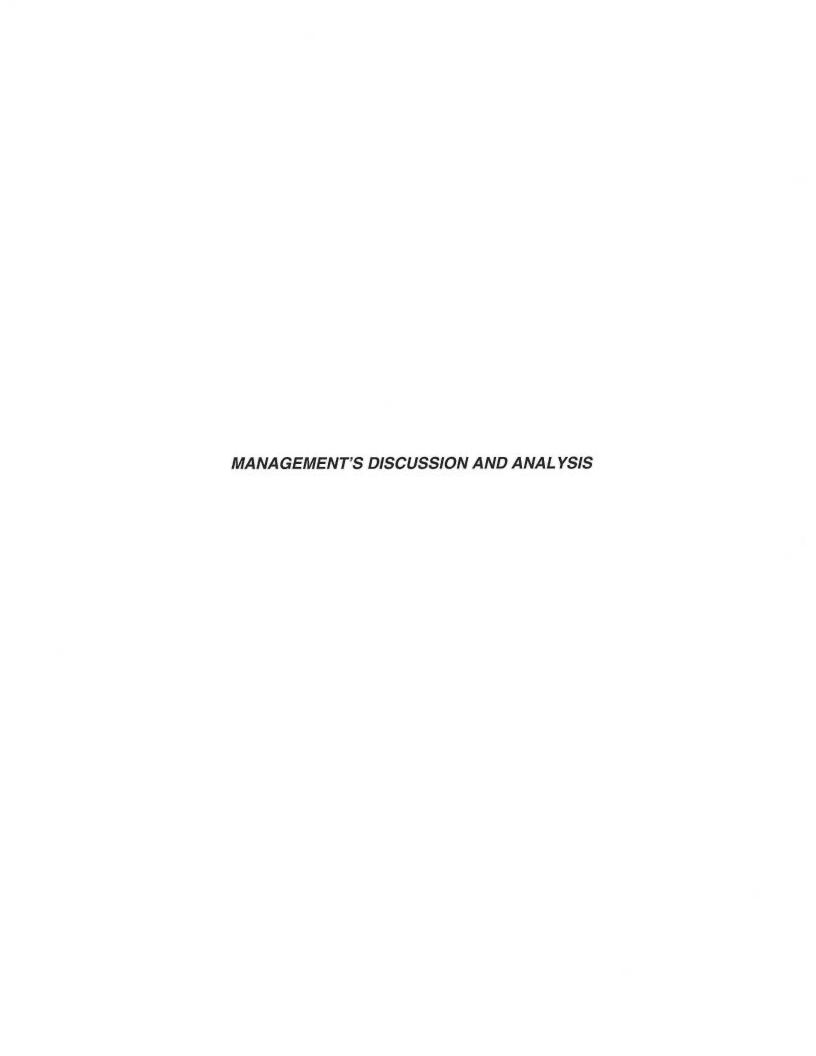
Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis information as listed in the table of contents be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required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

Madison Water Utility has not presented the Schedule of Funding Progress for the post-employment benefit program that accounting principles generally accepted in the United States of America require to supplement, although not be a part of, the financial statements. Our opinion on the financial statements is not affected by this missing information. We note that this information is included in the City of Madison's financial statements.

Supplementary Information

Our audits were conducted for the purpose of forming opinions on the financial statements taken as a whole. The insurance in force, debt repayment, and operating revenue and expenses schedules are presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the insurance in force, debt repayment, and operating revenue and expenses schedules are fairly stated in all material respects in relation to the financial statements taken as a whole.

Madison, Wisconsin _____, 2014



MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2013 and 2012

GENERAL INFORMATION ABOUT MADISON WATER UTILITY

Madison recognized the need for a central water supply early in its history. The common council of the City of Madison (municipality) directed its waterworks committee to establish the Madison Waterworks on September 5, 1881. Financing was obtained and contracts let in spring of 1882. Pumping commenced on December 7, 1882. Early management was vested in the common council through its committee, and on March 2, 1884, general management was transferred to a Board of Water Commissioners. The Madison Waterworks achieved department status in the early 1960's and, at that time, became the Madison Water Utility (utility) under a General Manager leadership with a Water Utility Board that continues today.

The utility has always been a groundwater system in spite of being surrounded by lakes. The utility currently has 22 deep wells with a capacity of over 65 million gallons per day. In common with other Wisconsin water utilities, the Public Service Commission of Wisconsin (PSCW) regulates the utility in matters of rates, rules and levels of service.

2013 FINANCIAL HIGHLIGHTS

- > Operating revenues decreased \$1 million or 3.3% from 2012. The decrease was due to the comparison with 2012's higher revenues, which resulted from the extreme heat and drought conditions that existed in the utility's service area, increasing water consumption during 2012.
- > Income before capital contributions and transfers decreased \$5.8 million or 77.3% from the prior year. The decrease was due to the utility's recording a \$1.9 million loss on the early retirement of plant in service as part of its implementation of an Advanced Metering Infrastructure, a \$1.7 million increase in interest and amortization expense including a total of \$1.4 million in current and unamortized prior year debt issuance costs expensed under the utility's required enactment of Government Accounting Standards Board (GASB) Statement No. 65 Items Previously Reported as Assets and Liabilities, the \$1 million decrease in operating revenue, and higher depreciation, operation and maintenance expense.
- > Tax equivalent transfers or payment in lieu of taxes (PILOT) by the utility to the municipality increased \$564,000 or 11.3% to \$5.6 million in 2013 from \$5.0 million in 2012, due primarily to the utility's ongoing investment in its water system infrastructure.

2012 FINANCIAL HIGHLIGHTS

- > Operating revenues increased \$1.8 million or 6.4% from 2011. The higher revenues were due to a 9% rate increase that was fully effective beginning with the January 1, 2012 customer billing, as well as the extreme heat and drought conditions that existed in the utility's service area, increasing water consumption during 2012.
- > Operating income increased \$2.7 million or 31% from the prior year. The increase was due primarily to the increase in operating revenue and lower operation, maintenance and taxes expense.
- > Tax equivalent transfers or payment in lieu of taxes (PILOT) by the utility to the municipality increased \$497,000 or 11% to \$5 million in 2012 from \$4.5 million in 2011, due primarily to the utility's ongoing investment in its water system infrastructure.

See accompanying independent auditors' report.

MANAGEMENT'S DISCUSSION AND ANALYSIS
December 31, 2013 and 2012

RATES

The utility was granted a 9% rate increase by the PSCW, which became fully effective January 1, 2012. After this last rate increase, the utility is now ranked twenty-third for nonresidential rates and forty-seventh for residential rates out of 78 rates for utilities classified as AB (over 4,000 customers) in Wisconsin, and has the ninth lowest nonresidential rates in Dane County.

UTILITY FINANCIAL ANALYSIS

The Statement of Net Position includes all of the utility's assets and liabilities and provides information about the nature and amount of investments in resources and the obligations to creditors. This statement provides the basis for evaluating the capital structure and assessing the liquidity and financial flexibility of the utility.

A summary of the utility's Statements of Net Position is presented in Table 1 as of December 31:

Table 1

Condensed Statements of Net Position (000's)

	2013	2012	2011
Current and Other Assets	\$ 59,537	\$ 51,868	\$ 45,210
Capital Assets	214,867	205,155	188,438
Total Assets	274,404	257,023	233,648
Deferred Outflows of Resources	2,218	2,491	2,774
Current Liabilities	14,006	13,637	12,252
Long-term Debt Outstanding	136,935	117,535	100,415
Long-term Liabilities	13,278	12,683	11,885
Total Liabilities	164,219	143,855	124,552
Net Investment in Capital Assets	100,766	106,627	105,249
Restricted	5,974	5,100	4,261
Unrestricted	5,663	3,932	2,360
Total Net Position	\$ 112,403	\$ 115,659	\$ 111,870

Total assets combined with deferred outflows of resources increased \$17.1 million and total liabilities increased \$20.4 million, resulting in net position decreasing \$3.3 million or 2.9% in 2013. In 2012, total assets combined with deferred outflows of resources increased \$23.1 million and total liabilities increased \$19.3 million, resulting in net position increasing \$3.8 million or 3.4%.

See accompanying independent auditors' report.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2013 and 2012

UTILITY FINANCIAL ANALYSIS (cont.)

Table 2

Condensed Statements of Revenues,
Expenses and Changes in Net Position
(000's)

	Year Ended December 31,						
	2013	2012	2011				
Operating Revenues Other Operating Revenues Total Revenues	\$ 27,716	\$ 29,410	\$ 27,620				
	1,206	536	480				
Operation & Maintenance Expense Depreciation Expense Nonoperating Expense Total Expenses	28,922	29,946	28,100				
	14,123	13,709	14,861				
	5,420	4,810	4,542				
	7,657	3,935	3,297				
	27,200	22,454	22,700				
Income before Capital Contributions and Transfers Capital Contributions Transfers	1,722	7,492	5,400				
	646	1,065	1,722				
	(5,624)	(4,768)	(4,372)				
Change in Net Position	(3,256)	3,789	2,750				
Beginning Net Position Ending Net Position	115,659	111,870	109,120				
	\$ 112,403	\$ 115,659	\$ 111,870				

The utility's operating revenues decreased \$1 million or 3.3% in 2013 from 2012. The decrease is due to the comparison with 2012's higher revenue, which resulted from the extreme heat and drought conditions that existed in the utility's service area, increasing water consumption.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2013 and 2012

UTILITY FINANCIAL ANALYSIS (cont.)

Table 3

Operating Revenues and Expenses (000's)

	Year Ended December 31,					
	2013	2012	2011			
OPERATING REVENUES						
Unmetered Sales	\$ 72	\$ 111	\$ 84			
Material Octob						
Metered Sales	44.404	40 545	44.070			
Residential	11,124	12,545	11,276			
Commercial	8,885	9,232	8,728			
Industrial	1,153	1,136	1,282			
Public authority	2,835	2,815	2,722			
Sales for resale	344	330	267			
Total Metered Sales	24,341	26,058	24,275			
Private Fire Protection	377	368	369			
Public Fire Protection	2,926	2,873	2,892			
Total Sales of Water	27,716	29,410	27,620			
Customer Late Payment Penalties	260	262	279			
Miscellaneous	41	31	20			
Rents from water property	396	-	-			
Other	509	243	181			
Total Operating Revenues	28,922	29,946	28,100			
OPERATING EXPENSES						
Source of Supply	64	71	192			
Pumping	3,604	3,595	3,478			
Water Treatment	775	748	763			
Transmission and Distribution	5,602	5,149	5,754			
Customer Accounts	719	618	633			
Administrative and General	3,319	3,228	3,705			
Total Operation and Maintenance	14,083	13,409	14,525			
Depreciation	5,420	4,810	4,542			
Taxes	40	300	336			
Total Operating Expenses	19,543	18,519	19,403			
Operating Income	\$ 9,379	\$ 11,427	\$ 8,697			

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2013 and 2012

UTILITY FINANCIAL ANALYSIS (cont.)

Revenues

Total operating revenues were \$28.9 million in 2013, compared with \$29.9 million in 2012, a decrease of 3.3%. The higher revenue in 2012 was due to the extreme heat and drought conditions that existed in the utility's service area, increasing water consumption. Although the utility added 270 new customers in 2013, it pumped 5.6% less water than in 2012.

