
ARAPAHOE COUNTY
WATER AND WASTEWATER AUTHORITY
A Component Unit Of Arapahoe County
FINANCIAL STATEMENTS
DECEMBER 31, 2016

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Board of Directors
Arapahoe County Water and Wastewater Authority
Centennial, Colorado

Report On The Financial Statements

We have audited the accompanying financial statements of the Arapahoe County Water and Wastewater Authority (ACWWA), a component unit of Arapahoe County, Colorado, as of and for the years ended December 31, 2016 and 2015 and the related notes to the financial statements, which collectively comprise ACWWA's basic 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 audit 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 the entity'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 the entity'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 ACWWA as of December 31, 2016 and 2015 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.

Other Matters

Required Supplemental Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages i through vii be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, which considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context. We have applied certain limited procedures to the required supplementary information in accordance with 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 basic financial statements and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audits were conducted for the purpose of forming an opinion on the financial statements that collectively comprise ACWWA's basic financial statements. The schedule of revenues, expenditures and funds available - budget and actual (budgetary basis); the reconciliation of budgetary basis to statement of revenues, expenses and changes in net position; the schedule of debt service requirements to maturity and the continuing disclosure annual financial information are presented for purposes of additional analysis and are not a required part of the financial statements.

Board of Directors
Arapahoe County Water and
Wastewater Authority

The schedule of revenues, expenditures and funds available - budget and actual (budgetary basis); the reconciliation of budgetary basis to statement of revenues, expenses and changes in net position and the schedule of debt service requirements to maturity are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements as a whole.

The continuing disclosure annual financial information has not been subjected to the auditing procedures applied in the audits of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

RubinBrown LLP

April 7, 2017

MANAGEMENT'S DISCUSSION AND ANALYSIS

The Arapahoe County Water and Wastewater Authority's (ACWWA's) discussion and analysis provides an overview of financial activities for the fiscal years ended December 31, 2016 and 2015. Please read it in conjunction with ACWWA's financial statements, which begin on page 1.

Financial Highlights

- ACWWA's assets exceeded its liabilities at the close of the 2016 fiscal year by \$ 10,335,000 (change in net position).
- The Water and Wastewater operations of ACWWA are business-type activities that are intended to recover all or a significant portion of their costs through user fees and charges. In 2016, a majority of ACWWA's water and sewer rates and fees increased 3% and 2%, respectively. The water investment fee did not increase.
- Operating revenues of \$19,596,000 reflect an increase of \$2,205,000, or 12.7%, from 2015.
- Operating expenses of \$12,468,000 increased \$440,000, or 3.7%, from 2015.
- Non-operating revenues increased \$5,600,000, or 111.7%, over 2015. The Build America Bonds interest subsidy of \$1,857,000 decreased \$15,000 from 2015.
- Non-operating expenses decreased \$268,000, or 3.5%, from prior year because of a decrease in interest expense resulting from refunding the Series 2006 bonds.
- Tap and extra-territorial fees of \$8,644,000 reflect an increase of \$5,549,000, or 179.3% from 2015. ACWWA sold 220 and 99 tap equivalents in 2016 and 2015, respectively, from new construction in its service area.
- Capital assets, net of depreciation and depletion increased \$1,732,000 or 1.0% from 2015.
- At December 31, 2016 and 2015, ACWWA's debt service coverage ratio was 2.02 and 1.28, respectively. Bond covenants require a coverage ratio of 1.25 or greater.

Overview of the Financial Statements

Management's discussion and analysis is intended to serve as an introduction to ACWWA's basic financial statements, which are comprised of the Statements of Net Position, the Statements of Revenue, Expenses, and Changes in Net Position, the Statements of Cash Flows, and the Notes to the Financial Statements.

ACWWA's financial statements are presented as a special-purpose government engaged only in business-type activities: providing water and sewer utility services.

The Statement of Net Position presents information about ACWWA's assets, deferred outflows of resources, liabilities and deferred inflows of resources, with the difference between them reported as net position. Over time, increases and

decreases in net position can serve as a useful indicator of whether the financial position of ACWWA is improving or deteriorating. Non-financial factors should also be considered to assess the overall position of ACWWA.

The Statement of Revenues, Expenses, and Changes in Net Position report the changes that have occurred during the year to ACWWA's net position. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of the related cash flows. Revenues and expenses are reported for some items that will only affect cash flows in subsequent years.

The Statements of Cash Flows is concerned solely with flows of cash and cash equivalents. Only transactions that affect ACWWA's cash position are reflected in this statement. Transactions are categorized as cash flows from operating, cash flows from capital and related financing activities, and cash flows from investing activities.

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the financial statements. The supplemental information provides budget and actual information, debt service requirements, and continuing disclosure reporting.

Financial Summary and Analysis

Statement of Net Position

	December 31,		
	2016	2015	2014
Current assets	\$ 33,065,506	\$ 24,815,969	\$ 25,674,541
Restricted assets	10,654,426	10,177,287	9,725,655
Other assets	126,489	126,489	126,027
Capital assets, net	170,166,693	168,434,978	168,558,389
Deferred outflows of resources	1,815,252	1,782,947	1,931,526
Total assets	215,828,366	205,337,670	206,016,138
 Current liabilities	 8,868,701	 5,815,680	 6,314,753
Long-term obligations	124,041,365	126,938,632	129,854,431
Deferred inflows of resources	126,027	126,027	126,027
Total liabilities	133,036,093	132,880,339	136,295,211
 Net position:			
Net investment in capital assets	49,107,561	44,467,434	41,862,334
Debt reserve	7,674,873	7,675,170	7,672,717
Reserved for capital projects	2,979,553	2,502,117	2,052,938
Unrestricted	23,030,287	17,812,610	18,132,938
Total net position	\$ 82,792,274	\$ 72,457,331	\$ 69,720,927

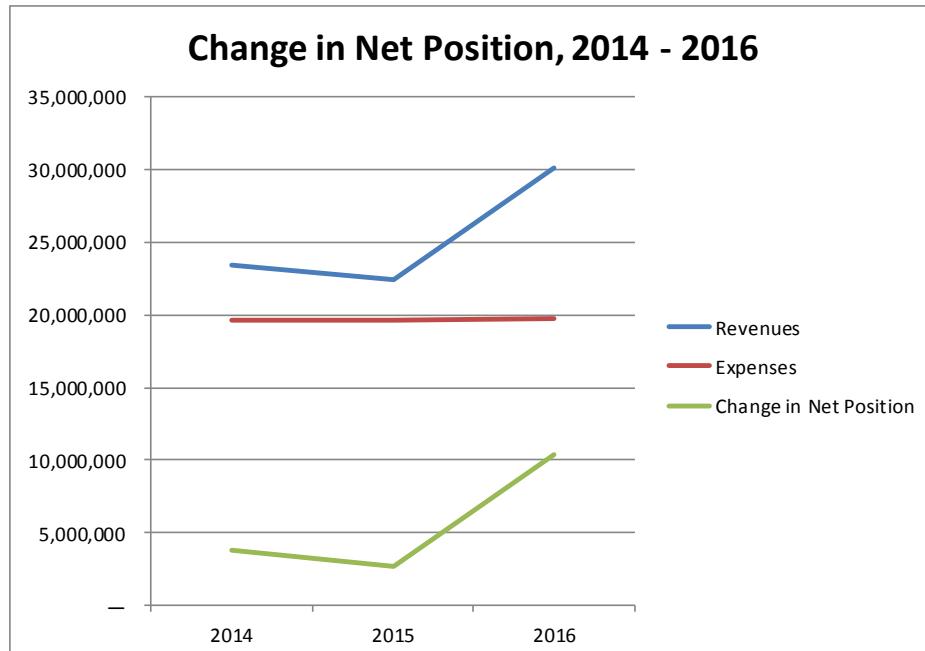
Net Position

ACWWA's net position increased \$10,335,000 in 2016. Current assets at December 31, 2016 increased \$8,200,000 from December 31, 2015, primarily due

to a \$7,600,000 increase in cash and a \$455,000 increase in receivables. The increase in cash is attributable to strong 2016 revenues and effective management of expenses. The increase in receivables results from a \$311,000 overpayment for water treatment costs, as ACWWA used less of its ACWWA Flow water than anticipated. ACWWA also recorded a \$253,000 receivable from a partner water district for shared water rights adjudications costs. Net capital assets increased \$1,732,000 as a result of investment in capital projects and equipment, net of depreciation and depletion. Total liabilities increased \$156,000 from 2015 from payments on long-term debt, offset by an increase in current liabilities including accounts payable and accrued expenses, escrowed development funds, and the current portion of long-term debt. Detailed information about ACWWA's long-term debt and other liabilities can be found in Note 5 to the financial statements.

ACWWA's assets are primarily dedicated to providing water and wastewater services to its customers, and to the acquisition of water rights and related water and sewer system infrastructure. The acquisition of water rights ensures that the ACWWA will be able to provide reliable, high-quality water to its customers for the foreseeable future. While ACWWA's investment in its capital assets is used to generate revenues, the capital assets themselves are not intended to be liquidated to repay the debt related to these assets. Such debt repayment must be funded through future operations.

Certain of ACWWA's assets represent resources that are restricted as to how they must be used. Restricted cash consists of debt service reserves and reserves for capital asset replacement at the Lone Tree Creek Water Reuse Facility (LTCWRF) and the Joint Water Purification Plant (JWPP). Restricted cash at December 31, 2016 increased \$477,000 over December 31, 2015, primarily as a result of required contributions to the LTCWRF Reserve Fund.



