

**MODESTO IRRIGATION DISTRICT
FINANCING AUTHORITY**

(A Component Unit of Modesto Irrigation District)

FINANCIAL STATEMENTS

Including Independent Auditors' Report

As of and for the Years Ended December 31, 2014 and 2013

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
(A Component Unit of Modesto Irrigation District)

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Modesto Irrigation District Financing Authority
Modesto, California

Report on the Financial Statements

We have audited the accompanying financial statements of Modesto Irrigation District Financing Authority (Authority), a component unit of Modesto Irrigation District, as of and for the years ended December 31, 2014 and 2013, and the related notes to the financial statements, which collectively comprise the Authority'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 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 the Authority'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 Authority'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 Authority as of December 31, 2014 and 2013, and the respective changes in financial position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

To the Board of Directors
Modesto Irrigation District Financing Authority

Other Matter

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis as listed in the table of contents 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 who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with 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 audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Baker Gilly Viechow Krause, LLP

Madison, Wisconsin
May 7, 2015

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY

(A Component Unit of Modesto Irrigation District)

MANAGEMENT'S DISCUSSION AND ANALYSIS

Years Ended December 31, 2014 and 2013 – Unaudited

Overview

The following management discussion and analysis of the Modesto Irrigation District Financing Authority (the Authority) provides an overview of the financial activities and transactions for the fiscal year 2014 and 2013 in the context of the requirements of the Statement of Governmental Accounting Standards (SGAS) Statement No. 34, Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments, as amended. This discussion and analysis should be read in conjunction with the Authority's audited financial statements and accompanying notes.

Organization and Purpose

The purpose of the Authority is to provide financing and contracting for public capital improvements in accordance with the law, including the refinancing of prior indebtedness for the Modesto Irrigation District (the District). The District's Board of Directors is designated to serve in the same capacity for the Authority.

Financial Reporting

The Authority's accounting records are maintained under the accrual method of accounting in accordance with Generally Accepted Accounting Principles (GAAP) for proprietary funds as prescribed by the Governmental Accounting Standards Board (GASB) and, where not in conflict with GASB pronouncements, accounting principles prescribed by the Financial Accounting Standards Board (FASB). The Authority's accounts are included as a component unit in the consolidated financial statements of the District.

Explanation of Financial Statements

The Authority's financial statements include a Balance Sheet, Statement of Revenues, Expenses and Changes in Net Position, and a Statement of Cash Flows. The Balance Sheet provides information about assets and obligations of the Authority at a specific point in time. The Statement of Revenues, Expenses and Changes in Net Position provides information regarding the Authority's operations during the fiscal year. The Statement of Cash Flows report cash sources and uses for capital and investing activities during the fiscal year.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY

(A Component Unit of Modesto Irrigation District)

MANAGEMENT'S DISCUSSION AND ANALYSIS

Years Ended December 31, 2014 and 2013 – Unaudited

Financial Summary

<i>(Dollars in Thousands)</i>	December 31, 2014	December 31, 2013	December 31, 2012	Change from 2013 to 2014
Assets and Deferred Outflows				
Current Assets	\$ 7,987	\$ 7,961	\$ 8,285	\$ 26
Other assets	13,256	14,014	17,397	(758)
Debt service installment receivable				
Less: Current portion	217,027	221,035	221,169	(4,008)
Deferred cash flow hedges	29,706	20,178	33,920	9,528
Total Assets and Deferred Outflows	<u>\$ 267,976</u>	<u>\$ 263,188</u>	<u>\$ 280,771</u>	<u>\$ 4,788</u>
Liabilities and Net Position				
Current liabilities	\$ 7,656	\$ 7,636	\$ 7,928	\$ 20
Noncurrent liabilities	31,685	22,807	30,953	8,878
Long-term debt	228,635	232,745	241,890	(4,110)
Total Liabilities and Net Position	<u>\$ 267,976</u>	<u>\$ 263,188</u>	<u>\$ 280,771</u>	<u>\$ 4,788</u>
Non-Operating Revenues and Expenses				
Revenues	\$ 11,552	\$ 12,633	\$ 12,565	\$ (1,081)
Expenses	(11,552)	(12,633)	(12,565)	1,081
Change in Net Position	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>
Net Position – Beginning Year	\$ 0	\$ 0	\$ 0	\$ 0
Net Position – End of Year	\$ 0	\$ 0	\$ 0	\$ 0

ASSETS

Assets of the Financing Authority consist primarily of debt service received from the District and long-term investments. Assets and deferred outflows increased by \$4.8 million for the fiscal year 2014 from 2013. The District's debt service obligation to the Financing Authority directly corresponds to the Financing Authority's outstanding debt and the long-term investments.