Expenses

Operation and maintenance expenses totaled \$14.1 million in 2013, compared to \$13.7 million in 2012, an increase of \$400,000 or 2.9%. Depreciation expense increased \$610,000 or 12.5% to \$5.4 million in 2013 from \$4.8 million in 2012. Interest and amortization expense was \$6 million in 2013, compared with \$4.3 million in 2012, an increase of \$1.7 million or 39.5% due to primarily to the utility's compliance with GASB Statement No. 65 in 2013, which required the utility to expense a total of \$1.4 million in current and unamortized prior year debt issuance costs. The utility also recorded a \$1.9 million loss on the early retirement of plant in service as part of its implementation of the Advanced Metering Infrastructure/Project H_2O .

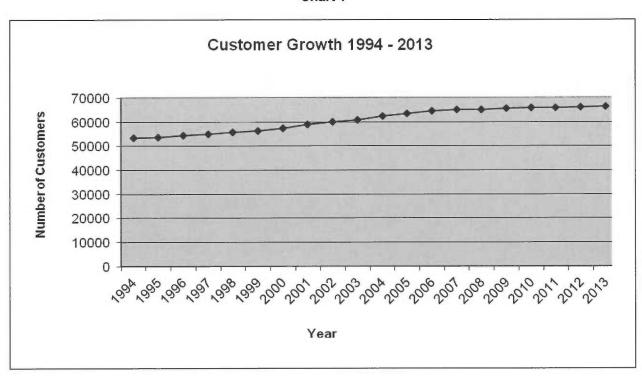


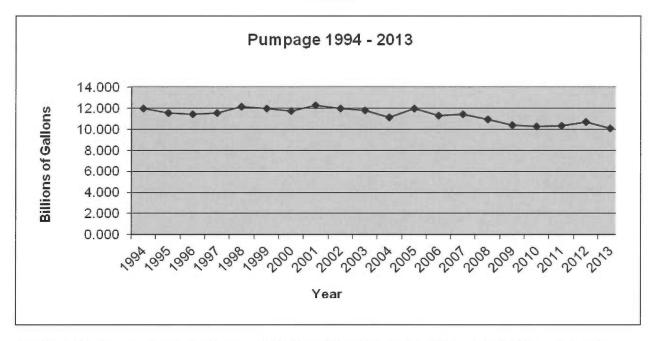
Chart 1

In 2013, the utility received 478 new applications for service, compared with 354 and 293 new applications received in 2012 and 2011, respectively. 2013 and 2012 showed the first increase in consecutive years since a record number of new applications (1,442) was received in 2002, following 1,405 new applications in 2001.

MANAGEMENT'S DISCUSSION AND ANALYSIS
December 31, 2013 and 2012

UTILITY FINANCIAL ANALYSIS (cont.)

Chart 2



Pumping for the year decreased 5.6% from 10.658 billion gallons in 2012 to 10.057 billion gallons in 2013, due primarily to the extreme heat and drought conditions that existed in the utility's service area, increasing water consumption during 2012.

CAPITAL EXPENDITURES

The utility added a net \$7.3 million of plant in 2013. Of this amount, approximately \$600,000 was contributed by developers and contractors, and received by special assessment.

Capital projects paid for by the utility in 2013 include \$6.5 million for the Advanced Metering Infrastructure/Project H₂O, \$6.4 million for new and replacement water mains, \$2.2 million for Unit Well #15 Volatile Organic Compound mitigation, \$870,000 for the Booster Pump Station #106 rebuild, \$589,000 for Unit Well #7 Iron and Manganese Filtration, and \$520,000 for Pressure Zone 4 Fire Flow Supply Augmentation.

Please refer to the notes to the financial statements for further details of the utility's capital assets.

MANAGEMENT'S DISCUSSION AND ANALYSIS
December 31, 2013 and 2012

CAPITAL BORROWING

The previous policy of the utility had been to maintain depreciation and net revenues such that depreciation funds could be used for capital projects, and net income could be used for debt retirement. Due to the increased level of planned capital spending, the utility has looked to fund all of its capital budget needs exclusively through the sale of revenue bonds. The utility borrowed \$24.3 million in 2013, \$21.1 million in 2012, \$19.4 million in 2011, \$13.2 million in 2010, and \$48.5 million in 2009. \$10.9 million of the 2009 borrowing was used to fund 2009 and 2010 capital projects, while the other \$37.6 million refunded the outstanding 2001, 2002, 2003 and 2006 revenue bonds, and the 2005 refunding bond issue. The utility plans a sale of revenue bonds in 2014 to fund the balance of its 2014 capital budget and part of the 2015 capital budget. The utility has stepped up its borrowing patterns in the last ten years by going to the markets almost annually. Management envisions a continuation of active borrowing for the next several years.

ECONOMIC FACTORS AND FUTURE BUDGET ISSUES

Madison has a unique status in terms of economic stability, being the state capital and home to the University of Wisconsin – Madison and its 43,000 students, versus the national economy. Consider the fact that, while customer growth has slowed, the utility added a net 11.4 miles of water main in the last three years as its service area has grown. Growth entails the need for additional infrastructure while meeting the challenge of upkeep of current infrastructure. Management believes that future rate increases will maintain a stable financial structure to ensure that the utility is well prepared to handle these challenges. This is evidenced by the fact that, after the last rate increase which became fully effective January 2012, the utility's rates remain below the median average rate of large utilities in the state.

The utility's largest customer, the University of Wisconsin – Madison, is nearing the end of fulfilling its growth plans requiring additional water from the utility. While rates are expected to increase over time, management expects utility rates will remain near the statewide median average.

In 2012, the utility began implementing an Advanced Metering Infrastructure called $Project\ H_2O$, to retrofit all existing water meters with a device that allows the automated collection of meter readings via a fixed network system. This allows customers to closely monitor and control their own water use and thereby conserve water, reducing system demands. The utility is able to implement water conservation rates, monitor the system for leaks, evaluate and optimize system operation, and improve customer service. In addition, the utility plans to convert its semiannual metered accounts to monthly, which will help customers in budgeting for a lower monthly billing. The total cost of the project was \$13.9 million. $Project\ H_2O$ became operational at the end of 2013.

UTILITY CONTACT INFORMATION

This financial report is designed to provide customers and creditors with a general overview of the utility's finances and to demonstrate the utility's accountability for the funds it receives. Anyone having questions regarding this report or desiring additional information may contact Michael L. Krentz, Financial Manager, Madison Water Utility, 119 East Olin Avenue, Madison, Wisconsin 53713 or by phone at (608) 266-4645 or e-mail at mkrentz@madisonwater.org.

STATEMENTS OF NET POSITION As of December 31, 2013 and 2012

C				
400570	_	2013		2012
CURRENT ASSETS				
Cash and investments	•	0.074.050	Φ.	0.000.000
	\$	2,874,856	\$	2,669,923
Restricted cash and investments		7,243,803		5,925,680
Customer accounts receivable		7,201,361		7,159,842
Accrued revenue		5,455,229		5,466,629
Materials and supplies		713,450		667,070
Current portion of special assessments		103,054		97,690
Other current assets	_	256,659	_	249,128
Total Current Assets		23,848,412		22,235,962
NONCURRENT ASSETS				
Restricted cash and investments		32,210,263		24,764,727
Other Assets				
Special assessments receivable		2,334,105		2,533,769
Unamortized debt issuance costs		-		1,208,074
Preliminary survey and investigation		284,217		284,217
Property held for future use		663,602		662,145
Nonutility property (net of accumulated depreciation)		196,677		179,054
Capital Assets				1
Plant in service		259,394,964	-	252,101,271
Accumulated depreciation		(61,570,769)		(58,466,293)
Construction work in progress		17,042,198		11,520,270
Total Noncurrent Assets		250,555,257	_ 2	234,787,234
T-111			13	252 222 232
Total Assets		274,403,669		257,023,196
DEFERRED OUTFLOWS OF RESC	OURCES			
Unamortized loss on advance refunding		2,218,502		2,490,912
Total Deferred Outflows of Resources		2,218,502		2,490,912

			_	
	-	2013	-	2012
LIABILITIES				
CURRENT LIABILITIES	•	0.050.547	œ.	2.756.470
Accounts payable	\$	2,650,517	\$	3,756,179
Other current liabilities		338,853		294,849
Payable to other funds		2,892,689		2,800,705
Accrued interest		9,946		10,102
Current portion of loan from municipality		765,000		765,000
Current portion of advance from municipality		68,158		62,357
Current Liabilities Payable From Restricted Assets		4.025.000		2 075 000
Current portion of revenue bonds Accrued interest		4,935,000		3,975,000
		2,346,324		1,972,639
Total Current Liabilities	_	14,006,487		13,636,831
NONCURRENT LIABILITIES				
Revenue bonds		136,935,000		117,535,000
Unamortized debt premium		5,582,311		4,334,415
Accrued compensated absences		1,640,793		1,594,983
Other postemployment benefit obligation		424,115		363,826
Advance from municipality		1,592,722		1,657,353
Loan from municipality		3,825,000		4,590,000
Customer advances for construction		213,014		142,642
Total Noncurrent Liabilities		150,212,955		130,218,219
Total Noncurrent Liabilities	-	100,212,900		100,210,210
Total Liabilities		164,219,442	_	143,855,050
NET POSITION				
Net investment in capital assets Restricted for:	,	100,766,354		106,627,399
Debt service		5,073,972		4,200,188
Capital repairs and replacement		900,000		900,000
Unrestricted	_	5,662,403	_	3,931,471
TOTAL NET POSITION	\$ *	112,402,729	\$	115,659,058

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION For the Years Ended December 31, 2013 and 2012

		2013		2012
OPERATING REVENUES				
Sales of water	\$	27,716,370	\$	29,409,758
Other		1,205,912		536,230
Total Operating Revenues	-	28,922,282	_	29,945,988
OPERATING EXPENSES				
Operation and maintenance		14,122,833		13,709,476
Depreciation		5,419,760	_	4,809,543
Total Operating Expenses	_	19,542,593	_	18,519,019
Operating Income	_	9,379,689	_	11,426,969
NONOPERATING REVENUES (EXPENSES)				
Merchandising and jobbing		7,157		513
Investment income		42,199		198,779
Interest and amortization expense		(6,024,705)		(4,325,011)
Interest charged to construction		77,491		9,977
Loss on early retirement of plant in service		(1,950,438)		-
Other	_	190,841	_	181,240
Total Nonoperating Revenues (Expenses)	-	(7,657,455)	_	(3,934,502)
Income before Capital Contributions and Transfers		1,722,234		7,492,467
CAPITAL CONTRIBUTIONS		646,272		1,064,951
TRANSFERS		(43,400)		248,796
TRANSFERS - TAX EQUIVALENT	_	(5,581,435)		(5,017,460)
Change in Net Position		(3,256,329)		3,788,754
NET POSITION - Beginning of Year		115,659,058	_	111,870,304
NET POSITION - END OF YEAR	\$	112,402,729	\$	115,659,058