Change in Net Position

	December 31,		
	2016	2015	2014
Revenues			
Operating Revenue			
Water charges	\$ 12,039,034	\$ 10,850,926	10,533,451
Sewer charges	5,561,283	5,024,264	5,062,930
Fees for services	1,491,828	923,853	1,368,741
Water plant revenue	285,007	268,559	221,869
Other revenue	218,530	323,122	423,278
Total operating revenues	<u>19,595,682</u>	<u>17,390,724</u>	<u>17,610,269</u>
Nonoperating Revenues			
Net investment income	42,804	11,316	10,144
Interest subsidy	1,857,417	1,872,502	1,868,788
Capital contributions			
Tap and extraterritorial fees	8,643,634	3,095,059	3,930,459
Total revenues	<u>30,139,537</u>	<u>22,369,601</u>	<u>23,419,660</u>
Expenses			
Operating expenses			
Salaries and benefits	3,704,529	3,538,390	3,517,204
Office expense	210,437	373,365	299,158
Professional services	1,163,704	1,472,229	1,186,183
Insurance	138,619	166,304	161,036
Operational	1,178,246	922,604	912,673
Contractual services	190,357	127,245	189,428
Repairs and maintenance	1,153,403	765,945	828,741
Utilities	1,193,027	1,233,797	1,321,463
Depreciation and depletion	2,940,160	2,929,333	2,906,679
Bad debt expense	—	235	75,502
Other supplies and expense	595,611	498,966	605,395
Total operating expenses	<u>12,468,093</u>	<u>12,028,413</u>	<u>12,003,462</u>
Nonoperating expense			
Interest and fiscal charges	7,336,501	7,604,784	7,647,502
Total expenses	<u>19,804,594</u>	<u>19,633,197</u>	<u>19,650,964</u>
Change In Net Position	10,334,943	2,736,403	3,768,697
Total Net Position - Beginning Of Year	72,457,331	69,720,928	65,952,231
Total Net Position - End Of Year	<u>\$ 82,792,274</u>	<u>\$ 72,457,331</u>	<u>\$ 69,720,928</u>

Revenue and Expenditures

Operating revenue in 2016 increased \$2,205,000 from 2015, driven by a \$1,188,000 increase in water revenue, a \$537,000 increase in wastewater revenue, and a \$568,000 increase in fees for service related to new taps. The significant increase in water charges was largely due to an extremely warm and dry summer and fall, which resulted in higher than expected consumption of water for irrigation. From May through September of 2016, the Arapahoe County area received only 6.81" of precipitation, compared to 13.87" and 10.82" during the same period in 2015 and 2014, respectively. From October through December, the area received .77" of precipitation, which is 2.43" below normal precipitation for this period.

Operating expenses increased a total of \$418,000, or 3.5%, from 2015. Salaries and benefits increased 4.7% from 2015 due to filling a number of positions that were vacant for all or part of 2015. Professional services decreased \$309,000 compared to 2015, as legal litigation fees and utilization of consulting services declined from prior year. Operational expenses increased \$256,000 over 2015, as this category includes Cottonwood Water and Sanitation District's (CWSD) share of operating expenses for the (JWPP), which had previously been reported in their natural expense classifications.

Repairs and maintenance costs increased \$387,000 from prior year, and the majority of this increase is attributable to water department operations. During 2016, ACWWA invested \$202,000 in enhanced water main cleaning (also known as ice pigging), as part of on-going efforts to improve water quality. ACWWA also experienced several water main breaks in 2016, and the location and depth of the broken lines caused these to be expensive to repair. Other supplies and expense increased \$97,000 or \$19.4% due to increased chemical and lab testing costs for the LTCWRF.

The change in net position on a budgetary basis of \$5,600,000 exceeds budget by \$8,500,000. In addition to the favorable revenue variance, capital outlay was \$3,300,000 below budget, as capital projects budget of \$2,397,000 is being carried forward to 2017. Also, it was determined that a third clarifier for the LTCWRF budgeted at \$1,385,000, could be postponed for several years. Bond payments were slightly lower than budget because of the Series 2006 refunding.

Capital Assets

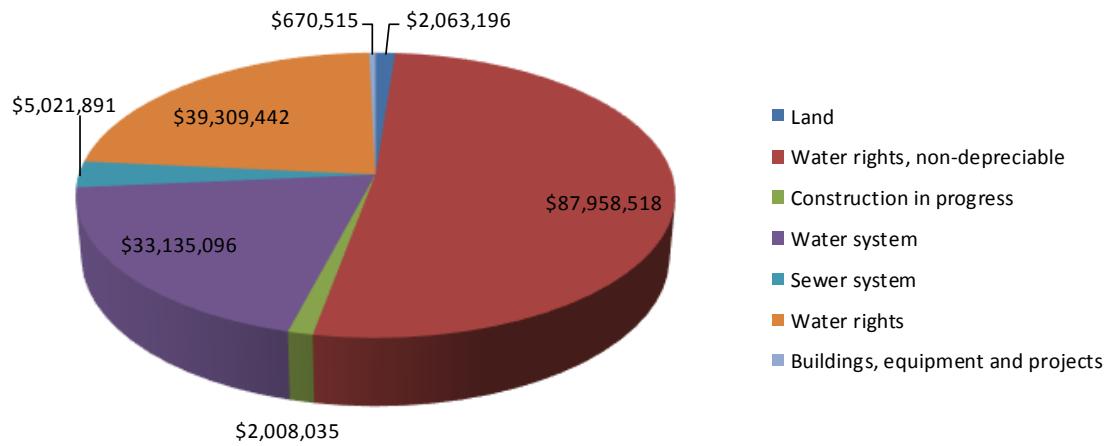
Net capital assets increased \$1,732,000 as ACWWA continued to make investments in water and wastewater infrastructure in 2016. Project expenditures included \$2,200,000 for a new deep injection well at East Cherry Creek Valley Water and Sanitation District's (ECCV) reverse osmosis plant, where ACWWA's northern water is treated. Other significant capital additions were \$375 thousand for a new well at the Elkhorn subdivision and \$101 thousand for SCADA upgrades. The Arapahoe Road pipeline from Waco to Himalaya, begun in 2015, was completed at

a cost of \$872 thousand. The value of ACWWA's water rights increased \$1.1 million as a result of the continued adjudication of the renewable water rights. Construction in progress at December 31, 2016 included enhancements to the one-million-gallon storage tank, a vault for the new Elkhorn well, a new meter vault and piping for the ECCV connection, and SCADA upgrades for the LTCWRF.

Capital Assets

	2016	2015	2014
Land	\$ 2,063,196	\$ 2,063,196	\$ 2,063,196
Water rights, non-depreciable	87,958,518	87,095,406	86,273,596
Construction in progress	2,008,035	1,198,940	385,732
Water system	33,135,096	32,590,795	33,958,644
Sewer system	5,021,891	5,388,779	5,690,032
Water rights	39,309,442	39,187,757	39,113,280
Buildings, equipment and projects	670,515	910,105	1,073,909
Total capital assets, net	<u>\$ 170,166,693</u>	<u>\$ 168,434,978</u>	<u>\$ 168,558,389</u>

Capital Assets, December 31, 2016



Long Term Debt

In October 2016, ACWWA issued \$16,475,000 with a premium of \$2,132,000, in revenue bonds to refund \$18,030,000 of the Series 2006 Water and Wastewater Refunding Revenue Bonds. The Series 2016 Water and Wastewater Bonds Revenue Refunding Bonds bear variable interest rates of 2-4% with an average coupon rate of 3.93% and an average life of 10.647 years. The refunding resulted in a present value savings of \$3,040,000. The Series 2016 Bonds received an AA- rating from Standard

& Poor's (S&P), and at the same time, the credit rating on ACWWA's subordinate-lien bonds was upgraded from A+ to AA-. According to S&P, the ratings upgrade reflects ACWWA's "very strong enterprise and financial risk profiles."

As of December 31, 2016, ACWWA had \$124,305,000 in outstanding debt, a decrease of \$4,755,000 from prior year. The reduction in outstanding debt in 2016 resulted from scheduled debt principal repayments, as well as the refunding. More detail about ACWWA's long-term debt is presented in Note 5 of the financial statements.

Long-term Planning

For long-term planning, ACWWA refers to the 2015 cost-of service study and financial model prepared by Carollo Engineering, as well as the Master Plan dated 2011. The Master Plan includes plans for ACWWA's long-term water supply, as well as the non-potable, wastewater, and distribution and collections systems. In 2017, ACWWA will begin the process to update the Master Plan.

Economic and Other Factors

Water and sewer rates and fees are set by ACWWA's Board of Directors to meet the cost of operations and to fund debt service. In 2016, water and sewer rates increased 3% and 2%, respectively, except for the water investment fee, which did not increase.

In 2017, ACWWA will continue to focus on capital improvement needs, maintenance of the water and wastewater systems, and cost containment to ensure system stability, meet growth needs, and maintain affordable rates for customers.