Assets and deferred outflows decreased by \$17.6 million for the fiscal year 2013 from 2012. The District's debt service obligation to the Financing Authority directly corresponds to the Financing Authority's outstanding debt and the long-term investments.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY

(A Component Unit of Modesto Irrigation District)

MANAGEMENT'S DISCUSSION AND ANALYSIS

Years Ended December 31, 2014 and 2013 – Unaudited

LIABILITIES

Long-Term Debt

Long-term debt decreased by \$4.1 million in 2014 over 2013 as a result of scheduled debt payments.

Long-term debt decreased by \$9.1 million in 2013 over 2012 as a result of refunding the 1998D domestic water revenue bonds with the 2013G bonds.

Current Liabilities

Current liabilities increased in 2014 from 2013 by \$20 thousand. This change was the result of an increase in the current portion of long-term debt scheduled to be paid in the following year and the decrease of interest payable due to the repayment of debt.

Current liabilities decreased in 2013 from 2012 by \$292 thousand. This change was the result of a decrease in the current portion of long-term debt scheduled to be paid in the following year and the decrease of interest payable due to the repayment of debt.

NON-OPERATIONAL REVENUE AND EXPENSES

Revenues

Debt service contributions reported as revenue represent the portion of payments received from the District each year that corresponds to the Financing Authority's interest expense on outstanding debt. The Authority records the portion of the District's payments that corresponds to principal payments on the debt as a reduction in the Authority's debt service receivable due from the District, a balance sheet item.

Non-operating revenues reflect a decrease of \$1.1 million for the fiscal year 2014 from 2013. The change is attributable to increases in debt service contributions and interest income offset by decreases in other revenue. In 2013 the increase from 2012 was \$68 thousand.

Expenses

Non-operating expenses reflect a decrease of \$1.1 million for the fiscal year 2014 from 2013. This reflects decreases in interest expense, amortization of debt discount, and amortization of premium offset by an increase in amortization of loss on refunding. In 2013 the increase from 2012 was \$68 thousand.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY

(A Component Unit of Modesto Irrigation District)

BALANCE SHEETS

As of December 31, 2014 and 2013

(Dollars in Thousands)

	<u>2014</u>	<u>2013</u>
ASSETS AND DEFERRED OUTFLOWS		
CURRENT ASSETS		
Cash and investments - restricted	\$ 3,399	\$ 3,472
Interest receivable	331	325
Current portion of debt service installment receivable	<u>4,257</u>	<u>4,164</u>
Total Current Assets	<u>7,987</u>	<u>7,961</u>
OTHER ASSETS		
Cash and investments - restricted	13,074	13,826
Interest receivable - restricted	182	188
Debt service installment receivable, less current portion	<u>217,027</u>	<u>221,035</u>
Total Other Assets	<u>230,283</u>	<u>235,049</u>
DEFERRED OUTFLOWS OF RESOURCES		
Unamortized loss on refunding	1,793	2,257
Deferred cash flow hedges - unrealized loss on derivatives	<u>27,913</u>	<u>17,921</u>
Total Deferred Outflows of Resources	<u>29,706</u>	<u>20,178</u>
TOTAL ASSETS AND DEFERRED OUTFLOWS	<u>\$ 267,976</u>	<u>\$ 263,188</u>
LIABILITIES AND NET POSITION		
CURRENT LIABILITIES		
Current portion of long-term debt	\$ 4,110	\$ 3,970
Interest payable	<u>3,546</u>	<u>3,666</u>
Total Current Liabilities	<u>7,656</u>	<u>7,636</u>
NONCURRENT LIABILITIES		
Long-term debt, net of current portion	228,635	232,745
Unamortized premium	4,108	5,265
Unamortized debt discount	(469)	(488)
Arbitrage liability	133	109
Derivative financial instruments	<u>27,913</u>	<u>17,921</u>
Total Noncurrent Liabilities	<u>260,320</u>	<u>255,552</u>
TOTAL LIABILITIES AND NET POSITION	<u>\$ 267,976</u>	<u>\$ 263,188</u>