STATEMENTS OF CASH FLOWS For the Years Ended December 31, 2013 and 2012

The state of the s		-
	2013	2012
CASH FLOWS FROM OPERATING ACTIVITIES		
Received from customers	\$ 29,257,920	\$ 30,178,813
Paid to suppliers for goods and services	(8,147,053)	(7,558,424)
Paid to employees for services	(5,489,623)	(5,367,243)
Net Cash Flows from Operating Activities	15,621,244	17,253,146
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Transfers - paid to municipality for tax equivalent	(5,581,435)	(9,537,231)
Loan from municipality receipts (payments) - operating portion	(765,000)	(765,000)
Proceeds from (repayment of) advances from other funds	(62,357)	(53,038)
Interest paid on advances and loans from other funds	(82,219)	(103,168)
Transfers from (to) other funds	(43,400)	248,796
Net Cash Flows from Noncapital Financing Activities	(6,534,411)	(10,209,641)
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Acquisition and construction of capital assets	(18,238,545)	(19,883,334)
Special assessments received	178,723	192,717
Contributions in aid of construction	221,816	247,327
Proceeds from debt issued	24,335,000	21,095,000
Premium on debt issued	1,665,836	1,834,021
Debt issuance costs	(221,444)	(301,093)
Build America Bond interest credit received	240,379	171,505
Debt retired	(3,975,000)	(3,195,000)
Interest paid	(4,367,205)	(3,817,892)
Net Cash Flows from Capital and Related Financing Activities	(160,440)	(3,656,749)
CASH FLOWS FROM INVESTING ACTIVITIES		
Marketable securities purchased	(2,114,246)	(9,464,342)
Marketable securities sold	798,946	8,127,322
Investment income	205,638	198,779
Net Cash Flows from Investing Activities	(1,109,662)	(1,138,241)
Net Change in Cash and Cash Equivalents	7,816,731	2,248,515
CASH AND CASH EQUIVALENTS – Beginning of Year	24,917,635	22,669,120
CASH AND CASH EQUIVALENTS – END OF YEAR	\$ 32,734,366	\$ 24,917,635

		0010		0010
	_	2013		2012
RECONCILIATION OF OPERATING INCOME TO NET CASH				
FLOWS FROM OPERATING ACTIVITIES	\$	9,379,689	\$	11,426,969
Operating income Nonoperating income	Φ	43,382	φ	10,248
Noncash items included in operating income		45,502		10,240
Depreciation		5,419,760		4,809,543
Depreciation Depreciation charged to other accounts		627,717		636,906
Changes in Assets and Liabilities		021,111		000,000
Customer accounts receivable		(43,521)		(2,995,866)
Receivable from other funds		94,811		(=,000,000)
Materials and supplies		(46,381)		284,546
Accrued revenues		11,399		29,014
Other current assets		(5,529)		(83,059)
Accounts payable and other current liabilities		(5,731)		60,733
Payable to other funds		39,547		3,039,611
Other postemployment benefit obligation		60,289		64,044
Accrued compensated absences	_	45,812		(29,543)
NET CASH FLOWS FROM OPERATING ACTIVITIES	\$	15,621,244	\$	17,253,146
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO STATEMENT OF NET POSITION ACCOUNTS				
Cash and investments	\$	2,874,856	\$	2,669,923
Restricted cash and investments - current	Ψ	7,243,803	Ψ	5,925,680
Restricted cash and investments - noncurrent		32,210,263		24,764,727
Total Cash and Investments		42,328,922		33,360,330
Less: Noncash equivalents		9,594,556		8,442,695
CASH AND CASH EQUIVALENTS	\$	32,734,366	\$	24,917,635
CASH AND CASH EQUIVALENTS	<u>\$</u>	32,734,300	Ψ	24,917,000
NONCASH INVESTING, CAPITAL AND FINANCING ACTIVITIES				
Municipality, customer and developer financed additions		10,243,510	121	
to utility plant	\$	468,030	\$	549,270
Capital additions assessed to customers	\$	26,798	\$	322,884
Interest capitalized	\$	77,491	\$	9,977
Increase (decrease) in fair value of investments	\$	(163,439)	\$	(7,446)
more than the second of the se	-			1.00

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Madison Water Utility (utility) have been prepared in conformity with accounting principles generally accepted in the United States of America as applied to enterprise funds of governmental entities. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

The significant accounting principles and policies utilized by the utility are described below.

REPORTING ENTITY

The utility is a separate enterprise fund of the City of Madison (municipality). The utility provides retail water service to customers in the municipality portions of the Town of Madison and the Town of Burke, and wholesale water service to Waunona Sanitary District No. 2, the Villages of Maple Bluff and Shorewood Hills, and portions of Fitchburg Utility District No. 1.

The utility charges rates and operates under rules authorized by the Public Service Commission of Wisconsin (PSCW). Accounting records are maintained in accordance with the Uniform System of Accounts prescribed by the PSCW.

The utility is managed by an eight member Water Utility Board comprised of two Madison Common Council members (each serving a two year term), five citizen members, and the Director, Public Health Madison and Dane County (ex-officio), each serving a five year term.

MEASUREMENT FOCUS, BASIS OF ACCOUNTING AND BASIS OF PRESENTATION

The utility is presented as an enterprise fund of the municipality. Enterprise funds are used to account for operations that are financed and operated in a manner similar to private business or where the governing body has decided that the determination of revenues earned, costs incurred and net income is necessary for management accountability.

The financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability is incurred or economic asset used. Revenues, expenses, gains, losses, assets and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange takes place.

In March 2012, the GASB issued Statement No. 65 - *Items Previously Reported as Assets and Liabilities*. This statement establishes accounting and financial reporting standards that reclassify, as deferred outflows of resources or deferred inflows of resources, certain items that were previously reported as assets and liabilities and recognizes, as outflows of resources or inflows of resources, certain items that were previously reported as assets and liabilities. The utility implemented this standard effective January 1, 2013.

Preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, DEFERRED OUTFLOWS OF RESOURCES, LIABILITIES AND NET POSITION

Deposits and Investments

For purposes of the statement of cash flows, cash and cash equivalents have original maturities of three months or less from the date of acquisition.

Investment of utility funds is restricted by state statutes. Investments are limited to:

- Time deposits in any credit union, bank, savings bank, trust company maturing in three years or less.
- 2. Bonds or securities of any county, city, drainage district, technical college district, village, town, or school district of the state. Also, bonds issued by a local exposition district, local professional baseball park district, local professional football stadium district, local cultural arts district, the University of Wisconsin Hospitals and Clinics Authority, or the Wisconsin Aerospace Authority.
- 3. Bonds or securities issued or guaranteed by the federal government.
- The local government investment pool.
- 5. Any security maturing in seven years or less and having the highest or second highest rating category of a nationally recognized rating agency.
- 6. Securities of an open end management investment company or investment trust, subject to various conditions and investment options.
- 7. Repurchase agreements with public depositories, with certain conditions.

The utility, as part of the municipality, has adopted an investment policy. The policy follows the state statute for allowable investments.

Investments are stated at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair values are based on quoted market prices. No investments are reported at amortized cost. Adjustments necessary to record investments at fair value are recorded in the operating statement as increases or decreases in investment income. Market values may have changed significantly after year end.

Restricted Assets

Mandatory segregations of assets are presented as restricted assets. Such segregations are required by bond agreements and other external parties. Current liabilities payable from these restricted assets are so classified.

Receivables/Payables

Transactions between the utility and other funds of the municipality that are representative of lending/borrowing arrangements outstanding at year end are referred to as advances to/from other funds. All other outstanding balances between the utility and other funds of the municipality are reported as due to/from other funds.

The utility has the right under Wisconsin statutes to place delinquent water bills on the tax roll for collection. As such, no allowance for uncollectible customer utility service billings is considered necessary.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, DEFERRED OUTFLOWS OF RESOURCES, LIABILITIES AND NET POSITION (cont.)

Materials and Supplies

Materials and supplies inventories are generally used for construction, operation and maintenance work, not for resale. They are valued at average cost and charged to construction and expense when used.

Other Current Assets

The balance represents amounts due from other municipalities, miscellaneous receivables, and prepaid expenses.

Preliminary Survey and Investigation

The balance represents initial project engineering costs related to utility plant construction. The balance will be transferred as a capital asset upon commencement of the project.

Property Held for Future Use

These amounts represent tower and well sites which are owned by the utility but not currently used during the course of operation.

Nonutility Property

This balance includes sewer meters which are being amortized over an average period of 20 years as well as certain parcels of land related to abandoned facilities.

Capital Assets

Capital assets are defined by the utility as assets with an initial, individual cost of more than \$2,000 and an estimated useful life in excess of one year.

Capital assets of the utility are recorded at cost or fair market value at the time of contribution to the utility. Major outlays for utility plant are capitalized as projects are constructed. Interest incurred during the construction phase is reflected in the capitalized value of the capital assets constructed, net of interest earned on the invested proceeds over the same period. Capital assets in service are depreciated using the straight-line method over the following useful lives:

		Year	S	
Plant in Service				
Source of supply	22	_	58	
Pumping	23	_	31	
Water treatment	16	_	31	
Transmission and distribution	18	_	77	
General	4	_	34	
Completed construction not classified		65		

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, DEFERRED OUTFLOWS OF RESOURCES, LIABILITIES AND NET POSITION (cont.)

Special Assessments Receivable

The utility assesses the cost of system extensions to benefited properties. This account represents the long-term portion of special assessments to be collected. Interest is charged on the unpaid balance at various rates.

Accrued Compensated Absences

Utility employees are allowed to convert, at retirement, the lesser of 100% of accumulated days or 150 days, to a sick leave escrow account maintained in the municipality's trust and agency fund. No payment is made if the employee resigns or is terminated. The balance on the financial statements is based on the probability employees will be employed by the utility at the time of retirement. The liability is liquidated from general operating revenues of the utility.

After the satisfactory employee completion of a probationary period, vacation leave is accrued on the basis of continuous service, including periods of paid absent time. The vacation leave is granted at a rate dependent on the employee's length of service.

Customer Advances for Construction

The balance represents customer advances for construction and meters which may be refundable in part or in whole pursuant to rules prescribed and on file with the PSCW.

Long-Term Obligations

Long-term debt and other obligations are reported as utility liabilities. Bond premiums and discounts are deferred and amortized over the life of the bonds using the effective interest method. Gains or losses on refundings are amortized over the remaining life of the old debt or the life of the new debt, whichever is shorter. The balance at year end for premiums and discounts is shown as an increase or decrease in the liability section of the statements of net position. The balance at year end for the loss on refunding is shown as a deferred outflow in the statements of net position.

REVENUES AND EXPENSES

The utility distinguishes operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a utility's principal ongoing operations. The principal operating revenues of the utility are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

REVENUES AND EXPENSES (cont.)

Charges for Services

Utility billings are rendered and recorded based on actual service provided with billings made to customers semi-annually utilizing six separate billing cycles. The utility accrues revenues beyond these billing dates.

Current rates were authorized by the PSCW in an order dated May 5, 2011, and are designed to earn a 6.90% return on rate base.