Requests for Information

This report is designed to provide a general overview of ACWWA's finances. Questions concerning any of the information provided here or requests for additional information should be addressed to:

Arapahoe County Water and Wastewater Authority
13031 E. Caley Avenue
Centennial, CO 80111

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

STATEMENT OF NET POSITION December 31, 2016 And 2015

Assets And Deferred Outflows Of Resources

	2016	2015
Current Assets		
Cash and cash equivalents	\$ 30,639,053	\$ 23,040,771
Receivables	2,216,728	1,761,944
Prepaid expenses and other	209,725	13,254
Total Current Assets	33,065,506	24,815,969
Restricted Assets		
Noncurrent cash and cash equivalents	10,654,426	10,177,287
Capital Assets, Net	170,166,693	168,434,978
Other Assets		
Noncurrent receivables	126,489	126,489
Total Assets	214,013,114	203,554,723
Deferred Outflows Of Resources		
Deferred charges on refunding	1,815,252	1,782,947
Total Assets And Deferred Outflows Of Resources	\$ 215,828,366	\$ 205,337,670

Liabilities, Deferred Inflows Of Resources And Net Position

Current Liabilities		
Accounts payable and accrued expenses	\$ 2,363,760	\$ 1,039,735
Accrued payroll	142,405	100,239
Meter deposits	66,000	52,000
Escrowed development funds	2,325,171	830,711
Accrued interest payable	587,075	615,385
Compensated absences payable, current portion	199,290	232,610
Revenue bonds payable, current portion	3,185,000	2,945,000
Total Current Liabilities	8,868,701	5,815,680
Long-Term Liabilities		
Escrowed capital project funds	642,766	455,222
Compensated absences payable, long-term portion	156,714	125,419
Revenue bonds payable, long-term portion	123,241,884	126,357,991
Total Long-Term Liabilities	124,041,364	126,938,632
Total Liabilities	132,910,065	132,754,312
Deferred Inflows Of Resources		
Deferred revenue	126,027	126,027
Net Position		
Net investment in capital assets	49,107,561	44,467,434
Restricted for capital projects	2,979,553	2,502,117
Debt reserve	7,674,873	7,675,170
Unrestricted	23,030,287	17,812,610
Total Net Position	82,792,274	72,457,331
Total Liabilities, Deferred Inflows Of Resources And Net Position	\$ 215,828,366	\$ 205,337,670

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

**STATEMENT OF REVENUES, EXPENSES AND
CHANGES IN NET POSITION**
For The Years Ended December 31, 2016 And 2015

	2016	2015
Operating Revenue		
Water revenue	\$ 12,039,034	\$ 10,850,926
Sewer revenue	5,561,283	5,024,264
Fees for services	1,491,828	923,853
Water plant revenue	285,007	268,559
Other revenue	218,530	323,122
Total Operating Revenues	19,595,682	17,390,724
Operating Expenses		
Salaries and benefits	3,704,529	3,538,390
Office expense	210,437	373,365
Professional services	1,163,704	1,472,229
Insurance	138,619	166,304
Operational	1,178,246	922,604
Contractual services	190,357	127,245
Repairs and maintenance	1,153,403	765,945
Utilities	1,193,027	1,233,797
Depreciation and depletion	2,940,160	2,929,333
Bad debt expense	—	235
Other supplies and expense	595,611	498,966
Total Operating Expenses	12,468,093	12,028,413
Operating Income	7,127,589	5,362,311
Nonoperating Revenues		
Net investment income	42,804	11,316
Interest subsidy	1,857,417	1,872,502
Total Nonoperating Revenues	1,900,221	1,883,818
Nonoperating Expenses		
Interest and fiscal charges	7,336,501	7,604,784
Income Before Contributions	1,691,309	(358,655)
Capital Contributions		
Tap and extraterritorial fees	8,643,634	3,095,059
Change In Net Position	10,334,943	2,736,404
Total Net Position - Beginning Of Year	72,457,331	69,720,927
Total Net Position - End Of Year	\$ 82,792,274	\$ 72,457,331

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

**STATEMENT OF CASH FLOWS
For The Years Ended December 31, 2016 And 2015**

	2016	2015
Cash Flows From Operating Activities		
Receipts from customers	\$ 19,140,898	\$ 17,198,496
Payments to suppliers	(4,681,850)	(5,976,670)
Payments to employees and related expenses	(3,664,388)	(3,477,734)
Net Cash Provided By Operating Activities	10,794,659	7,744,092
Cash Flows From Capital And Related Financing Activities		
Net tax and extra-territorial fees	8,643,634	3,095,059
Principal payments on bonds	(21,230,000)	(2,855,000)
Bond proceeds	18,542,261	—
Interest paid on revenue bonds	(7,602,821)	(7,486,901)
Subsidy received on bond interest	1,857,417	1,872,502
Payments for capital acquisitions	(4,671,875)	(2,805,922)
Proceeds from sale of capital assets	17,338	—
Net Cash Used In Capital And Related Financing Activities	(4,444,046)	(8,180,262)
Cash Flows From Investing Activities		
Interest received	42,804	11,316
Change in escrowed funds	1,682,004	(9,031)
Net Cash Provided By Investing Activities	1,724,808	2,285
Net Increase (Decrease) In Cash And Cash Equivalents	8,075,421	(433,885)
Cash And Cash Equivalents - Beginning Of Year	33,218,058	33,651,943
Cash And Cash Equivalents - End Of Year	\$ 41,293,479	\$ 33,218,058
Reconciliation Of Operating Income (Loss) To Net Cash Provided By Operating Activities		
Operating income	\$ 7,127,589	\$ 5,362,311
Provided by operating activities		
Depreciation and depletion	2,940,160	2,929,333
(Increase) decrease in:		
Accounts receivable	(454,784)	(192,228)
Prepaid expenses	(196,471)	164,821
Increase (decrease) in:		
Accounts payable and accrued expenses	1,364,166	(524,145)
Meter deposits	14,000	4,000
Net Cash Provided By Operating Activities	\$ 10,794,659	\$ 7,744,092

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

NOTES TO FINANCIAL STATEMENTS December 31, 2016 And 2015

1. Definition Of Reporting Entity

The Arapahoe County Water and Wastewater Authority (ACWWA) was organized pursuant to Colorado State Statutes (CRS 29-1-204.2) by an Intergovernmental Agreement (the IGA) between Arapahoe County (the County) and the Arapahoe Water and Sanitation District (the District) in 1988. ACWWA is governed by a Board of Directors appointed by the Arapahoe County Board of Commissioners. As of December 31, 2016, two of the five County Commissioners served on ACWWA's Board of Directors. ACWWA does not have taxing powers.

Effective January 1, 1989, the IGA granted to ACWWA all responsibility for and control over the District's operating system, including related operating assets, tap fees, contributions, revenues and expenses. The agreement provided for a lease of the District's property, plant and equipment, which would expire on the earlier of December 1, 2010 or upon the dissolution of the District. Pursuant to the IGA dated July 7, 1995, the County and ACWWA entered into a plan to dissolve the District. The voters of the District approved the plan and the Order of Dissolution was signed March 4, 2000, by the Arapahoe County District Court, officially dissolving the District. All property, assets and water rights were turned over to ACWWA, and any prior agreements between the two entities are subordinate to the July 7, 1995 agreement.

On February 6, 2002, the County entered into an IGA with the Arapahoe County Water and Wastewater Public Improvement District (PID). PID was organized in 2001, pursuant to the provisions of CRS Title 30, Article 20, Part 5, for the purpose of constructing certain public improvements to serve customers within and without its jurisdictional boundaries. The IGA was amended and restated, in part, to have PID replace the District as a party to the IGA. PID retains ACWWA as its management agency pursuant to this management agreement. In consideration for ACWWA's commitment to provide management service, PID agreed to issue general obligation bonds and certify a mill levy on property within PID at a level sufficient to make the annual debt service payments as identified in PID's annual capital plan. PID purchased certain assets from ACWWA's inventory with a replacement value of approximately \$32,000,000. Upon issuance of the first series of general obligation bonds and in consideration for conveyance of the assets, PID paid to ACWWA the replacement value of the assets. ACWWA, in recognizing its responsibilities to the PID and reviewing its powers, determined that revenue from the sale of its assets shall be used for the repayment of the general obligation debt of the PID. PID is a component unit of the County.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

ACWWA follows the Governmental Accounting Standards Board (GASB) accounting pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting of ACWWA.

GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, the appointment of a voting majority of the organization's governing body, the ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency.

The Joint Water Purification Plant (JWPP) is included in the financial statements for ACWWA. See Note 7 for further discussion. ACWWA is considered a component unit of Arapahoe County.

2. Summary Of Significant Accounting Policies

The more significant accounting policies of ACWWA are described as follows:

The accounting policies of ACWWA conform to generally accepted accounting principles (GAAP) as applicable to governmental units accounted for as a proprietary enterprise fund. The enterprise fund is used since ACWWA's powers are related to those operated in a manner similar to a private utility system where net income and capital maintenance are appropriate determinations of accountability.

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

Basis Of Accounting

ACWWA's records are maintained on the accrual basis of accounting. Revenue is recognized when earned, and expenses are recognized when the liability is incurred. Depreciation is computed and recorded as an operating expense. Expenditures for capital assets are shown as increases in assets. Redemptions of bonds and loans are recorded as a reduction in liabilities. Tap fees and contributed assets from developers are recorded as capital contributions when received.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Operating Revenues And Expenses

ACWWA distinguishes between operating revenues and expenses and nonoperating items in the statements of revenues, expenses and changes in net position. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with ACWWA's purpose of providing water and wastewater services to its customers. Operating revenues consist of charges to customers for service provided. Operating expenses include the cost of service, administrative expenses and depreciation of assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses or capital contributions.

Budgets

In accordance with the State Budget Law, ACWWA's Board of Directors holds a public hearing in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures and other financing uses level and lapses at year end. ACWWA's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements.

Cash Equivalents

For purposes of the statement of cash flows, ACWWA considers cash deposits and highly liquid investments (including restricted assets) with a maturity of three months or less when purchased to be cash equivalents.

Investments

Investments are carried at fair value.

Capital Assets

Capital assets, which include land, water rights, buildings, distribution and collection systems and machinery and equipment, are reported by ACWWA. Capital assets are recorded by ACWWA as assets with an initial, individual cost of more than \$5,000. Such assets are recorded at historical cost or estimated historical cost when provided or constructed. Donated and/or exchanged capital assets are recorded at the acquisition value at the date of donation or at the developers' cost.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Depreciation expense has been computed using the straight-line method over the estimated economic useful lives:

Water rights (nontributary only)	100 years
Tanks	40 - 50 years
Wells	25 years
Water mains	30 years
Sewer mains	20 years
Buildings	10 years
Sewer system	5 - 30 years
Water system	5 - 30 years
Equipment	3 - 5 years
Leasehold improvements	5 years

Tap Fees And Contributed Lines

Tap fees are recorded as capital contributions in the period in which they are received or become collectible. Under ACWWA's policy, developers are required to pay for the equivalent cost of certain water lines previously constructed by ACWWA to serve the developers' property as actual development begins. Water and sewer lines contributed to ACWWA by developers are recorded as capital contributions and additions to the systems at the developers' cost or at estimated fair value when received. ACWWA records the contributions at the time the lines are conveyed to ACWWA for preliminary acceptance. Payments to other governments for the construction of capital infrastructure that will benefit ACWWA but not be owned, operated or maintained by ACWWA are recorded as an expense.