See accompanying notes to financial statements.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY

(A Component Unit of Modesto Irrigation District)

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION For the Years Ended December 31, 2014 and 2013

(Dollars in Thousands)

	<u>2014</u>	<u>2013</u>
NONOPERATING REVENUES		
Debt service contributions	\$ 9,774	\$ 10,914
Interest income	450	387
Other nonoperating revenue	<u>1,328</u>	<u>1,332</u>
Total Nonoperating Revenues	<u>11,552</u>	<u>12,633</u>
NONOPERATING EXPENSES		
Interest expense	12,226	12,630
Amortization of debt discount	19	62
Amortization of premium	(1,158)	(450)
Amortization of loss on refunding	<u>465</u>	<u>391</u>
Total Nonoperating Expenses	<u>11,552</u>	<u>12,633</u>
CHANGE IN NET POSITION	-	-
NET POSITION - Beginning of Year	<u>-</u>	<u>-</u>
NET POSITION - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>

See accompanying notes to financial statements.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY

(A Component Unit of Modesto Irrigation District)

STATEMENTS OF CASH FLOWS For the Years Ended December 31, 2014 and 2013

(Dollars in Thousands)

	<u>2014</u>	<u>2013</u>
CASH FLOWS FROM NONCAPITAL AND RELATED FINANCING ACTIVITIES		
Principal payments on long-term debt	\$ (3,970)	\$ -
Interest paid	(12,346)	(11,595)
Debt service payments received from the District	16,316	16,547
Restricted assets used for refunding	-	(4,952)
Advances to the District for the construction of capital assets	(1,275)	(3,935)
Net Cash Flows Used in Noncapital and Related Financing Activities	<u>(1,275)</u>	<u>(3,935)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Investments purchased	-	(345)
Investments sold and matured	4,173	352
Interest received	450	417
Net Cash Flows Provided by Investing Activities	<u>4,623</u>	<u>424</u>
Net Change in Cash and Cash Equivalents	3,348	(3,511)
CASH AND CASH EQUIVALENTS - Beginning of Year	<u>5,117</u>	<u>8,628</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$ 8,465</u>	<u>\$ 5,117</u>
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO BALANCE SHEET ACCOUNTS		
Current assets - cash and investments - restricted	\$ 3,399	\$ 3,472
Other assets - cash and investments - restricted	<u>13,074</u>	<u>13,826</u>
Total Cash and Investments	16,473	17,298
Less: Noncash equivalents	<u>8,008</u>	<u>12,181</u>
CASH AND CASH EQUIVALENTS	<u>\$ 8,465</u>	<u>\$ 5,117</u>
SUPPLEMENTAL DISCLOSURE OF NONCASH ACTIVITIES		
Change in valuation of derivative financial instruments	\$ (9,992)	\$ 14,269
Long-term debt refunded	<u>\$ -</u>	<u>\$ 52,620</u>

See accompanying notes to financial statements.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
(A Component Unit of Modesto Irrigation District)

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2014 and 2013
(Dollars in Thousands)

NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS

The Modesto Irrigation District Financing Authority (the “Authority”) was established in 1989 pursuant to a joint exercise of powers agreement between the Modesto Irrigation District (the “District”) and the City of Redding. The purpose of the Authority is to provide financing and contracting for capital improvements of the District. The District’s Board of Directors is designated to serve in the same capacity for the Authority. The Authority is a component unit of the District. The Authority is exempt from payment of federal and state income taxes.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Authority have been prepared in conformity with accounting principles generally accepted in the United States of America. 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 Authority are described below.

MEASUREMENT FOCUS, BASIS OF ACCOUNTING AND FINANCIAL STATEMENT PRESENTATION

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, deferred outflows of resources and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange takes place. The Authority’s accounts are included as a component unit in the financial statements of the District.

Presentation 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.

CONTRIBUTED SERVICES

The Assistant General Manager - Finance and the Controller of the District oversee the Authority’s administrative, management and accounting functions. Costs for these services are borne by the District and are not charged to the Authority.

CASH AND CASH EQUIVALENTS

Cash equivalents include all money market funds and debt instruments with maturity dates of three months or less from the date of purchase.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
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NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2014 and 2013
(Dollars in Thousands)

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

INVESTMENTS

Generally, all investments are carried at their fair market value, except for guaranteed investment contracts (GICs), which are carried at cost. 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. All current liabilities listed are payable from these restricted assets.