Transfers - Tax Equivalent

The utility records an annual payment in lieu of taxes (PILOT) expense based on the value of its capital assets times the current assessment ratio and local and school portions of the mill rate. In addition, current legislation requires that the computed payment be greater than or equal to the 1994 PILOT payment.

Capital Contributions

The municipality has invested capital in the utility at various times. This capital is not currently subject to repayment on demand or at a fixed future date by the utility. Certain utility plant has been contributed by utility customers. These contributions are not subject to repayment. The value of property contributed to the utility is reported as revenue on the statements of revenues, expenses and changes in net position.

EFFECT OF NEW ACCOUNTING STANDARDS ON CURRENT PERIOD FINANCIAL STATEMENTS

The Governmental Accounting Standards Board (GASB) has approved GASB Statement No. 67, Financial Reporting for Pension Plans - an amendment of GASB Statement No. 25; Statement No. 68, Accounting and Financial reporting for Pensions - an amendment of GASB Statement No. 27; Statement No. 69, Government Combinations and Disposals of Government Operations; and Statement No. 70, Accounting and Financial reporting for Nonexchange Financial Guarantees. Application of these standards may restate portions of these financial statements.

COMPARATIVE DATA

Certain amounts presented in the prior year data have been reclassified in order to be consistent with the current year's presentation.

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 2 – DEPOSITS AND INVESTMENTS

		Carrying V Decem		
		2013	 2012	Associated Risks
Checking and Savings Other Investment Pool Money Market U.S. Agencies	\$	603,686 30,014,337 2,109,317 9,594,557	\$ 65,227 23,434,951 1,410,432 8,442,695	Custodial credit (A) Custodial credit Custodial credit, interest rate, credit, concentration
Working Funds – Petty Cash	_	7,025	 7,025	None
Totals	\$	42,328,922	\$ 33,360,330	

⁽A)—The other investment pool is commingled with the municipality; therefore, the risk pertaining specifically to the utility cannot be determined individually. Please refer to the municipality's financial statements.

Deposits in each local and area bank are insured by the FDIC in the amount of \$250,000 for time and savings accounts (including NOW accounts) and \$250,000 for demand deposit accounts (interest bearing and noninterest bearing). In addition, if deposits are held in an institution outside of the state in which the government is located, insured amounts are further limited to a total of \$250,000 for the combined amount of all deposit accounts.

Bank accounts are also insured by the State Deposit Guarantee Fund (SDGF) in the amount of \$400,000. However, due to the relatively small size of the Guarantee Fund in relationship to the total deposits covered and other legal implications, recovery of material principal losses may not be significant to individual municipalities.

The utility may also maintain separate cash and investment accounts at the same financial institutions utilized by the municipality. Federal depository insurance and the State of Wisconsin Guarantee Fund Insurance apply to all municipal accounts, and accordingly, the amount of insured funds is not determinable for the utility alone. Therefore, coverage for the utility may be reduced. Investment income on commingled investments of the entire municipality is allocated based on average investment balances.

CUSTODIAL CREDIT RISK

Deposits

Custodial credit risk is the risk that in an event of a financial institution failure, the utility's deposits may not be returned to the utility.

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 2 – DEPOSITS AND INVESTMENTS (cont.)

CUSTODIAL CREDIT RISK (cont.)

Deposits (cont.)

The utility maintains certain deposits at the same institutions as the municipality. The custodial credit risk pertaining specifically to the utility's resources at these institutions cannot be determined individually for those accounts. The following is a summary of the utility's total deposit balances at these institutions on December 31:

		20	13		2012				
	_	Bank Balance		Carrying Value		Bank Balance		Carrying Value	
Park Bank US Bank	\$	11,749 2,109,317	\$	603,686 2,109,317	\$	859,888 1,410,432	\$	65,227 1,410,432	
Totals	\$	2,121,066	\$	2,713,003	\$	2,270,320	\$	1,475,659	

The municipality's investment policy addresses this risk by requiring security for all cash and investments maintained in any financial institution designated as a depository. The municipality exercises this authority under Sec. 34.07 of the Wisconsin Statutes which states that security may be required of any public depository for any public deposits that exceed the amount of deposit insurance provided by an agency of the United States or by the Wisconsin public deposit guarantee program. The utility is covered under the municipality's collateral agreements.

Investments

For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the utility will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party.

The utility's investments included \$9,594,557 and \$8,442,695 of U.S. Agencies securities which were exposed to custodial credit risk as of December 31, 2013 and 2012, respectively because the investments were neither insured nor registered and are held by a counterparty.

The municipality's investment policy addresses this risk by requiring funds in excess of insured or guaranteed limits to be secured by some form of collateral. The municipality will accept for collateral any of the following assets: obligations of the United States government or an agency or instrumentality of the United States government; obligations of the State of Wisconsin; investment grade obligations of Wisconsin local jurisdictions; obligations of the City of Madison. The fair market value of all collateral pledged will be not less than 110% of the amount of public funds to be secured at each institution. The ratio of fair market value of collateral to the amount of funds secured will be reviewed regularly and additional collateral will be requested when this ratio declines below the level required. Pledged collateral will be held in safekeeping by a third party. All collateral agreements will be written so as to preclude release of the assets without an authorized signature from the municipality. The municipality will allow for even exchange of collateral.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 2 – DEPOSITS AND INVESTMENTS (cont.)

INTEREST RATE RISK, CREDIT RISK AND CONCENTRATION RISK

Interest rate risk is the risk changes in interest rates will adversely affect the fair market value of an investment. All U.S. Agency securities mature within two to six years.

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. As of December 31, 2013, 87.5% of the U.S. Agency investments were rated AAA and 12.5% were unrated by Moody's Investors Service. All of the U.S. Agency investments were rated AA+ by S&P. As of December 31, 2012, all of the U.S. Agency investments were rated AAA by Moody's Investors Service. All of the U.S. Agency investments were rated AA+ by S&P.

Concentration risk is the risk of loss attributable to the magnitude of a government's investments in a single issuer. As of December 31, 2013, the utility had 9% of its portfolio in Federal Home Loan Mortgage Corp. securities and 5% in Federal National Mortgage Association securities. As of December 31, 2012, the utility had 7% of its portfolio in Federal Home Loan Mortgage Corp. securities and 12% in Federal National Mortgage Association securities.

The investment policy addresses these risks by permitting investments which mature to meet cash requirements, following state statutes as to allowable investments and limiting certificates with any one institution to 25% of the overall portfolio.

NOTE 3 – INTERFUND RECEIVABLES/PAYABLES AND TRANSFERS

The following is a schedule of interfund balances as of December 31, 2013 and 2012:

			2013	2012				
Due Due To From Am		Amount	Principal Purpose	Amount	Principal Purpose			
Municipality	Water	\$ 2,892,689	Items due to Sewer and Storm less items on tax roll	\$ 2,800,705	Items due to Sewer and Storm less items on tax roll			

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 3 - INTERFUND RECEIVABLES/PAYABLES AND TRANSFERS (cont.)

The following is a schedule of transfer balances as of December 31, 2013 and 2012:

			2013	2012				
To	From	Amount	Principal Purpose	Amount	Principal Purpose			
Municipality Water	Water Municipality	\$ 5,581,435 -	Tax equivalent	\$ 5,017,460 261,211	Tax equivalent Tower rental received by special revenue fund			
Water	Municipality	21,288	Refund of wage insurance	20,960	Refund of wage insurance			
Municipality	Water	39,688	Lead service replacement program	33,375	Lead service replacement program			
Municipality	Water	25,000	Contribution to Reservoir Park	-				

NOTE 4 – RESTRICTED ASSETS

RESTRICTED ACCOUNTS

Certain proceeds of the utility's revenue bonds, as well as certain resources set aside for their repayment, are classified as restricted assets on the statements of net position because their use is limited by applicable bond covenants. The following accounts are reported as restricted assets:

Operation and Maintenance Reserve	_	Used to remedy any deficiency in the operation account, make extraordinary repairs or replacements, or pay principal and interest on the bonds or parity bonds.
Principal and Interest	-	Used solely for the purpose of paying principal and interest on the bonds or parity bonds.
Reserve	-	Used solely for the purpose of paying principal and interest on the bonds or parity bonds whenever the balance in the principal and interest account is insufficient for that purpose.
Depreciation	2	Used for the payment of principal and interest on the bonds and parity bonds whenever the balance in the principal and interest account is insufficient for that purpose, to remedy any deficiency in the principal and interest account, or to make extraordinary repairs or improvements to the utility.
Construction	-	Used to report bond proceeds restricted for use in construction.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 4 - RESTRICTED ASSETS (cont.)

The following calculation supports the amount of restricted net position:

	\$ 7,243,803 \$ 5,9 150,000 1 11,703,873 9,8 19,606,390 14,0 750,000 7 32,210,263 24,70 39,454,066 30,60 (11,527,380) (9,60 (19,606,390) (14,0 (2,346,324) (1,9)			31,
		2013		2012
Restricted Assets				
Current restricted assets				
Principal and interest	\$	7,243,803	\$	5,925,680
Noncurrent Restricted Assets				
Operation and maintenance reserve				150,000
Reserve				9,853,127
Construction				14,011,600
Depreciation	_			750,000
Total Noncurrent Restricted Assets	_	32,210,263	_	24,764,727
Total Restricted Assets		39,454,066		30,690,407
Less: Restricted Assets not Funded by Revenues				
Reserve fund		(11,527,380)		(9,605,980)
Construction fund				(14,011,600)
Current Liabilities Payable from Restricted Assets	-	(2,346,324)	_	(1,972,639)
Total Restricted Net Position	\$	5,973,972	\$	5,100,188
The purpose of the restricted net position is as follows:				
Debt service	\$	5,073,972	\$	4,200,188
Capital repairs and replacement	_	900,000	-	900,000
Total	•	F 070 070	Φ.	E 400 400
Total	<u>\$</u>	5,973,972	\$	5,100,188

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 5 - CHANGES IN CAPITAL ASSETS

A summary of changes in capital assets for 2013 follows:

	1/1/13		.1		-			12/31/13
	Balance) .		ncreases	Decreases			Balance
Capital assets, not being depreciated					21			2
Land and land rights	\$ 2,115	663	\$	2,919	\$		\$	2,118,582
Capital assets being depreciated								
Source of supply	9,936	162		9,485		-		9,945,647
Pumping	11,333	196		112,345		23,766		11,421,775
Water treatment	2,275	643		17,925		13,465		2,280,103
Transmission and distribution	186,439	417		18,731,169	4	,641,453	2	200,529,133
General	18,591	706		1,134,523		293,380		19,432,849
Completed construction not								
classified	21,409	,484		1,389,334	9	,131,943		13,666,875
Total Capital Assets								
Being Depreciated	249,985	,608		21,394,781	14	,104,007	2	257,276,382
Total Capital Assets	252,101	,271		21,397,700	14	,104,007	_ 2	259,394,964
Less: Accumulated Depreciation								
The state of the s	(4,821,	640)		(224,058)		_		(5,045,707)
Source of supply	, ,			(431,636)		(25,537)		(6,755,190)
Pumping	(6,349,			(87,133)		(13,465)		(400,357)
Water treatment	(326,	,			(2	,452,354)		(39,688,744)
Transmission and distribution	(38,245,			(3,895,300)	,	,452,354 <i>)</i> (216,083)		(9,126,303)
General	(8,204,	0/0)		(1,137,508)		(210,000)		(9,120,303)
Completed construction not classified	(518,	199\		(271,842)		(235,562)		(554,468)
						,943,001)		(61,570,769)
Total Accumulated Depreciation	(58,466,	<u> 293)</u>		(6,047,477)	(2	,943,001)	_	(61,570,769)
Construction in progress	11,520,	270		19,043,978	13	,522,050	_	17,042,198
Net Capital Assets	\$ 205,155,	248					\$:	214,866,393

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 5 - CHANGES IN CAPITAL ASSETS (cont.)