Water Rights

The cost of water rights includes acquisition cost, legal and engineering costs related to the development and augmentation of those rights. Certain water rights to renewable water resources have a perpetual life and are not amortized. Nontributary water rights are being amortized over 100 years. All other costs, including costs incurred for the protection of water rights, are expensed.

Amortization

Bond premiums are deferred and amortized over the respective terms of the debt using the straight-line method, which approximates the effective interest method.

The deferred cost on debt refunding is being amortized using the straight-line method, which approximates the effective interest method over the life of the new debt. The amortization amount is a component of interest expense.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Compensated Absences

ACWWA's employees are entitled to certain compensated absences, in the form of vacation and sick leave benefits, and are accrued based on their length of employment. Compensated absences are accrued when incurred in the financial statements. At December 31, 2016, accrued vacation benefits are capped at 240 hours per employee. Sick leave benefits are accrued using the termination payment method. When terminations are made, employees are allowed up to 50% of their allowable 480 hours of accrued benefit. ACWWA has accrued \$356,004 and \$358,024 as of December 31, 2016 and 2015, respectively, for future payment of this earned leave.

Reimbursement Agreements

ACWWA may enter into various reimbursement agreements with developers. The terms of these agreements will vary based on the individual circumstances of each project and on the terms negotiated with each agreement.

3. Cash And Investments

Cash and investments as of December 31, 2016 and 2015 are classified in the accompanying financial statements as follows:

	2016	2015
Statement Of Net Position		
Cash and cash equivalents	\$ 30,639,053	\$ 23,040,771
Cash and cash equivalents - restricted	<u>10,654,426</u>	<u>10,177,287</u>
Total Cash And Cash Equivalents	<u>\$ 41,293,479</u>	<u>\$ 33,218,058</u>

Cash and investments as of December 31, 2016 and 2015 consist of the following:

	2016	2015
Deposits with financial institutions	<u>\$ 41,293,479</u>	<u>\$ 33,218,058</u>

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits. The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools. At December 31, 2016, ACWWA had bank deposits of \$41,379,591 collateralized with securities held by the financial institution's agent but not in ACWWA's name.

Investments

ACWWA's investment policy limits its concentration of investments to those noted below, which are believed to have minimal credit risk, minimal interest rate risk and no foreign currency risk. Additionally, ACWWA is not subject to concentration risk disclosure requirements or subject to investment custodial credit risk for investments that are in the possession of another party.

Colorado Revised Statutes limit investment maturities to five years or less unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

Revenue bonds of local government securities, corporate and bank securities and guaranteed investment contracts not purchased with bond proceeds are limited to maturities of three years or less.

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest, which include:

- Obligations of the United States, certain U.S. government agency securities and securities of the World Bank
- General obligation and revenue bonds of U.S. local government entities
- Certain certificates of participation
- Certain securities lending agreements
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements and certain reverse repurchase agreements collateralized by certain authorized securities

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

Notes To Financial Statements (*Continued*)

- Certain money market funds
- Guaranteed investment contracts
- Local government investment pools

4. Capital Assets

An analysis of the changes in capital assets for the years ended December 31, 2016 and 2015 follows:

	Balance At December 31, 2015	Increases	Decreases	Balance At December 31, 2016
Capital Assets, Not Being Depreciated				
Land	\$ 2,063,196	\$ —	\$ —	\$ 2,063,196
Water rights	87,095,406	863,112	—	87,958,518
Construction in progress	1,198,940	4,741,825	3,932,730	2,008,035
Total Capital Assets, Not Being Depreciated	90,357,542	5,604,937	3,932,730	92,029,749
Capital Assets, Being Depreciated				
Water system	46,474,932	2,531,718	17,546	48,989,104
Sewer system	15,569,014	261,700	—	15,830,714
Water rights	40,745,765	206,250	—	40,952,015
Buildings, equipment and projects	3,862,054	—	—	3,862,054
Total Capital Assets, Being Depreciated	106,651,765	2,999,668	17,546	109,633,887
Less Accumulated Depreciation For				
Water system	13,884,136	1,987,417	17,546	15,854,007
Sewer system	10,180,237	628,588	—	10,808,825
Water right depletion	1,558,008	84,565	—	1,642,573
Buildings, equipment and projects	2,951,948	239,590	—	3,191,538
Total Accumulated Depreciation	28,574,329	2,940,160	17,546	31,496,943
Total Capital Assets, Being Depreciated, Net	78,077,436	59,508	—	78,136,944
Capital Assets, Net	\$ 168,434,978	\$ 5,664,445	\$ 3,932,730	\$ 170,166,693

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

Notes To Financial Statements (*Continued*)

	Balance At December 31, 2014	Increases	Decreases	Balance At December 31, 2015
Capital Assets, Not Being Depreciated				
Land	\$ 2,063,196	\$ —	\$ —	\$ 2,063,196
Water rights	86,273,596	821,810	—	87,095,406
Construction in progress	385,732	2,181,249	1,368,041	1,198,940
Total Capital Assets, Not Being Depreciated	88,722,524	3,003,059	1,368,041	90,357,542
Capital Assets, Being Depreciated				
Water system	45,851,308	623,624	—	46,474,932
Sewer system	15,263,549	305,465	—	15,569,014
Water rights	40,581,725	164,040	—	40,745,765
Buildings, equipment and projects	3,784,279	77,775	—	3,862,054
Total Capital Assets, Being Depreciated	105,480,861	1,170,904	—	106,651,765
Less Accumulated Depreciation For				
Water system	11,892,664	1,991,472	—	13,884,136
Sewer system	9,573,518	606,719	—	10,180,237
Water rights depletion	1,468,445	89,563	—	1,558,008
Buildings, equipment and projects	2,710,369	241,579	—	2,951,948
Total Accumulated Depreciation	25,644,996	2,929,333	—	28,574,329
Total Capital Assets, Being Depreciated, Net	79,835,865	(1,758,429)	—	78,077,436
Capital Assets, Net	\$ 168,558,389	\$ 1,244,630	\$ 1,368,041	\$ 168,434,978

Depreciation and depletion expense for the years ended December 31, 2016 and 2015 was charged to the following:

	2016	2015
Water	\$ 2,071,982	\$ 2,081,035
Sewer	628,588	606,719
Buildings, equipment and projects	239,590	241,579
	\$ 2,940,160	\$ 2,929,333

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

5. Long-Term Obligations

The following is an analysis of the changes in ACWWA's long-term obligations for the years ended December 31, 2016 and 2015:

	Balance At December 31, 2015	Increases	Decreases	Balance At December 31, 2016	Amounts Due Within One Year
Series 2006					
Revenue bonds	\$ 18,735,000	\$ —	\$ 18,735,000	\$ —	\$ —
Bond premium	242,991	—	242,991	—	—
Series 2007					
Revenue bonds	14,905,000	—	545,000	14,360,000	570,000
Series 2009A					
Revenue bonds	89,895,000	—	1,695,000	88,200,000	1,740,000
Series 2012					
Revenue bonds	5,525,000	—	—	5,525,000	—
Series 2016					
Revenue bonds	—	16,475,000	255,000	16,220,000	875,000
Bond premium	—	2,132,337	10,453	2,121,884	—
Total Bonds Payable	129,302,991	18,607,337	21,483,444	126,426,884	3,185,000
Compensated absences	358,029	228,377	230,402	356,004	199,290
Total Long-Term Obligations	\$ 129,661,020	\$ 18,835,714	\$ 21,713,846	\$ 126,782,888	\$ 3,384,290

	Balance At December 31, 2014	Increases	Decreases	Balance At December 31, 2015	Amounts Due Within One Year
Series 2006					
Revenue bonds	\$ 19,410,000	\$ —	\$ 675,000	\$ 18,735,000	\$ 705,000
Bond premium	265,081	—	22,090	242,991	—
Series 2007					
Revenue bonds	15,435,000	—	530,000	14,905,000	545,000
Series 2009A					
Revenue bonds	91,545,000	—	1,650,000	89,895,000	1,695,000
Series 2012					
Revenue bonds	5,525,000	—	—	5,525,000	—
Total Bonds Payable	132,180,081	—	2,877,090	129,302,991	2,945,000
Compensated absences	318,284	272,880	233,135	358,029	232,610
Total Long-Term Obligations	\$ 132,498,365	\$ 272,880	\$ 3,110,225	\$ 129,661,020	\$ 3,177,610

The detail of ACWWA's bonds payable is as follows:

Series 2006 Refunding Bonds

On December 28, 2006, ACWWA issued \$22,940,000, with a premium of \$441,801, in revenue bonds with interest rates ranging from 4% to 5%. The revenue refunding and improvement bonds are due in average annual principal and interest installments of \$1,550,265 until December 2033.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Revenue Refunding And Improvement Bonds, Series 2007

On August 23, 2007, ACWWA issued \$18,760,000, with a discount of \$70,654, in Water and Wastewater Revenue Refunding and Improvement Bonds with interest rates ranging from 4% to 5%. The revenue refunding bonds are due in average annual principal and interest installments of \$1,262,915 until December 2033.