DEBT SERVICE INSTALLMENT RECEIVABLE

The District and the Authority have Installment Purchase Contracts whereby the District is obligated to pay to the Authority installment payments equal to the debt service requirements of the Authority's long-term debt. The debt service installment receivable represents the amount due from the District to meet the Authority's debt service requirements, which includes principal and accrued interest. The noncurrent portion is equal to the noncurrent portion of long-term debt less cash held by the trustee for the 2007 and 2010 issues. The remaining balance is classified as current.

DEFERRED OUTFLOW OF RESOURCES

A deferred outflow of resources represents a consumption of net position that applies to a future period and will not be recognized as an outflow of resources (expense) until that future time.

LONG-TERM DEBT

Long-term debt and other obligations are reported as liabilities. Bond premiums and discounts are amortized over the life of the bonds using the effective interest rate method. Gains or losses on prior 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 balance sheet. The balance at year end for the loss on refunding is shown as a deferred outflow on the balance sheet.

ARBITRAGE LIABILITY

Interest earnings on tax exempt bond funds are subject to arbitrage rules of the Internal Revenue Service (IRS) if interest earnings on the unspent tax exempt funds are greater than the stated bond yield on the tax exempt debt. As of December 31, 2014 and 2013, the Authority has recorded a liability of \$133 and \$109, respectively, for a potential arbitrage rebate to the IRS. Arbitrage rebates are due five years from the issuance date of the tax exempt debt.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
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NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2014 and 2013
(Dollars in Thousands)

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

CLASSIFICATION OF REVENUES AND EXPENSES

The Authority 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 the Authority's principal ongoing operations. The Authority considers operating revenues and expenses in the statement of revenues and expenses and changes in net position to be those revenues and expenses that result from exchange transactions or other activities that are connected directly to the Authority's primary functions. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

EFFECT OF NEW ACCOUNTING STANDARDS ON CURRENT PERIOD FINANCIAL STATEMENTS

The GASB has approved GASB Statement No. 68, *Accounting and Financial Reporting for Pensions - an amendment of GASB Statement No. 27*, Statement No. 71, *Pension Transition for Contributions made Subsequent to the Measurement Date - an Amendment of GASB Statement No. 68*, and Statement No. 72, *Fair Value Measurement and Application*. When they become effective, application of these standards may restate portions of these financial statements.

NOTE 3 – CASH AND INVESTMENTS

The Authority's investment policies are governed by the California Government Codes and its bond Indenture, which restricts the Authority's investment securities to obligations which are unconditionally guaranteed by the United States (U.S.) Government or its agencies or instrumentalities; direct and general obligations of the State of California (State) or any local agency within the State; bankers' acceptances; commercial paper; certificates of deposit; time certificates of deposit; repurchase agreements; reverse repurchase agreements or securities lending agreements; medium-term corporate notes; shares of beneficial interest; mortgage pass-through securities; financial futures and financial option contracts; and deposits with the Local Agency Investment Fund (LAIF).

The Authority follows the District's investment policy. The District's investment policy includes restrictions for investments relating to maximum amounts invested as a percentage of total portfolio and with a single issuer, maximum maturities, and minimum credit ratings.

Deposits in each local and area bank are insured by the FDIC in the amount of \$250 for time and savings accounts (including NOW accounts) and \$250 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 for the combined amount of all deposit accounts.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
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NOTES TO FINANCIAL STATEMENTS
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NOTE 3 – CASH AND INVESTMENTS (cont.)

CUSTODIAL CREDIT RISK

Deposits

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

As of December 31, 2014 and 2013, none of the Authority's bank balances are known to be individually exposed to custodial credit risk.

The District's investment policy does not address this risk.

Investments

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

None of the Authority's investments were exposed to custodial credit risk at December 31, 2014. At December 31, 2013, the Authority had investments exposed to custodial credit risk in U.S. Treasury Notes of \$4,183 which was neither insured nor registered and held by the counterparty.

The District's investment policy addresses this risk. All securities owned by the District shall be held in safekeeping by a third party custodian, acting as agent for the District under the terms of a custody agreement.

CREDIT RISK

Credit risk is the risk an issuer or other counterparty to an investment will not fulfill its obligations.