A summary of changes in capital assets	for 2012 follows:					
	1/1/12			12/31/12		
	Balance	Increases	Decreases	Balance		
Capital assets, not being depreciated		* 10.731114				
Land and land rights	\$ 2,109,573	\$ 6,090	\$ -	\$ 2,115,663		
Capital assets being depreciated						
Source of supply	9,744,045	192,117		9,936,162		
Pumping	11,224,449	358,466	249,719	11,333,196		
Water treatment	2,275,643	-	-	2,275,643		
Transmission and distribution	177,464,405	9,482,095	507,083	186,439,417		
General	18,130,590	805,688	344,572	18,591,706		
Completed construction not classified	17,703,642	8,489,438	4,783,596	21,409,484		
Total Capital Assets						
Being Depreciated	236,542,774	19,327,804	5,884,970	249,985,608		
Total Capital Assets	238,652,347	19,333,894	5,884,970	252,101,271		
Less: Accumulated Depreciation						
Source of supply	(4,600,457)	(221, 192)	_	(4,821,649)		
Pumping	(6,195,857)	(427,925)	(274,691)	(6,349,091)		
Water treatment	(239,689)	(87,000)	-	(326,689)		
Transmission and distribution	(35,091,226)	(3,689,334)	(534,762)	(38,245,798)		
General	(7,603,776)	(945,674)	(344,572)	(8,204,878)		
Completed construction not	(, , , , , , , , , , , , , , , , , , ,	(,,	(***,***–)	(-,,		
classified	(305,986)	(303, 127)	(90,925)	(518, 188)		
Total Accumulated Depreciation		(5,674,252)	(1,244,950)	(58,466,293)		
Construction in progress	3,822,677	20,379,341	12,681,748	11,520,270		
Net Capital Assets	\$ 188,438,033			\$ 205,155,248		

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 6 - LONG-TERM OBLIGATIONS

REVENU	JE BONDS				
Date			Interest Rates	Original Amount	12/31/13 Amount Outstanding
12/01/07	Refunding debt and system improvements	01/01/28	4.00 - 4.75%	\$ 27,185,000	\$ 21,495,000
12/09/09	Refunding debt and system improvements	01/01/30	2.00 - 5.00%	48,540,000	44,100,000
11/10/10	System improvements	01/01/31	0.90 - 5.25%	13,250,000	12,190,000
12/22/11	System improvements	01/01/32	2.00 - 4.00%	19,370,000	18,655,000
12/19/12	System improvements	01/01/33	2.00 - 4.00%	21,095,000	21,095,000
12/18/13	System improvements	01/01/34	3.00 - 5.00%	24,335,000	24,335,000
	Totals			\$ 153,775,000	\$ 141,870,000

Revenue bond debt service requirements to maturity follows:

Bond Year	3	Principal		Interest		Total
2014	\$	4,935,000	\$	5,102,087	\$	10,037,087
2015		5,935,000		5,416,434		11,351,434
2016		6,120,000		5,221,938		11,341,938
2017		6,645,000		4,998,593		11,643,593
2018		6,845,000		4,746,089		11,591,089
2019		6,970,000		4,475,866		11,445,866
2020		7,115,000		4,179,758		11,294,758
2021		7,355,000		3,859,507		11,214,507
2022		7,795,000		3,521,414		11,316,414
2023		8,100,000		3,168,408		11,268,408
2024		8,220,000		2,801,884		11,021,884
2025		8,405,000		2,446,376		10,851,376
2026		8,680,000		2,105,459		10,785,459
2027		8,525,000		1,762,509		10,287,509
2028		8,860,000		1,409,840		10,269,840
2029		9,455,000		1,037,601		10,492,601
2030		8,135,000		682,648		8,817,648
2031		4,905,000		423,525		5,328,525
2032		4,200,000		250,625		4,450,625
2033		2,980,000		120,400		3,100,400
2034	_	1,690,000	_	33,800	_	1,723,800
Totals	\$ 1	41,870,000	\$	57,764,761	\$	199,634,761

The 2010 bonds are Build America Bonds. Sees pages 38 - 39 for the details of the anticipated federal interest credit. The amount disclosed is based on the originally approved 35% credit. During the federal fiscal year 2013 interest subsidies were reduced by 8.7% and during the federal fiscal year 2014, the subsidy payments have been reduced by 7.2%. This amount may continue to change based on sequestration.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 6 - LONG-TERM OBLIGATIONS (cont.)

REVENUE BONDS (cont.)

The bonds are secured by a pledge of the redemption fund, net utility revenues and a mortgage lien on all utility plant. Principal and interest paid for 2013 and 2012 were \$8,342,205 and \$6,836,708, respectively. Total customer net revenues as defined for 2013 and 2012 were \$14,841,648 and \$16,435,291, respectively. Annual principal and interest payments are expected to require 64% of net revenues.

ADVANCE FROM MUNICIPALITY

Date	Purpose	Final Maturity	Interest Rate	 Original Amount	12/31/13 Amount Outstanding
10/03/10	Payoff unfunded pension liability	10/01/24	3.41%	\$ 1,404,052	\$ 1,228,872
04/23/08	Advance from Municipality, Burke Utility District #1	(A)	0.82%	393,762	432,008

Advance debt service requirements to maturity follows:

<u>Year</u>	_	Principal		Interest	Total		
2014	\$	68,158	\$	39,783	\$	107,941	
2015		74,249		38,897		113,146	
2016		81,499		37,598		119,097	
2017		89,040		35,764		124,804	
2018		97,451		33,538		130,989	
2019		107,022		30,614		137,636	
2020		117,464		27,136		144,600	
2021		129,065		23,025		152,090	
2022		141,536		18,314		159,850	
2023		154,588		12,936		167,524	
2024	-	168,800		6,752		175,552	
Totals	\$	1,228,872	\$	304,357	\$	1,533,229	

⁽A) – No repayment schedule has been established for this advance. Accrued interest is added to the advance balance based on the municipality's pooled investment rate plus 0.25%.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 6 - LONG-TERM OBLIGATIONS (cont.)

LOAN FROM MUNICIPALITY

On August 4, 2005, the Madison Common Council approved a loan from the municipality to the utility to be used as financing for capital and operating expenses with interest charged monthly at 0.25% higher than the monthly rate earned through the utility's other investment pool.

The following table shows the activity since the inception of this loan:

	_	Beginning Balance		Additions		eductions	Ending Balance	
2005	\$	-	\$	4,573,000	\$		\$ 4,573,000	
2006		4,573,000		1,877,000		5,235,000	1,215,000	
2007		1,215,000		10,305,169		7,257,169	4,263,000	
2008		4,263,000		1,830,000		688,000	5,405,000	
2009		5,405,000		4,520,000		855,000	9,070,000	
2010		9,070,000		1,220,000		2,045,000	8,245,000	
2011		8,245,000		-		2,125,000	6,120,000	
2012		6,120,000		_		765,000	5,355,000	
2013		5,355,000		×		765,000	4,590,000	

The utility anticipates making principal payments totaling \$765,000 in 2014. No formal schedule for repayment has been established. At December 31, 2013 and 2012, the outstanding balance pertains to operating activities.

LONG-TERM OBLIGATIONS SUMMARY

Long-term obligation activity for the year ended December 31, 2013, is as follows:

	1/1/13 Balance		Additions		Reductions		12/31/13 Balance		Due Within One Year	
Revenue bonds	\$	121,510,000	\$	24,335,000	\$	3,975,000	\$	141,870,000	\$	4,935,000
Accrued compensated absences		1,594,983		269,718		223,908		1,640,793		-
Other postemployment benefit obligation		363,826		130,139		69,850		424,115		-
Customer advances for construction		142,642		102,900		32,528		213,014		-
Advance from municipality		1,719,710		3,526		62,356		1,660,880		68,158
Loan from municipality - operating		5,355,000		-		765,000		4,590,000		765,000
Unamortized debt premium		4,334,415	_	1,665,836	_	417,940		5,582,311		-
Totals	\$	135,020,576	\$	26,507,119	\$	5,546,582	\$	155,981,113	\$	5,768,158

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 6 - LONG-TERM OBLIGATIONS (cont.)

LONG-TERM OBLIGATIONS SUMMARY (cont.)

Long-term obligation activity for the year ended December 31, 2012, is as follows:

	-	1/1/12 Balance		Additions	F	Reductions	_	12/31/12 Balance		ue Within One Year
Revenue bonds	\$	103,610,000	\$	21,095,000	\$	3,195,000	\$, ,	\$	3,975,000
Accrued compensated absences		1,624,526		265,132		294,675		1,594,983		-
Other postemployment benefit obligation		299,782		138,045		74,001		363,826		-
Customer advances for construction		127,915		32,700		17,973		142,642		-
Advance from municipality		1,772,748		4,679		57,717		1,719,710		62,357
Loan from municipality – operating		6,120,000		-		765,000		5,355,000		765,000
Unamortized debt premium	_	2,763,185	_	1,834,021	_	262,791	_	4,334,415	_	
Totals	\$	116,318,156	\$	23,369,577	\$	4,667,157	\$	135,020,576	\$	4,802,357

PRIOR YEAR DEFEASANCE OF DEBT

In 2005, the utility defeased \$3,605,000 of the 1995 and 1998 bonds by placing the proceeds of the 2005 bonds in an irrevocable trust to provide for all future debt service payments on the 1995 and 1998 bonds. Accordingly, the trust account assets and the liability for the defeased bonds are not included in the utility's financial statements. The bonds are callable on January 1, 2015. At December 31, 2013, \$605,000 of bonds outstanding are considered defeased.

In 2009, the utility defeased \$38,745,000 of the 2001, 2002, 2003, 2005 and 2006 bonds by placing the proceeds of the 2009 A and 2009 B bonds in a irrevocable trust to provide for all future debt service payments on the 2001, 2002, 2003, 2005 and 2006 bonds. Accordingly, the trust account assets and liability for the defeased bonds are not included in the utility's financial statements. The old bonds are callable as follows: 2001 bonds on January 1, 2010; 2002 bonds on January 1, 2012; 2003 and 2005 bonds on January 1, 2013; 2006 bonds on January 1, 2016. At December 31, 2013, \$11,570,000 of the bonds outstanding are considered defeased.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 7 – NET POSITION

GASB No. 34 requires the classification of net position into three components – net investment in capital assets; restricted; and unrestricted. These classifications are defined as follows:

Net investment in capital assets - This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds is not included in the calculation of net investment in capital assets; rather, that portion of the debt is included in the same net position component as the unspent proceeds.