Series 2009A Revenue Bonds

On December 8, 2009, ACWWA issued \$91,545,000 in Taxable Water and Wastewater Revenue Direct Pay Build America Bonds (BAB) with interest rates ranging from 3.61% to 6.68%. The revenue refunding and improvement bonds are due in annual principal and interest installments of \$5,516,894 to \$15,804,642 until December 2039. ACWWA is eligible to receive a 35% interest subsidy credit on its interest payments for these bonds, subject to Section 6431 of the Internal Revenue Code. To receive BAB credits, ACWWA must file a form 8038-CP between 45 and 90 days prior to the corresponding interest payment date. Such credits, if received by ACWWA, are required under the bond resolution to be deposited to the BAB Interest account of the BAB Fund. There is no assurance, however, that ACWWA will receive all or any of the BAB credits which it expects to receive. ACWWA will be required to pay interest on the 2009A bonds regardless of whether BAB payments are received. ACWWA received interest subsidies in the amounts of \$1,857,417 and \$1,872,502 during 2016 and 2015, respectively. In accordance with the Trust Indenture, as of December 31, 2016 and 2015, \$7,121,420 and \$7,121,717, respectively, were held in reserve.

Series 2012 Revenue Refunding Loan

On October 18, 2012, ACWWA refunded the Series 2009B Revenue Bonds and entered into a loan agreement with Colorado State Bank and Trust dated October 18, 2012, in the amount of \$5,525,000. Principal and interest payments are due June 1 and December 1 in varying amounts through December 1, 2022, with a fixed interest rate of 2.17%. In accordance with the Trust Indenture, as of December 31, 2016 and 2015, \$553,453 and \$553,453, respectively, were held in reserve.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Series 2016 Revenue Refunding Bonds

On October 4, 2016, ACWWA issued \$16,475,000 of Revenue Refunding Bonds, Series 2016, with interest rates ranging from 2.00% to 4.00% to refund the outstanding Refunding Bonds, Series 2006. As a result, the 2006 refunding bonds are considered to be defeased, and the related liability for the Series 2006 bonds has been removed from ACWWA's liabilities. The purpose of this refunding was to reduce its total debt service payments over the next six years by \$3,392,816 and to realize an economic gain of \$3,040,287. Principal and interest payments are due June 1 and December 1 in varying amounts through December 1, 2033.

Pledged Revenue And Debt Coverage Requirements

Over the years, ACWWA has issued revenue bonds with certain pledged revenues as collateral, certain debt coverage requirements and various covenants in which ACWWA's management believes that ACWWA is in compliance.

ACWWA's long-term obligations will mature as follows:

	Principal	Interest	Total
2017	\$ 3,185,000	\$ 7,044,901	\$ 10,229,901
2018	3,860,000	6,918,078	10,778,078
2019	3,975,000	6,773,763	10,748,763
2020	4,110,000	6,613,677	10,723,677
2021	4,245,000	6,445,891	10,690,891
2022 - 2026	20,710,000	29,370,390	50,080,390
2027 - 2031	24,630,000	23,459,641	48,089,641
2032 - 2036	30,575,000	15,783,980	46,358,980
2037 - 2039	29,015,000	4,401,786	33,416,786
Total Payments		\$ 124,305,000	\$ 106,812,107
			\$ 231,117,107

6. Net Position

ACWWA has net position consisting of three components: net investment in capital assets, restricted for debt reserve and unrestricted.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Net investment in capital assets consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction or improvement of those assets. As of December 31, 2016 and 2015, ACWWA had net investment in capital assets calculated as follows:

	2016	2015
Net Investment In Capital Assets		
Capital assets, net	\$ 170,166,693	\$ 168,434,978
Debt reserves	3,552,500	3,552,500
Cost of refunding	1,815,252	1,782,947
Bond premium	(2,121,884)	(242,991)
Capital-related debt	<u>(124,305,000)</u>	<u>(129,060,000)</u>
Net Investment In Capital Assets	\$ 49,107,561	\$ 44,467,434

7. Intergovernmental Agreements

Cherry Creek Project Water Authority

ACWWA participates in the Cherry Creek Project Water Authority (CCPWA). CCPWA is expected to produce approximately 2,000 acre feet of firm annual yield water for the use of the members. The amount of water to be received by each member will be based on each member's percentage of equity interest. ACWWA contributed over \$6,000,000 and expects to receive 42% of the water produced on the completion of future facilities.

Town Of Castle Rock

In October 2009, ACWWA entered into an agreement with the Town of Castle Rock, whereby ACWWA leases a portion of Castle Rock's surplus water on an "as-available, as-needed basis." "As available" is defined as all surplus water not required in the management of Castle Rock's water resources. However, Castle Rock has an existing lease for one acre foot of surplus water, which is considered a prior encumbrance and not available for ACWWA's use. ACWWA will pay \$250/acre foot of leased water. The agreement is one year annually renewable; either party may terminate this agreement with 90-days' notice. ACWWA has not utilized any water from Castle Rock to date pursuant to this agreement.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Cottonwood Water And Sanitation District Lease

In November 2012, ACWWA entered into a lease agreement with CWSD with respect to the Chambers Pipeline. ACWWA leased the pipeline from CWSD for transportation of raw water supplies for \$10 per year from October 22, 2012 through October 22, 2015. This lease was amended in 2015 to extend the term of the agreement through October 22, 2017. During the term of the lease, ACWWA operates and maintains the Chambers Pipeline at its expense. At the end of the lease, ACWWA will return the pipeline to CWSD in the same condition as of the date of the lease. In the event of damage, CWSD and ACWWA will confer to determine a reasonable course of action; however, the costs of any repairs shall not be paid by ACWWA without ACWWA's consent, unless the damage is caused by ACWWA's use.

Cottonwood Water And Sanitation District - Sewer Service Agreement

In December 2012, ACWWA entered into a sewer service agreement with CWSD, whereby ACWWA agrees to receive and process wastewater from CWSD's sanitary sewer collection system, and thereafter to return or dispose of the effluent to CWSD, per the specific terms of the agreement.

ACWWA Flow Project

In 2009, in order to reduce its dependence upon nonrenewable water supplies such as Denver basin groundwater wells, ACWWA and PID (see Note 1) entered into an agreement (the ACWWA Flow IGA) with two water districts, East Cherry Creek Valley Water and Sanitation District (ECCV) and United Water and Sanitation District (United), whereby ACWWA and PID commenced acquiring, from United and ECCV, and developing water rights, easements and infrastructure, including interests in water treatment plants, recharge facilities, pipelines, pump stations, diversion facilities, storage and other water-related infrastructure with the intent of eventually providing 4,400 acre-feet of average annual yield renewable water to ACWWA's service area and customers. The water rights are acquired through purchases within the South Platte River Basin. This water is delivered to the Beebe Draw, a shallow underground aquifer system that was once a historic stream channel of the South Platte River. It is stored in the Beebe Draw until it is pumped out and delivered to the ECCV reverse osmosis water treatment plant, the first phase of which was completed and operating in 2012, where it is treated and delivered to ACWWA. ACWWA received 1,268 and 1,345 acre feet from the ACWWA flow project in 2016 and 2015, respectively.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

One of the ACWWA flow storage projects, Chambers Reservoir, was completed in 2014. In the process of filling the reservoir, a leak was detected. ACWWA is working with consultants to determine the most appropriate remedy. Currently, all facilities have been constructed to utilize ACWWA's current treatment capacity in the ECCV water treatment plant and ECCV pump stations, which is 2.25 million gallons per day (mgd). When built out to capacity, currently estimated to be December 31, 2019, it is intended that ACWWA will have access to 5.25 mgd of renewable water from the ACWWA Flow Project. Significant infrastructure remains to be constructed to attain the 5.25 mgd goal, including the construction of additional storage, water treatment, pumping station, pipeline and brine disposal well capacity, as well as payment of further water rights adjudication costs. In May 2015, the Board executed an addendum to the intergovernmental agreement between United and ACWWA for the extension of the completion of all ACWWA flow-related facilities until December 31, 2019. As of December 31, 2016, ACWWA has spent approximately \$160,000,000 on the ACWWA Flow Project with a current estimate of approximately \$50,000,000 of spending needed over several years to complete the project.

Inverness Water And Sanitation District

In April 2005, ACWWA, Inverness Water and Sanitation District (IWSD) and PID entered into an agreement for the financing and construction of a wastewater treatment plant expansion including discharges from IWSD to the Lone Tree Creek Wastewater Treatment Plant (WWTP). On September 30, 2011, the parties entered into the First Amendment to the 2005 Agreement to set the initial rate to be charged in 2011 for the treatment of effluent delivered by IWSD to WWTP and also to set the terms of a Renewal and Replacement Reserve Fund, which is to be established by both ACWWA and IWSD. The Renewal and Replacement Reserve Fund will be contributed to annually, based on the established prorated share of capacity in WWTP. The maximum balance, once established, shall not exceed \$7,500,000 and will be reviewed every four years, beginning in 2011, as to the adequacy of the reserve amount and shall be adjusted accordingly. ACWWA and IWSD entered into the Second Amendment to the 2005 Agreement on September 30, 2015. This amendment establishes the rate-setting process to be followed in future years, and provides for the settlement of a prior year rate dispute. The amendment also clarifies the use of the Renewal and Replacement Reserve.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Joint Water Purification Plant

In February 2002, ACWWA entered into an agreement with PID (see Note 1) with respect to the construction and operation of public improvements. In June 2003, ACWWA entered into an agreement with CWSD concerning the construction of water treatment facilities (now known as the Joint Water Purification Plant or JWPP). The 2003 agreement, among other things, assigns responsibility to ACWWA for the overall management and operations of JWPP. Under the terms of the agreement, ACWWA is to be the manager and operator of JWPP. In exchange for operating the plant, pursuant to a lease dated April 2002, PID has leased and will transfer its assets in JWPP to ACWWA for a nominal amount at the final payment of the last PID bonds issued pursuant to the 2001 bond authorization. In June 2010, JWPP was placed into service and began operations. On December 6, 2010, ACWWA received a Notice of Violation/Cease and Desist Order as a result of an alleged permit violation from the Colorado Department of Public Health and Environment, Division of Administration, Water Quality Control Division (CDPHE) related to excess discharge of selenium in the waste product of JWPP which allegedly violated a federal Environmental Protection Agency standard. The potential loss was unknown as of December 31, 2012; however, on May 16, 2013, the penalty was reduced to \$80,000, which ACWWA accepted. The final penalty and payment terms were established in a formal agreement with CDPHE, and the penalty was remitted in 2015. JWPP changed from a reverse osmosis-based system to microfiltration in 2012 while it continues to work on a longer-term solution that is compatible with the original construction design.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

In December 2014, the two parties entered into an agreement for the operation and maintenance of, and improvement to, JWPP by ACWWA as operator for PID, ACWWA and CWSD. The agreement shall be for the term of the useful life of JWPP and its process equipment existing now or as expanded, upgraded, improved or rebuilt by either party in the future. The parties agree that the useful life of the JWPP is estimated at 50 years, beginning September 1, 2010. The agreement shall continue in effect as long as JWPP is operating, unless amended or terminated by the parties. For purposes of determining the percentage of ownership in JWPP, the interests of ACWWA and PID (see Note 1) shall be combined into a single percentage that shall be considered, for purposes of this agreement only, to be owned by ACWWA. The JWPP land and building, other than the process equipment, is owned by CWSD and PID as tenants in common, with 36.67% ownership by CWSD and 63.33% ownership by PID and ACWWA. The process equipment is owned 77.78% by PID and ACWWA and 22.22% by CWSD. The percentage of capacity used for calculation of the payment of fixed costs by each party shall be 63.33% by ACWWA and 36.67% by CWSD. Each year, ACWWA will perform a true-up of total costs and total volumes for a calendar year by April 1 of the succeeding year, based upon actual costs and invoices received. ACWWA, on behalf of JWPP, will maintain both a separate JWPP general operating fund, along with a separate JWPP reserve fund. The minimum reserve fund of \$100,000 is being funded in annual increments of \$20,000 beginning in January 2014. Both CWSD and ACWWA will contribute to the reserve fund with each party funding its portion of the initial reserve amount by paying its respective portion of the \$20,000 by January 31 of each year. After the reserve fund reaches \$100,000, the parties shall contribute sufficient dollars to maintain the reserve fund at its minimum balance. The operations of JWPP and operating and reserve funds are included in ACWWA financial statements.

Stonegate Village Metropolitan District

In February 2013, ACWWA entered into a limited wastewater system connection agreement with Stonegate Village Metropolitan District (SVMD), whereby ACWWA is authorized to make a connection to SVMD's wastewater system for the limited purpose of discharging the liquid waste from the chlorine analyzers that ACWWA will operate at the ECCV Connection Chlorination Vault. The volume of discharge shall not exceed 5,000 gallons per month. In exchange, ACWWA will pay regular monthly wastewater fees to SVMD.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

In February 2013, ACWWA entered into a limited potable water system connection agreement with SVMD, whereby ACWWA is authorized to make a connection to SVMD's potable water system to supply an emergency eyewash/shower station location at the Chambers Pump Station. The volume of water permitted shall not exceed 1,000 gallons per month. In exchange, ACWWA will pay regular monthly water service fees to SVMD.

City Of Longmont

In December 2015, ACWWA entered into a water supply agreement with the City of Longmont (Longmont), ECCV and United, whereby, from July 1, 2016 through August 31, 2016, ECCV and ACWWA shall deliver fully consumable water from the ECCV/ACWWA Water Rights and/or the United/ACWWA Water Rights for the purpose of meeting Longmont's Replacement Obligation. In exchange, from October 1, 2016 through March 31, 2017, Longmont shall release an amount equal to the number of acre-feet delivered by ECCV and ACWWA of fully consumable water owned by Longmont to ECCV and ACWWA for the purpose of meeting the ECCV/ACWWA Winter Return Flow Obligation.

City Of Aurora

In November 2013, ACWWA entered into a license agreement with the City of Aurora (Aurora), whereby Aurora authorizes ACWWA to construct, operate, maintain, repair and replace sewer mains situated in Arapahoe County.

Other Contracts

ACWWA is also a party to several other agreements with other governmental entities. These agreements do not have a material effect on the financial statements.

8. Commitments And Contingencies

Construction Commitments

ACWWA has entered into various contracts and agreements with contractors for the improvement and upgrading of facilities. Total commitments with such contractors for 2016 and 2015 totaled approximately \$968,202 and \$731,000, respectively.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

Contingencies

ACWWA is presently engaged in litigation with the Valley Country Club regarding the provision of nonpotable treated effluent for application to the golf course.

In March 2014, ACWWA notified the engineering contractor, construction contractor and United of potential ACWWA warranty claims as a result of leakage at the newly constructed Chambers Reservoir. Studies of the reservoir leakage and negotiations with the parties are underway regarding this issue. A tolling agreement was entered into in December 2015 to extend the statute of limitations.

9. Pension And Benefit Plans

ACWWA's Retirement Plan (the Plan) was established to qualify as a defined contribution plan under Sections 401(a) and 501(a) of the Internal Revenue Code. It was first adopted in 1990 and has been amended four times since. There are mandatory and discretionary employer contributions.

ACWWA's mandatory contributions during 2016 and 2015 were 10.4% and 12.4% of employee compensation, respectively. Discretionary employer contributions are decided on an annual basis at the time of budget approval for the following budget year. The entire discretionary contribution was 3% and 10% of employee compensation during 2016 and 2015, respectively. Under the Plan document and the Internal Revenue Code, the entire discretionary contribution is considered an employer contribution. Total Plan contributions for the years ending December 31, 2016 and 2015 were \$425,305 and \$531,103, respectively. Total payroll was \$2,600,265 and \$2,422,559 for the years ended December 31, 2016 and 2015, respectively. Total employer contributions represent 13.4% and 22.4% of total compensation for the years ended December 31, 2016 and 2015, respectively. An employee is not fully vested until the completion of four complete years of service. Vesting is 0% for less than one year, 25% for one to two years, 50% for two to three years, 75% for three to four years and 100% for over four years.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

10. Related-Party Transactions

As provided by the IGA between PID and ACWWA dated February 6, 2002 and PID's procedures, the Manager of ACWWA has contract signature authority for PID under certain circumstances including the approval of certain expenditures on behalf of PID.

11. Conflict Of Interest

State law requires that members of the Board of Directors verbally disclose potential conflicts of interest prior to discussing topics that may involve those conflicts of interest. The Directors have disclosed their potential conflicts in writing to the Secretary of State and the Secretary of ACWWA. On behalf of the Board, these potential conflicts of interest as of December 31, 2016 are disclosed as follows:

- A board member owns a home in ACWWA's service area. The board member retired from CH2M Hill.
- A board member has contributed to the campaigns of various Arapahoe County Commissioners who have served or are currently serving on ACWWA's Board.
- A board member is a member of the Arapahoe County Board of County Commissioners, the Centennial Airport Authority Board and is an alternate on the Southeast Metro Stormwater Authority Board. The board member has received campaign donations from employees of United and Mulhern MRE, Inc.
- A board member is a member of the Arapahoe County Board of County Commissioners, the Centennial Airport Authority Board and of the Southeast Metro Stormwater Authority Board. The board member has received campaign contributions from two other ACWWA Board Members and from an employee of United.
- A board member has made campaign contributions to various Arapahoe County Commissioners, some of whom have served or also serve on ACWWA's Board.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

12. Risk Management

ACWWA is exposed to various risks of losses, including general liability (limited under the Colorado Governmental Immunity Act to \$350,000 per person and \$990,000 per occurrence); property damage and employee life, medical, dental and accidental benefits. ACWWA has a risk management program, which includes commercial property insurance for catastrophic losses, including floods and earthquakes, for the operating plant. ACWWA also carries commercial insurance for employee life, health, accident and workers compensation.

ACWWA is also a member of the Colorado Special Districts Property and Liability Pool (the Pool) as of December 31, 2016 and 2015. The Pool is an organization created by intergovernmental agreement to provide property, liability, public official's liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

ACWWA pays annual premiums to the Pool for liability, property and public official's coverage, which are recorded as expenditures. In the event the aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from Pool members. Any excess funds that the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

13. Tax, Spending And Debt Limitations

Article X, Section 20, of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR), contains tax, spending, revenue and debt limitations that apply to the State of Colorado and all local governments.

Enterprises, defined as government-owned businesses authorized to issue revenue bonds and receiving less than 10% of annual revenue in grants from all state and local governments combined, are excluded from the provisions of TABOR. ACWWA's management believes a significant portion of its operations qualifies for this exclusion.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

Notes To Financial Statements (*Continued*)

ACWWA's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions will require judicial interpretation.

14. Subsequent Events

In March 2017, the ACWWA Board and the CWSD Board agreed to amend the IGA dated December 18, 2014, the "Agreement for Operations and Maintenance of, and Improvements to, the Joint Water Purification Plant (JWPP)" to move forward on the design to convert the plant to a split flow system, which will allow approximately 50% of the raw water to be treated with reverse osmosis and approximately 50% to be treated with microfiltration, with the flow then blended together and treated using advanced oxidation processes, and the design and construction of a batch treatment system that will enable the plant to meet the requirements of its discharge permit.

ACWWA has committed to contributing \$1.5 million to the Reconversion Project in 2017 (of which an initial \$88,000 payment was made in February 2017), contingent on the following:

1. If the guaranteed maximum contract price (the GMP) is greater than \$5.3 million, CWSD must agree to pay the amount over \$5.3 million, and
2. If the contracted cost to produce treated water exceeds \$3.12/thousand gallons (adjusted for local CPI increases) during the first three years of operation, CWSD must agree to pay the amount over \$3.12/thousand gallons (adjusted for local CPI increases).

Both the GMP and the cost to produce the treated water should be known by mid-year. If the conditions above are not met, ACWWA is not contractually obligated to contribute the remaining funds in 2017 for reconversion.