Restricted - This component of net position consists of constraints placed on net position use through external constraints imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted net position - The component of net position consisting of net position that does not meet the definition of "restricted" or " net investment in capital assets."

When both restricted and unrestricted resources are available for use, it is the utility's policy to use restricted resources first, then unrestricted resources as they are needed.

The following calculation supports the net investment in capital assets:

		Decem	ber	31,
	_	2013		2012
Plant in Service Accumulated Depreciation Construction Work in Progress Sub-totals	\$	259,394,964 (61,570,769) 17,042,198 214,866,393		252,101,271 (58,466,293) 11,520,270 205,155,248
Less: Capital Related Debt Current portion of capital related long-term debt Unamortized debt issuance costs Long-term portion of capital related long-term debt Unamortized debt premium Unamortized loss on advance refunding Sub-totals	=	4,935,000 - 136,935,000 5,582,311 (2,218,502) 145,233,809		3,975,000 (1,208,074) 117,535,000 4,334,415 (2,490,912) 122,145,429
Add: Borrowed Funds on Hand Reserve fund Construction fund Sub-totals	_	11,527,380 19,606,390 31,133,770	_	9,605,980 14,011,600 23,617,580
Total Net Investment in Capital Assets	\$	100,766,354	\$	106,627,399

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 8 – EMPLOYEES RETIREMENT SYSTEM

All eligible utility employees participate in the Wisconsin Retirement System (WRS), a cost-sharing, multiple-employer, defined benefit, public employee retirement system (PERS). All employees, initially employed by a participating WRS employer prior to July 1, 2011, expected to work over 600 hours a year, and expected to be employed for at least one year from the employee's date of hire are eligible to participate in the WRS. All employees, initially employed by a participating WRS employer on or after July 1, 2011, expected to work at least 1,200 hours a year, and expected to be employed for at least one year from employee's date of hire are eligible to participate in the WRS.

Effective the first day of the first pay period on or after June 29, 2011 the required employee contribution was changed to one-half of the actuarially determined contribution rate for General category employees. Employers are required to contribute the remainder of the actuarially determined contribution rate. The employer may not pay the required employee contribution unless provided for by an existing collective bargaining agreement. Prior to 2012, the utility made the employee's required contribution due to collective bargaining agreements. Beginning in 2012, the employee was required to make this contribution. Contribution rates for 2013 and 2012 were:

	Employees	Employer
2013 General Category	6.65%	6.65%
2012 General Category	5.9%	5.9%

Covered payroll listed below is substantially the same as total payroll.

	Year	Ended Decemb	er 31,
	2013	2012	2011
Total Utility Payroll	\$ 7,622,231	\$ 7,287,434	\$ 7,103,120
Total Covered Employee Payroll	\$ 6,883,411	\$ 6,625,542	\$ 6,495,766
Total Required Contributions	\$ 915,494	\$ 781,814	\$ 753,509
Total Required Contributions (%)	13.3%	11.8%	11.6%

Details of the plan are disclosed in the audit report of the municipality.

NOTES TO FINANCIAL STATEMENTS
As of and for the Years Ended December 31, 2013 and 2012

NOTE 9 – OTHER POSTEMPLOYMENT BENEFITS

The municipality administers a single-employer defined benefit healthcare plan, (the plan) in which the utility participates. The plan provides healthcare coverage to active and eligible retired municipal employees and their spouses. The plan is affiliated with the Wisconsin Public Employer's Group Health Insurance – Dane County service area plan, a purchasing plan administered by the State of Wisconsin. Benefit provisions are established through collective bargaining agreements. The plan does not issue a publicly available financial report.

Contribution requirements are established through collective bargaining agreements and may be amended only through negotiations between the municipality and the union. The plan provides eligible retirees with the opportunity to stay on the municipality's health insurance plan. Eligible retirees and spouses contribute the full amount of the premiums after age 55, except for AFSCME union members who contribute the difference between the rate paid by the municipality and the current year rate. As the eligibility requirements for different classes of employees vary, please see the audit report of the municipality for complete details of all benefits offered.

The municipality's annual other postemployment benefit (OPEB) cost (expense) is calculated based on the annual required contribution of the employer (ARC), an amount actuarially determined in accordance with parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal costs each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed thirty years. The following table shows the components of the annual OPEB cost for the year ended December 31:

	Munic	ipality	Water	Utility
	2013	2012	2013	2012
Annual required contribution Contributions made	\$ 7,027,727 (3,538,477)	\$ 6,352,816 (3,043,073)		\$ 138,045 (74,001)
Net Change in OPEB obligation	3,489,250	3,309,743	60,289	64,044
Net OPEB Obligation – 1/1	18,433,107	15,123,364	363,826	299,782
Net OPEB Obligation – 12/31	\$21,922,357	\$18,433,107	\$ 424,115	\$ 363,826

The municipality's and utility's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation for 2013 and 2012, were as follows:

	Fiscal Year Ended	 Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
Municipality	2013	\$ 7,027,727	50%	\$ 21,922,357
Municipality	2012	6,352,816	48%	18,433,107
Water Utility	2013	130,139	54%	424,115
Water Utility	2012	138,045	54%	363,826

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 9 - OTHER POSTEMPLOYMENT BENEFITS (cont.)

The funded status of the plan (overall municipality) as of December 31, 2013, the most recent actuarial valuation date, was as follows:

Actuarial accrued liability (AAL) Actuarial value of plan assets	\$ 55,710,752 1,719,867
Unfunded Actuarial Accrued Liability (UAAL)	\$ 53,990,885
Funded ratio (actuarial value of plan assets/AAL)	3%
Covered payroll (active plan members)	\$ 160,967,237
UAAL as a percentage of covered payroll	33.5%

Please see the required supplemental information for the entire plan included in the municipality audit report.

Actuarial valuations of an ongoing plan involve estimates for the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality and the healthcare cost trend. Amounts determined regarding the funded status of the plan and annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information in the municipality's financial statements, presents multiyear trend information that shows whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing benefit costs between the employer and plan members to that point. The methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the actuarial valuation, the projected unit credit actuarial cost method was used. The actuarial assumptions include a 4.5% investment rate of return and an annual healthcare cost trend rate of 8% for 2014, reduced by decrements to an ultimate rate of 4.5% for 2021 and beyond. Both rates include a 3% inflation assumption. The plan's unfunded actuarial accrued liability is being amortized as a level percentage of projected payroll on an open basis. The amortization period at December 31, 2013, was 30 years.

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 10 - COMMITMENTS AND CONTINGENCIES

CLAIMS AND JUDGMENTS

From time to time, the utility is party to various pending claims and legal proceedings. Although the outcome of such matters cannot be forecasted with certainty, it is the opinion of management and the utility's legal counsel that the likelihood is remote that any such claims or proceedings will have a material adverse effect on the utility's financial position or results of operations.

OPEN CONTRACTS

The utility has construction contracts that continue into subsequent years. The value of service provided and the corresponding liability as of December 31, 2013, has been accrued in these financial statements.

NOTE 11 - BOND COVENANT DISCLOSURES

COMPLIANCE WITH FUNDING REQUIREMENTS

The utility is in compliance with bond funding requirements.

NUMBER OF CUSTOMERS

At December 31, 2013 and 2012, the utility served the following number of customers:

	2013	2012
Residential	56,980	56,739
Commercial	8,902	8,873
Industrial	48	48
Public Authority	486	486
Totals	66,416	66,146

WATER PUMPED AND BILLED

During the years ended December 31, 2013 and 2012, the following amounts of water were pumped and billed:

	(000 ga	allons)
	2013	2012
Water pumped	10,057,545	10,658,538
Water billed	8,863,612	9,587,160

NOTES TO FINANCIAL STATEMENTS As of and for the Years Ended December 31, 2013 and 2012

NOTE 11 – BOND COVENANT DISCLOSURES (cont.)

RISK MANAGEMENT

The utility is exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets, errors and omissions, workers compensation, and health care of its employees. These risks are covered through the purchase of commercial insurance, with minimal deductibles. Settled claims have not exceeded coverage in any of the last three years. There were no significant reductions in coverage compared to the prior year.

SUPPLEMENTAL INFORMATION

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MADISON WATER UTILITY

City of Madison, Wisconsin

SCHEDULE OF INSURANCE IN FORCE For the year ended December 31, 2013

Liability <u>Limits</u>	Replacement Cost \$3,000 deductible	\$10,000,000 per occurrence \$300,000 Self-insured retention	\$50,000,000 \$25,000 deductible	\$1,000,000 limit \$10,000 deductible	Replacement cost \$25,000 deductible	\$10,000,000 per occurrence \$300,000 Self-insured retention
Details of Coverage*	\$121,909,585	Automobile liability	Repair & Replace Boiler & Machinery	Blanket Bond	\$545,690,092	General Liability, Personal Injury Liability, and Errors & Omissions Liability
Policy Number Policy Period From To	140337 01/01/13 to 01/01/14	WI2013LP03A 01/01/13 to 01/01/14	7834-76-48 01/01/13 to 01/01/14	CCP 0060387 09 01/01/13 to 01/01/14	140337 01/01/13 to 01/01/14	WI2013LP03A 01/01/13 to 01/01/14
Type of Coverage and Name of Company	Automobile Comprehensive LOCAL GOVERNMENT PROPERTY INSURANCE FUND	Automobile Liability WISCONSIN MUNICIPAL MUTUAL INSURANCE COMPANY	Boiler & Machinery CHUBB	Employee Theft FIDELITY & DEPOSIT	Fire & Extended Coverage on all structures LOCAL GOVERNMENT PROPERTY INSURANCE FUND	General Liability WISCONSIN MUNICIPAL MUTUAL INSURANCE COMPANY

It is normal policy for the City of Madison Insurance Fund *The "Details of Coverage" for the indicated types of coverage apply to the City of Madison as a whole, to acquire insurance or provide self-insurance coverage for all of its related entities.