Supplementary Information

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

**SCHEDULE OF REVENUES, EXPENDITURES AND
FUNDS AVAILABLE -
BUDGET AND ACTUAL (BUDGETARY BASIS)
For The Year Ended December 31, 2016**

	Original Budget	Final Budget	Actual	Variance With Budget Positive (Negative)
Revenues				
Water revenue	\$ 10,828,342	\$ 10,828,342	\$ 12,039,034	\$ 1,210,692
Sewer revenue	5,401,270	5,401,270	5,561,283	160,013
Water plant revenue	441,060	441,060	285,007	(156,053)
Other user fees	232,296	232,296	218,530	(13,766)
Interest subsidy	1,867,780	1,867,780	1,857,417	(10,363)
Interest	30,000	30,000	42,804	12,804
Fees for service	743,268	743,268	1,491,828	748,560
Tap and territorial fees	6,530,208	6,530,208	8,643,634	2,113,426
Total Revenues	26,074,224	26,074,224	30,139,537	4,065,313
Expenditures				
Salaries and benefits	3,831,950	3,831,950	3,704,529	127,421
Office expense	320,600	320,600	210,437	110,163
Professional services	1,094,000	1,094,000	1,163,704	(69,704)
Contractual services	135,000	135,000	190,357	(55,357)
Insurance	175,732	175,732	138,619	37,113
Capital outlay	6,635,000	6,635,000	3,584,997	3,050,003
Acquisition of water rights	1,300,000	1,300,000	1,069,362	230,638
Repair and maintenance	1,287,617	1,287,617	1,153,403	134,214
Utilities	1,276,122	1,276,122	1,193,027	83,095
Operational expenses	2,314,212	2,314,212	1,178,246	1,135,966
Other supplies and expense	315,567	315,567	595,611	(280,044)
Bond payments	10,329,624	10,329,624	10,216,177	113,447
Total Expenditures	29,015,424	29,015,424	24,398,469	4,616,955
Change In Net Position (Budgetary Basis)	\$ (2,941,200)	\$ (2,941,200)	\$ 5,741,068	\$ 8,682,268

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

RECONCILIATION OF BUDGETARY BASIS TO STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION For The Year Ended December 31, 2016

Change In Net Position (Budgetary Basis)	\$ 5,741,068
Depreciation, depletion and amortization	(3,084,348)
Bond issue costs	(176,136)
Capital outlay	3,584,997
Aquisition of water rights	1,069,362
Bond payments	<u>3,200,000</u>
 Change In Net Position	 10,334,943
 Net Position, Beginning Of Year	 <u>72,457,331</u>
 Net Position, End Of Year	 <u>\$ 82,792,274</u>

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
December 31, 2016

December 31,	\$18,760,000 Variable Rate Water And Wastewater Revenue Bonds, Series 2007 Dated August 23, 2007 Variable Interest Rate Principal And Interest Due December 1			\$91,545,000 Variable Rate Taxable Water And Wastewater Revenue Refunding Bonds, Series 2009A Dated December 8, 2009 Variable Interest Rate Principal And Interest Due December 1			\$5,525,000 Fixed Rate Water And Wastewater Revenue Refunding Loan Series 2012 Dated September 26, 2012 Fixed Interest Rate Interest Due June 1 And December 1 Principal Due December 1			\$16,475,000 Variable Rate Water And Wastewater Revenue Refunding Bonds, Series 2016 Dated October 4, 2016 Variable Interest Rate Due June 1 And December 1 Principal Due December 1			Total Debt Service Requirements		
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Interest	Total		
2017	\$ 570,000	\$ 691,675	\$ 1,740,000	\$ 5,627,599	\$ —	\$ 120,327	\$ 875,000	\$ 605,300	\$ 3,185,000	\$ 7,044,901	\$ 10,229,901				
2018	600,000	663,175	1,790,000	5,546,776	1,055,000	120,327	415,000	587,800	3,860,000	6,918,078	10,778,078				
2019	630,000	637,675	1,845,000	5,459,155	1,080,000	97,433	420,000	579,500	3,975,000	6,773,763	10,748,763				
2020	650,000	608,550	1,915,000	5,364,230	1,110,000	73,997	435,000	566,900	4,110,000	6,613,677	10,723,677				
2021	680,000	579,300	1,980,000	5,262,831	1,135,000	49,910	450,000	553,850	4,245,000	6,445,891	10,690,891				
2022	710,000	548,700	2,050,000	5,155,020	1,145,000	25,281	465,000	540,350	4,370,000	6,269,351	10,639,351				
2023	750,000	515,863	2,120,000	5,040,322	—	—	975,000	526,400	3,845,000	6,082,585	9,927,585				
2024	780,000	481,175	2,200,000	4,918,528	—	—	1,015,000	487,400	3,995,000	5,887,103	9,882,103				
2025	820,000	445,100	2,285,000	4,788,838	—	—	1,055,000	446,800	4,160,000	5,680,738	9,840,738				
2026	860,000	404,100	2,380,000	4,641,913	—	—	1,100,000	404,600	4,340,000	5,450,613	9,790,613				
2027	900,000	363,250	2,480,000	4,488,879	—	—	1,140,000	360,600	4,520,000	5,212,729	9,732,729				
2028	940,000	320,500	2,585,000	4,329,415	—	—	1,190,000	315,000	4,715,000	4,964,915	9,679,915				
2029	990,000	273,500	2,690,000	4,163,199	—	—	1,235,000	287,400	4,915,000	4,704,099	9,619,099				
2030	1,040,000	224,000	2,805,000	3,990,232	—	—	1,285,000	218,000	5,130,000	4,432,232	9,562,232				
2031	1,090,000	172,000	2,925,000	3,807,066	—	—	1,335,000	166,600	5,350,000	4,145,666	9,495,666				
2032	1,145,000	117,500	3,050,000	3,616,063	—	—	1,385,000	113,200	5,580,000	3,846,763	9,426,763				
2033	1,205,000	60,250	3,175,000	3,416,898	—	—	1,445,000	57,800	5,825,000	3,534,948	9,359,948				
2034	—	—	6,125,000	3,209,571	—	—	—	—	6,125,000	3,209,571	9,334,571				
2035	—	—	6,385,000	2,809,608	—	—	—	—	6,385,000	2,809,608	9,194,608				
2036	—	—	6,660,000	2,383,090	—	—	—	—	6,660,000	2,383,090	9,043,090				
2037	—	—	6,950,000	1,938,202	—	—	—	—	6,950,000	1,938,202	8,888,202				
2038	—	—	7,250,000	1,473,942	—	—	—	—	7,250,000	1,473,942	8,723,942				
2039	—	—	14,815,000	989,642	—	—	—	—	14,815,000	989,642	15,804,642				
Total	\$ 14,360,000	\$ 7,106,313	\$ 88,200,000	\$ 92,421,019	\$ 5,525,000	\$ 487,275	\$ 16,220,000	\$ 6,797,500	\$ 124,305,000	\$ 106,812,107	\$ 231,117,107				

**Continuing Disclosure Annual
Financial Information (Unaudited)**

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

**HISTORICAL DEBT SERVICE COVERAGE¹
For The Year Ended December 31, 2016**

	Year Ended December 31,					
	2011	2012	2013	2014	2015	2016
Operating Revenues⁴	\$ 17,327,857	\$ 17,050,193	\$ 17,062,043	\$ 17,610,269	\$ 17,390,731	\$ 19,595,682
Nonoperating Revenues²	5,562,730	3,041,343	5,198,851	5,809,391	4,978,877	10,543,855
Gross Revenues	22,890,587	20,091,536	22,260,894	23,419,660	22,369,608	30,139,537
Less Operation And Maintenance Expenses (net of depreciation)⁴	(9,273,490)	(7,002,855)	(7,678,410)	(9,096,783)	(9,099,080)	(9,527,933)
Net Revenue	13,617,097	13,088,681	14,582,484	14,322,877	13,270,528	20,611,604
Historical Annual Debt Service³	\$ 9,246,310	\$ 8,931,042	\$ 10,342,888	\$ 8,683,180	\$ 10,342,888	\$ 10,216,177
Historical Coverage Factor	1.47	1.47	1.41	1.65	1.28	2.02

1. This table reflects actual, audited revenues, expenditures and debt service coverage.
2. Consists of one-time tap fees, BAB Rebate and nonoperating interest
3. Constitutes the annual debt service on ACWWA's outstanding water and wastewater revenue bonds
4. Gross revenue and operation and maintenance expenses reflect ACWWA's audited financial statements.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

WATER ENTERPRISE OPERATIONAL DATA For The Year Ended December 31, 2016

Residential Water And Irrigation Volume Charges For The Year Ended December 31, 2016

For residential customers, ACWWA imposes a monthly service fee of \$41.04 plus a volume charge for each 1,000 gallons of metered usage, as follows:

Usage Gallon/Month	From	To	Rate
Block 1	—	4,000	\$ 3.69
Block 2	4,001	10,000	4.61
Block 3	10,001	30,000	5.76
Block 4	30,001	Above 30,001	7.21

Usage is divided into four blocks, depending upon volume. Volume charges are imposed in different amounts for each block.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

WATER ENTERPRISE OPERATIONAL DATA For The Year Ended December 31, 2016

Nonresidential Meter Size Water And Irrigation Charges For The Year Ended December 31, 2016

Nonresidential customers pay service fees which vary based upon both meter size and monthly volume. The base monthly service fee is as follows:

<u>Meter Size</u>	<u>Monthly Service Fee</u>
¾"	\$ 42.27
1"	84.52
1½"	169.04
2"	338.09
3"	760.74
4"	1,605.98
6"	3,042.90

Nonresidential Water And Irrigation Volume Charges For The Year Ended December 31, 2016

Customer use is divided into four blocks, depending upon volume. Volume charges are imposed in different amounts for each block, as follows:

<u>Metered Usage</u>	<u>¾"</u>	<u>1"</u>	<u>1½"</u>	<u>2"</u>	<u>3"</u>	<u>4"</u>	<u>6"</u>
Block 1 from	—	—	—	—	—	—	—
Block 1 to	40,000	40,000	40,000	90,000	252,000	288,000	1,620,000
Block 2 from	40,001	40,001	40,001	90,001	252,001	288,001	1,620,001
Block 2 to	100,000	100,000	100,000	225,000	672,000	768,000	2,700,000
Block 3 from	100,001	100,001	100,001	225,001	672,001	768,001	2,700,001
Block 3 to	300,000	300,000	300,000	600,000	1,320,000	1,344,000	3,960,000
Block 4	>300,001	>300,001	>300,001	>600,001	>1,320,001	>1,344,001	>3,960,001
<u>Volume Rate</u>							
Block 1	\$ 4.24	\$ 4.24	\$ 4.24	\$ 4.24	\$ 4.24	\$ 4.24	\$ 4.24
Block 2	5.30	5.30	5.30	5.30	5.30	5.30	5.30
Block 3	6.63	6.63	6.63	6.63	6.63	6.63	6.63
Block 4	8.30	8.30	8.30	8.30	8.30	8.30	8.30

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

WATER ENTERPRISE OPERATIONAL DATA For The Year Ended December 31, 2016

Historic And Current Tap Fee Amounts

A history of tap fee amounts collected since 2011 is set forth in the following table:

	Water And Irrigation				Sewer			
	Amount	\$ Increase	% Increase		Amount	\$ Increase	% Increase	
2012	\$ 23,306	\$ 1,028	4.6%		\$ 5,678	\$ 263	4.6%	
2013	24,000	694	3.0%		5,950	272	4.6%	
2014	24,725	725	3.0%		6,128	178	2.9%	
2015	25,467	742	3.0%		6,312	184	2.9%	
2016	25,690	223	0.9%		7,360	1,048	14.2%	

History Of Water, Sewer And Irrigation Tap Fee Collections

A history of taps issued and the fees collected from taps since 2011 is presented in the following table:

Year	Water And Irrigation		Sewer		Total Tap Fee	
	Number ¹	Revenue	Number	Revenue	Revenue	
2012	32	\$ 718,317	52	\$ 264,642	\$ 982,959	
2013	112	2,663,298	110	662,180	3,325,478	
2014	136	3,239,815	109	643,456	3,883,271	
2015	91	2,491,417	97	603,642	3,095,059	
2016	220	5,857,228	255	2,786,406	8,643,634	

1. Represents a tap equivalent.

Current Water And Irrigation Tap Equivalents As Of December 31, 2016

The following table sets forth a breakdown of water and irrigation tap equivalents by category and type of tap.

Customer Category	Type Of Tap			Percentage Of Total
	Water	Irrigation	Total	
Residential	2,609	1,192	3,642	46.7%
Nonresidential	2,910	1,087	3,882	49.8%
Total	5,519	2,279	7,798	100%

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

**COMPARISON STATEMENT OF REVENUES,
EXPENSES AND CHANGES IN NET POSITION
For The Past Five Years Ending December 31,**

	2012	2013	2014	2015	2016
Operating Revenues					
Water revenue	\$ 10,964,732	\$ 10,206,846	\$ 10,533,451	\$ 10,850,926	\$ 12,039,034
Sewer revenue	4,826,201	4,959,230	5,062,930	5,024,264	5,561,283
Fees for services	493,616	838,286	1,368,741	923,853	1,491,828
Miscellaneous	765,644	1,057,681	645,147	591,681	503,537
Total Operating Revenues	17,050,193	17,062,043	17,610,269	17,390,724	19,595,682
Operating Expenses					
Salaries, payroll taxes and benefits	3,197,904	3,545,489	3,517,204	3,538,390	3,704,529
Office expense	104,075	139,839	299,158	373,365	210,437
Professional services	899,578	645,150	1,186,183	1,472,229	1,163,704
Insurance expense	177,755	175,199	161,036	166,304	138,619
Operational expense	124,672	773,095	1,102,101	922,604	1,178,246
Contractual services	—	—	—	127,245	190,357
Repairs and maintenance	417,434	500,930	828,741	765,945	1,153,403
Utilities	1,405,976	1,384,785	1,321,463	1,233,797	1,193,027
Depreciation and depletion	3,045,818	2,933,136	2,906,679	2,929,333	2,940,160
Other supplies and expense	675,461	513,923	680,897	499,201	595,611
Total Operating Expenses	10,048,673	10,611,546	12,003,462	12,028,413	12,468,093
Operating Income	5,500,819	7,001,520	5,606,807	5,362,311	7,127,589
Nonoperating Revenues					
Interest subsidy	2,014,866	1,854,684	1,868,788	1,872,502	1,857,417
Interest	43,518	18,689	10,144	11,316	42,804
Total Nonoperating Revenues	2,058,384	1,873,373	1,878,932	1,883,818	1,900,221
Nonoperating Expenses					
Interest and fiscal charges	7,866,042	7,716,491	7,647,502	7,604,784	7,336,501
Total Nonoperating Expenses	7,866,042	7,716,491	7,647,502	7,604,784	7,336,501
Income (Loss) Before Contributions	(306,839)	1,158,402	(161,763)	(358,655)	1,691,309
Capital Contributions					
Tap and extraterritorial fees	982,959	3,325,478	3,930,459	3,095,059	8,643,634
Change In Net Position	3,105,691	2,176,821	3,768,696	2,736,404	10,334,943
Net Position Beginning Of Year, Restated¹	59,842,553	62,019,374	65,952,231	69,720,927	72,457,331
Net Position End Of Year, Restated¹	\$ 62,948,244	\$ 64,196,195	\$ 69,720,927	\$ 72,457,331	\$ 82,792,274

1. Net position for the year ended December 31, 2013 and the beginning balance for the year ended December 31, 2014 was restated as a result of a change in reporting entity related to the operating and maintenance agreement with JWPP.

ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY

BUDGET TO ACTUAL (NON-GAAP) COMPARISON OF RESULTS OF OPERATIONS December 31, 2016 And 2015

	2015			2016			2017
	Budget	Actual	Variance	Budget	Actual	Variance	Budget
Revenues							
Water revenue	\$ 12,317,476	\$ 10,850,926	\$ (1,466,550)	\$ 10,828,342	\$ 12,039,034	\$ 1,210,692	\$ 11,821,115
Sewer revenue	5,891,198	5,024,264	(866,934)	5,401,270	5,561,283	160,013	5,401,709
Water plant revenue	290,500	268,559	(21,941)	441,060	285,007	(156,053)	692,084
Fees for service	969,961	923,853	(46,108)	232,296	218,530	(13,766)	877,508
Interest subsidy	1,839,572	1,872,502	32,930	1,867,780	1,857,417	(10,363)	1,835,723
Interest	18,000	11,316	(6,684)	30,000	42,804	12,804	52,000
Other user fees	46,960	323,122	276,162	743,268	1,491,828	748,560	194,606
Tap and territorial fees	4,029,867	3,095,059	(934,808)	6,530,208	8,643,634	2,113,426	8,426,598
Total Revenues	25,403,534	22,369,601	(3,033,933)	26,074,224	30,139,537	4,065,313	29,301,343
Expenses							
Salaries and benefits	3,768,714	3,538,390	(230,324)	3,831,948	3,704,529	(127,419)	3,901,825
Office expense	317,020	373,365	56,345	320,624	210,437	(110,187)	271,795
Professional services	1,152,000	1,472,229	320,229	1,093,992	1,163,704	69,712	1,139,494
Insurance	184,690	166,304	(18,386)	175,728	138,619	(37,109)	204,837
Capital outlay	5,076,000	2,805,922	(2,270,078)	6,634,988	3,584,997	(3,049,991)	8,638,000
Acquisition of water rights	250,000	—	(250,000)	1,300,000	1,069,362	(230,638)	1,000,000
Repair and maintenance	939,500	765,945	(173,555)	1,287,592	1,153,403	(134,189)	1,389,993
Utilities	1,639,990	1,233,797	(406,193)	1,276,140	1,193,027	(83,113)	1,373,558
Operational expenses	1,703,005	1,049,849	(653,156)	2,449,236	1,368,603	(1,080,633)	3,283,816
Bond payments	10,342,888	10,311,204	(31,684)	10,329,620	10,392,313	62,693	10,229,901
Miscellaneous	642,968	499,201	(143,767)	315,572	595,611	280,039	414,900
Total Expenses	26,016,775	22,216,206	(3,800,569)	29,015,440	24,574,605	(4,440,835)	31,848,119
Excess Revenues Over (Under)							
Expenditures	(613,241)	153,395	766,636	(2,941,216)	5,564,932	8,506,148	(2,546,776)
Change In Net Position (Budgetary)	\$ (613,241)		\$ 766,636	\$ (2,941,216)		\$ 8,506,148	\$ (2,546,776)
Reconciliation To GAAP Basis							
Depreciation, depletion and amortization	(3,077,913)				(3,084,348)		
Capital outlay	2,805,923				4,654,359		
Bond principal	2,855,000				3,200,000		
Change In Net Assets	2,736,404				10,334,943		
Net Position, Beginning Of Year	69,720,927				72,457,331		
Net Position, End Of Year	\$ 72,457,331				\$ 82,792,274		

**ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY**

**OUTSTANDING REVENUE BONDS
For The Year Ended December 31, 2016**

	<u>Amount</u>
Senior Bonds	
Water and Wastewater Revenue Refunding and Improvement Bonds, Series 2007	\$ 14,360,000
Subordinate Bonds	
Taxable Water and Wastewater Revenue Direct Pay Build America Bonds, Series 2009A	88,200,000
Tax-Exempt Water and Wastewater Revenue Bonds, Series 2012	5,525,000
Tax-Exempt Water and Wastewater Revenue Bonds, Series 2016	<u>16,220,000</u>
Total	<u><u>\$ 124,305,000</u></u>