REVENUE BOND DEBT REPAYMENT SCHEDULES As of December 31, 2013

Principal Interest Total Principal Interest Total Interest Inte								2009A Retunding	Ď.	
1,005,000 1,798,700 1,798,700 340,000 67,200 447,200 990,000 1,447,106 2,347,106 2,347,106 1,055,000 1,755,000 386,000 386,000 386,000 1,755,000 1,775,340 386,000 386,000 1,755,000 1,775,340 386,000 386,000 1,775,340 386,000 1,775,340 386,000 1,775,340 386,000 1,775,340 386,000 1,775,340 386,000 1,775,340 386,000	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total	
1,045,000 783,300 1,778,300 396,000 38,600 406,500 1,215,500 1,374,766 2,842,06 1,215,000 1,374,266 2,842,06 1,215,000 1,374,266 2,842,06 1,215,000 1,374,266 2,842,06 1,215,000 1,374,266 2,842,06 1,215,000 1,374,266 2,842,06 1,215,000 1,374,266 2,842,06 1,215,000 1,374,266 2,842,06 1,220,000 1,220,000 1,774,284	965,000	833,700	1,798,700	340,000	67,200	407,200	920,000	1,449,506	2.369.506	
1,045,000 753,000 1,785,700 386,000 38,600 406,500 1,175,000 1,374,206 2,884,406 1,785,400 386,000 73,900 406,500 1,174,296 2,884,406 1,785,400 386,000 7,390 402,500 1,174,500 1,174,596 2,884,406 1,785,400 1,785,500 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,785,700 1,78	1,005,000	794,300	1,799,300	360,000	53,200	413,200	930,000	1,417,106	2,347,106	
1,085,000 710,700 1,785,700 385,000 7,390 402,800 1,675,000 1,675,000 1,675,000 1,741,249 2,926,406 1,749,456 1,	1,045,000	753,300	1,798,300	370,000	38,600	408,600	1,215,000	1,374,206	2,589,206	
1,150,000 619,560 1,744,666 1,744,	1,085,000	710,700	1,795,700	385,000	23,500	408,500	1,625,000	1,317,406	2,942,406	
1,750,000 619,366 1,794,966 1,794,966 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,060 1,794,072 1,904,072 1,904,072 1,904,072 1,904,072 1,796,477 1,904,772 1,904,772 1,904,772 1,904,772 1,904,772 1,796,477 1,796,197 1,796,	1,130,000	666,400	1,796,400	395,000	7,900	402,900	1,675,000	1,251,406	2,926,406	
1,220,000 151,239,400 1778,394 1,773,394 1,774,4097 1,	1,175,000	619,566	1,794,566				2,055,000	1,174,238	3,229,238	
1,260,000 461,779 1,397,728 1,397,	1,230,000	569,963	1,799,963	•	•	•	2,040,000	1,079,570	3,119,570	
1,340,000 461,719 1,1940,719 1,340,000 1,340,000 329,362 1,799,728 1,799,7	1,280,000	517,394	1,797,394	•	*	•	2,110,000	975.820	3.085.820	
1,365,000 402,728 1,777,28 1,787,728 1,787,728 1,786,347 1,786,444 1,786,4	1,340,000	461,719	1,801,719		•		2,510,000	860,320	3.370.320	
1,460,000 339,382 1,799,382 1,799,247 1,794,097 1,744,	1,395,000	402,728	1.797.728				2 955 000	723,695	3 678 695	
1,525,000 19,047 1,796,247 1,796,6247 1,796,6247 1,796,6247 1,796,6247 1,796,6247 1,796,6247 1,796,644 1,786,440 2,286,000 48,450 2,286,500 48,450 2,286,400 2,286,4	1.460.000	339,362	1,799,362	•			2 900 000	577 320	3 477 990	
1,595,000 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,794,097 1,775,000 1,775,000 1,775,000 2,970,000 <t< td=""><td>1,525,000</td><td>271 247</td><td>1 796 247</td><td></td><td>•</td><td></td><td>2,000,000</td><td>446 000</td><td>0.20, 7.11,020</td><td></td></t<>	1,525,000	271 247	1 796 247		•		2,000,000	446 000	0.20, 7.11,020	
1,575,000	1.595,000	199 097	1 794 097	•			2,320,000	320,420	0,340,620	
1745,000	1 670 000	199 550	1 792 550				2,370,000	329,420	0,239,420	
19,645,000 \$ 7,303,470 \$ 1,550,000 \$ 190,400 \$ 2,040,400 \$ 33,345,000 48,450 2,326,450 2008 Refunding	1 745 000	44 444	1,136,000			•	2,003,000	228,320	2,313,320	
19,645,000 \$ 7,303,470 \$ 26,948,470 \$ 1,650,000 \$ 190,400 \$ 2,040,400 \$ 33,345,000 \$ 13,395,365 \$ 46,740,362 2008B Refunding	1,745,000	41,444	1,786,444	•	•		2,175,000	141,760	2,316,760	
19,645,000 \$ 7,303,470 \$ 16,640,00 \$ 190,400 \$ 2,040,400 \$ 33,345,000 \$ 13,395,365 \$ 46,740,363 2009B Refunding				XC.	1		2,280,000	48,450	2,328,450	
19,645,000 5 7,303,470 5 26,948,470 5 1,850,000 5 190,400 5 2,040,400 5 33,345,000 5 13,395,365 5 46,740,365 2008		1				1				
2009B Refunding Principal Interest Total Principal Interest Total Principal Interest Federal Credit (1) 310,000 17,425 327,425 286,000 426,063 691,063 565,000 460,041 (188,014) 320,000 6,000 326,000 416,488 696,488 570,000 471,383 (144,384) 320,000 6,000 326,000 416,488 734,288 570,000 471,383 (145,394) 320,000 326,000 416,488 734,288 734,000 446,018 (156,806) 320,000 326,000 376,388 734,388 734,388 734,314 (156,390) 320,000 361,532 776,389 776,000 347,218 (145,390) (145,390) 320,000 361,532 776,300 374,181 (151,520) (145,390) 320,000 320,000 326,386 650,000 374,718 (121,520) 320,000 320,000 328,386 775,000 260,739			\$ 26,948,470					13,395,363		
Interest Total Principal Interest Total		2009B Refunding			2009C Bonds			2010	BAB's	
310,000 17,425 327,425 265,000 426,063 691,063 565,000 480,041 (168,014) 320,000 6,000 326,000 416,488 576,000 471,383 (164,984) 320,000 6,000 326,000 416,488 576,000 471,383 (164,984) 320,000 390,288 748,988 575,000 448,018 (161,276) 365,000 376,389 731,388 595,000 448,018 (151,580) 365,000 366,000 361,532 726,532 605,000 415,399 (145,380) 380,000 366,000 344,026 724,026 650,000 347,18 (136,186) 380,000 360,026 606,026 650,000 347,218 (121,529) 380,000 360,026 606,026 650,000 347,218 (121,675) 380,000 360,026 606,026 650,000 347,218 (121,675) 380,000 328,526 228,526 665,000 320,478 (102,087)	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Federal Credit (1)	Total
320,000 6,000 326,000 280,000 416,488 696,488 570,000 471,383 (164,984)	310,000		327,425	265,000	426,063	691,063	565,000	480,041	(168.014)	877.027
345,000 403,988 748,988 575,000 460,788 (161,276) 340,000 390,288 730,288 585,000 448,018 (156,806) 15,000 365,000 365,000 374,388 585,000 448,018 (156,806) 16,000 365,000 361,522 726,522 605,000 415,399 (145,390) 17,000 360,000 364,026 734,026 620,000 347,18 (136,186) 18,000 360,000 360,026 606,026 620,000 347,18 (136,186) 18,000 360,000 360,026 606,026 620,000 347,218 (112,167) 18,000 360,000 360,026 606,026 650,000 347,218 (112,167) 18,000 360,000 360,026 696,026 685,000 347,218 (112,167) 18,000 360,000 360,026 298,526 298,526 685,000 227,481 (79,618) 18,000 360,000 360,000 360,000	320,000		326,000	280,000	416,488	696,488	570,000	471,383	(164,984)	876,399
340,000 390,288 730,288 585,000 448,018 (156,806) 365,000 376,388 731,388 595,000 448,018 (145,390) 41,532 726,532 605,000 441,399 (145,390) 51,500 390,000 344,028 606,026 650,000 347,218 (145,390) 734,026 606,026 650,000 347,218 (121,526) (121,526) 75,000 323,901 738,901 650,000 347,218 (121,526) 75,000 298,526 298,526 660,000 291,676 (102,087) 75,000 298,526 298,526 660,000 227,481 (79,618) 75,000 298,526 298,526 680,000 227,481 (79,618) 75,000 298,526 298,526 775,000 227,481 (79,618) 75,000 288,226 298,526 775,000 190,575 (66,701) 75,000 288,226 775,000 190,575 (66,701) 75,000 </td <td>•</td> <td>r</td> <td>•</td> <td>345,000</td> <td>403,988</td> <td>748,988</td> <td>575,000</td> <td>460,788</td> <td>(161,276)</td> <td>874,512</td>	•	r	•	345,000	403,988	748,988	575,000	460,788	(161,276)	874,512
355,000 376,388 731,388 595,000 433,114 (151,590) 365,000 361,500 361,500 415,399 (145,390) (145,390) 100,000 361,600 361,600 415,399 (145,390) (145,390) 100,000 360,000 360,000 360,000 371,961 (130,186) 100,000 360,000 366,266 650,000 371,961 (112,526) 100,000 366,266 650,000 371,961 (112,167) (112,167) 100,000 298,526 298,526 685,000 291,676 (112,167) 100,000 200,286 298,526 775,000 227,481 (79,618) 100,000 200,495 2,815,495 775,000 190,575 (66,701) 100,000 266,596 775,000 190,575 (66,701) 100,000 2,815,495 775,000 190,575 (66,701) 100,000 2,815,495 2,815,495 775,000 160,500 172,463 100,000				340,000	390,288	730,288	585,000	448,018	(156,806)	876,212
145,390 361,532 726,532 665,000 415,399 (145,390 145	•		•	355,000	376,388	731,388	595,000	433,114	(151,590)	876,524
399,000 344,026 734,026 620,000 394,718 (138,151)	3	•	•	365,000	361,532	726,532	605,000	415,399	(145,390)	875,009
- 415,000 323,901 738,901 635,000 371,961 (130,186) 100,000 300,000 306,026 650,000 347,218 (131,526) 112,526	1	•	r	390,000	344,026	734,026	620,000	394,718	(138,151)	876,567
12,1526 390,000 306,026 656,000 347,218 (121,526) 347,218 (121,526) 347,218 (121,526) 347,218 (121,526) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 (121,67) 347,218 348,226 348,226 348,226 756,000 190,575 (167,01) 347,000 266,395 796,395 775,000 150,544 (32,690) 347,000 72,483 3482,463 825,000 66,544 (23,290) 34710,000 72,445 3482,463 825,000 32,444 (7,855) 3482,463 3482,464 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3482,463 3	•	i	•	415,000	323,901	738,901	635,000	371,961	(130,186)	876,775
298,526 298,526 670,000 320,478 (112,167) 298,526 298,526 685,000 291,676 (112,167) 298,526 298,526 705,000 227,481 (79,618) 298,526 298,526 750,000 227,481 (79,618) 298,226 750,000 190,575 (66,701) 298,226 775,000 190,575 (66,701) 298,226 775,000 190,575 (66,701) 298,226 796,995 775,000 190,575 (66,701) 298,226 796,995 775,000 190,575 (66,701) 298,226 2,815,495 800,000 109,200 (38,220) 3,410,000 72,463 3,482,463 825,000 66,544 (7,855) 200,000 855,000 22,444 (7,855)		•		300,000	306,026	606,026	650,000	347,218	(121,526)	875,692
298,526 298,526 685,000 291,676 (102,087) 298,526 298,526 298,526 705,000 260,739 (91,259) 298,526 298,526 725,000 227,481 (79,618) 530,000 266,935 775,000 190,575 (66,701) 2,615,000 266,935 775,000 150,544 (52,690) 3,410,000 72,463 3,482,463 825,000 66,544 (23,290) 855,000 855,000 22,444 (7,855)	•		•	•	298,526	298,526	670,000	320,478	(112,167)	878,311
298,526 298,526 705,000 260,739 (91,259) 298,526 298,526 725,000 227,481 (79,618) 515,000 288,226 803,226 755,000 150,575 (66,701) 530,000 266,995 775,000 150,544 (52,690) - 2,615,000 200,495 2,815,495 800,000 109,200 - 3,410,000 72,463 3,482,463 825,000 66,544 (23,290) - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - <td></td> <td>P</td> <td>•</td> <td>•</td> <td>298,526</td> <td>298,526</td> <td>685,000</td> <td>291,676</td> <td>(102,087)</td> <td>874,589</td>		P	•	•	298,526	298,526	685,000	291,676	(102,087)	874,589
298,526 298,526 725,000 227,481 (79,618) 515,000 288,226 803,226 750,000 190,575 (66,701) 530,000 286,395 775,000 150,544 (52,690) 52,615,000 200,495 2,815,495 800,000 109,200 72,463 3,482,463 825,000 66,544 (23,290) 66,544 (7,855)			•		298,526	298,526	705,000	260,739	(91,259)	874,480
515,000 288,226 803,226 750,000 190,575 (66,701) 530,000 266,995 796,995 775,000 150,544 (52,690) 2,615,000 200,495 2,815,495 800,000 109,200 (38,220) 3,410,000 72,463 3,482,463 825,000 66,544 (23,290) 6,540 (7,855)	TIX.				298,526	298,526	725,000	227,481	(79,618)	872,863
2,615,000 266,995 796,995 775,000 150,544 (52,690) 2,615,000 200,495 2,815,495 800,000 109,200 (38,220) 3,410,000 72,463 3,482,463 825,000 66,544 (23,290) 855,000 6,544 (7,855)			1	515,000	288,226	803,226	750,000	190,575	(66,701)	873,874
2,615,000 200,495 2,815,495 800,000 109,200 (38,220) (38,220) 2,410,000 72,463 3,482,463 825,000 66,544 (23,290) 22,444 (7,855)		74	•	530,000	266,995	796,995	775,000	150,544	(52,690)	872,854
3,410,000 72,463 3,482,463 825,000 66,544 (23,290)				2,615,000	200,495	2,815,495	800,000	109,200	(38,220)	870,980
855,000 22,444 (7,855)	•			3,410,000	72,463	3,482,463	825,000	66,544	(23,290)	868,254
REAL ON CO. 102 102 102 103 103 103 103 103 103 103 103 103 103					1		855,000	22,444	(7,855)	869,589
5 CASA CONTRACTOR OF CONTRACTOR OF CASA CONTRACTOR	\$ 630.000	\$ 23.425	653 425	\$ 10 125 000	\$ 5,370,983	15 405 983	42 190 000	A 62 223	(101)	46 740 644

(1) - The 2010 bonds are Build America Bonds. The amount disclosed is based on the orignally approved 35% credit. During the federal fiscal year 2013 interest subsidies were reduced by 8.7% and during federal fiscal year 2014, the subsidy payments have been reduced by 7.2%. This amount may continue to change based on sequestration.

REVENUE BOND DEBT REPAYMENT SCHEDULES As of December 31, 2013

	22	2011 Revenue Bonds	ds		2012 Revenue Bonds	S	2	2013 Revenue Bonds	spuo	
Year	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	To	Total
2014	750,000	620,506	1,370,506	820,000	0 650.600	1.470.600	1	557.046		557 046
2015	765,000	597,782	1,362,782	860,000		1,493,800	845,000	1,026,375		1,871,375
2016	780,000	574,606	1,354,606	880,000	0 616,400	1,496,400	910,000	1,000,050		1,910,050
2017	795,000		1,342,006	895,000	0 298,650	1,493,650	935,000	963,025		1,898,025
2018	815,000		1,329,806	915,000		1,495,550	965,000	915,525		1,880,525
2019	840,000	485,906	1,325,906	935,000		1,487,700	995,000	866,525		1,861,525
2020	865,000	460,331	1,325,331	950,000		1,465,000	1,020,000	816,150		1,836,150
2021	890,000	429,556	1,319,556	970,000	0 476,600	1,446,600	1,055,000	764,275		1,819,275
2022	920,000	397,956	1,317,956	000'066	0 437,400	1,427,400	1,085,000	710,775		1,795,775
2023	950,000	369,906	1,319,906	1,015,000		1,412,300	1,115,000	655,775		1,770,775
2024	985,000	339,650	1,324,650	1,040,000	356,200	1,396,200	1,150,000	599,150		1,749,150
2025	1,020,000	308,344	1,328,344	1,065,000		1,379,100	1,190,000	546,600		1,736,600
2026	1,055,000	276,560	1,331,560	1,095,000	0 276,375	1,371,375	1.240,000	498,000		1.738.000
2027	1,090,000	242,363	1,332,363	1,125,000		1.368.075	1.290,000	447,400		1 737 400
2028	1,135,000	205,497	1,340,497	1,160,000			1.340.000	394 800		1 734 800
2029	1,175,000	165.781	1.340.781	1 195 000		_	1 390 000	340 200		1 730 200
2030	1 225 000	123 016	1 348 016	1 235 000		1 372 025	1,440,000	282,600		1 702 600
2000	1 275 000	26,006	1 251 006	1,200,000		1,074,020	000,044,1	203,000		1,723,000
- 6	1,273,000	00,900	1,351,306	1,275,00		1,3/4,3/5	000,000,1	224,800		1,724,800
2032	1,325,000	26,500	006,166,1	1,315,000		1,375,525	1,560,000	163,600		1,723,600
2033				000,095,1	20,400	1,380,400	1,620,000	100,000		1,720,000
2034						1	1,690,000	33,800		1,723,800
Totals	\$ 18,655,000	\$ 6,762,978	\$ 25,417,978	\$ 21,095,000	0 \$ 7,348,350	\$ 28,443,350	\$ 24,335,000	\$ 11,907,471	6	36,242,471
		-	TOTAL							
Vear	Principal	Interest	Federal Credit	Total						
=	Lincipal	IIII EI EI	redelal Credit	lotal	1					
2014	4,935,000	5,102,087	(168,014)	9,869,073	*					
2015	5,935,000	5,416,434	(164,984)	11,186,450						
2016	6,120,000	5,221,938	(161.276)	11,180,662	0.1					
2017	6.645,000	4.998.593	(156,806)	11.486.787	_					
2018	6 845 000	4 746 089	(151 590)	11 439 499						
2010	6 970 000	4 475 866	(145 300)	11 300 476						
2 9	7 446 000	4 4 70 750	(140,000)	11,000,41	.					
2020	7,115,000	4,179,736	(138,131)	/09,061,11						
2021	7,355,000	3,859,507	(130,186)	11,084,321						
2022	7,795,000	3,521,414	(121,526)	11,194,888	~					
2023	8,100,000	3,168,408	(112,167)	11,156,241	_					
2024	8,220,000	2.801.884	(102,087)	10,919,797	_					
2025	8,405,000	2.446.376	(91,259)	10.760.117						
2026	8,680,000	2,105,459	(79 618)	10 705 841						
2027	8 525 000	1 762 509	(66 701)	10 220 808	. ~					
2008	8 860 000	1 409 840	(52,690)	10 217 150						
2020	9.455,000	1 037 601	(38,220)	10 454 281						
2030	8 135,000	682 648	(03,250)	9 704 959						
2000	4 005 000	400 505	(7,055)	25,467,0						
1000	4,000,000	460,020	(000,1)	4 450 001						
200	4,200,000	400,023		4,450,625	0 1					
2033	2,980,000	120,400	1	3,100,400						
2034	1,690,000	33,800		1,723,800	0.1					
Totals	\$141,870,000	\$ 57,764,761	\$ (1,911,810)	\$ 197.722.951						

OPERATING REVENUES AND EXPENSES For the Years Ended December 31, 2013 and 2012

	2013	2012
OPERATING REVENUES		
Unmetered Sales	\$ 72,497	\$ 110,945
Metered Sales		
Residential	11,124,051	12,545,053
Commercial	8,884,500	9,231,997
Industrial	1,153,442	1,136,010
Public authority	2,834,934	2,814,580
Sales for resale	344,064	330,242
Total Metered Sales	24,340,991	26,057,882
Private Fire Protection	377,184	367,791
Public Fire Protection	2,925,698	2,873,140
Total Sales of Water	27,716,370	29,409,758
Customer Late Payment Penalties	260,382	262,111
Miscellaneous	41,290	30,708
Rents from water property	395,803	242 411
Other	508,437	243,411
Total Operating Revenues	28,922,282	29,945,988
OPERATING EXPENSES Operation and Maintenance Source of Supply Maintenance		
Supervision and engineering	16,620	25,376
Collecting and impounding reservoirs	43,467	34,632
Wells and springs	3,788	10,895
Total Source of Supply	63,875	70,903
Pumping		
Operation supervision and engineering	67,225	62,744
Power purchased for pumping	2,333,071	2,315,334
Pumping labor	344,876	336,127
Miscellaneous	412,934	361,343
Maintenance		70.440
Supervision and engineering	44,183	70,113
Structures and improvements	177,991	98,671
Pumping equipment	224,007	350,310
Total Pumping	3,604,287	3,594,642
Water Treatment	75.000	70.044
Operation supervision and engineering	75,029	73,941
Chemicals	164,136	167,490
Operation labor	293,904	371,279
Miscellaneous	103,312	8,837
Maintenance	21,027	25,046
Supervision and engineering Water treatment equipment	117,636	101,883
Total Water Treatment	775,044	748,476
Total yvater Treatment		140,470

OPERATING REVENUES AND EXPENSES (cont.) For the Years Ended December 31, 2013 and 2012

		2013		2012
OPERATING EXPENSES (cont.)				
Operation and Maintenance (cont.)				
Transmission and Distribution				
Operation supervision and engineering	\$	234,384	\$	237,543
Storage facilities		90,347		87,445
Transmission and distribution lines		363,697		295,262
Meter		59,520		85,525
Customer installation		274,957		265,757
Miscellaneous		672,744		725,110
Maintenance				
Reservoirs		13,430		13,163
Mains		1,949,074		1,694,048
Services		1,576,187		1,291,440
Meters		36,787		92,592
Hydrants	_	330,510		360,634
Total Transmission and Distribution		5,601,637		5,148,519
Customer Accounts				
Supervision		26,535		22,418
Meter reading		89,744		109,438
Customer records and collection		293,055		266,011
Conservation		309,325		220,626
Total Customer Accounts		718,659		618,493
Administrative and General				
Salaries		676,412		670,868
Office, building, and supplies		425,273		384,991
Outside services employed		70,257		92,788
Property insurance		23,898		19,660
Injuries and damages		396,443		379,439
Employee pensions and benefits		1,601,155		1,554,765
Regulatory commission		-		5,963
Miscellaneous		119,287		114,965
Maintenance of general plant		6,119		4,787
Total Administrative and General		3,318,844		3,228,226
Total Operation and Maintenance	_	14,082,346		13,409,259
Depreciation		5,419,760		4,809,543
Taxes		40,487		300,217
		19,542,593		18,519,019
Total Operating Expenses	-	10,042,000	-	10,010,019
OPERATING INCOME	\$	9,379,689	\$	11,426,969