As of December 31, 2014 and 2013, the Authority had the following investments that were not rated:

LAIF
Investment Agreement Contracts
Money Market Mutual Funds

The District's investment policy addresses this risk. The District limits investments to those allowed by Sections 53601 of the California Government code that address the risk allowable for each investment.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
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NOTES TO FINANCIAL STATEMENTS
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(Dollars in Thousands)

NOTE 3 – CASH AND INVESTMENTS (cont.)

CONCENTRATION OF CREDIT RISK

Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer.

At December 31, 2014 and 2013, the Authority's investment portfolio was concentrated as follows:

Investment Type	Percentage of Portfolio	
	2014	2013
U.S. Treasury Notes	-%	30.18%
Guaranteed Investment Contracts:		
FSA Capital Management Services	61.25%	57.92%

The District's investment policy addresses this risk and places limits on the amounts invested in specific types of investments.

INTEREST RATE RISK

Interest rate risk is the risk changes in interest rates will adversely affect the fair value of an investment.

Though the District has restrictions as to the maturities of some of the investments, it does not have a formal policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increases in interest rates. As of December 31, 2014 and 2013, \$5,066 and \$5,828 of the Authority's total portfolio is subject to interest rate risk, respectively. The full balance has a maturity of one year or less.

NOTE 4 – RESTRICTED ASSETS

RESTRICTED ACCOUNTS

Certain proceeds of the Authority's debt, as well as certain resources set aside for their repayment, are classified as restricted assets on the balance sheet because their use is limited. The following accounts are reported as restricted assets:

- Redemption - Used to segregate resources accumulated for debt service payments over the next twelve months.
- Reserve - Used to report resources set aside to make up potential future deficiencies in the redemption account.
- Project - Used to report debt proceeds restricted for use in construction.

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
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NOTES TO FINANCIAL STATEMENTS
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(Dollars in Thousands)

NOTE 4 – RESTRICTED ASSETS (cont.)

RESTRICTED ACCOUNTS (cont.)

	Carrying Value	
	December 31, 2014	December 31, 2013
Restricted Accounts		
Project Fund	\$ 884	\$ 1,634
Reserve Fund	12,190	12,192
Redemption Fund	<u>3,399</u>	<u>3,472</u>
 Total Restricted Accounts	 <u>\$ 16,473</u>	 <u>\$ 17,298</u>

NOTE 5 – LONG-TERM DEBT

LONG-TERM DEBT

The following bonds have been issued:

Date	Issue	Final Maturity	Interest Rate	Original Amount	Outstanding Amount 12/31/14
2/26/98	1998D Domestic Water Bonds	9/1/22	4.75 – 5.50%	\$ 94,715	\$ -
6/26/07	2007F Domestic Water Revenue Bonds	9/1/37	Index Rate	93,190	93,190
6/23/10	2010A Electric System Revenue BAB Bonds	10/1/40	4.78 – 7.20%	60,325	60,325
6/23/10	2010B Electric System Revenue Bonds	10/1/32	5.00%	39,930	39,930
8/14/13	2013G Domestic Water Refunding Revenue Bonds	9/1/22	4.75 – 5.13%	43,270	39,300

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NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2014 and 2013
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NOTE 5 – LONG-TERM DEBT (cont.)

LONG-TERM DEBT (cont.)

The 1998D Domestic Water Bonds were refunded with the 2013G Domestic Water Refunding Revenue Bonds during 2013.

The Domestic Water Revenue Bonds are collateralized by a pledge of payments made by the City of Modesto (the "City") relating to the District's water service to the City under the Amended and Restated Treatment and Delivery Agreement (ARTDA). The Authority also maintains a surety bond for the benefit of Domestic Water Bond Holders in an amount equal to the maximum annual debt service on the Bonds. The District provides wholesale urban water service to the City in connection with the ARTDA. The District supplies treated water from a domestic surface water treatment plant (Domestic Water Plant) to the City for use within its water system, and the City pays for all costs associated with the Domestic Water Plant. In accordance with provisions of the ARTDA, the costs paid by the City include the District's debt service obligations on the debt issued to finance the construction and costs incurred by the District to operate the Domestic Water Plant.

The net revenue of the District's electric system is pledged for repayment of the 2010 series A and B revenue bonds.

The Authority is in compliance with required bond covenants.

LONG-TERM DEBT REPAYMENT

Revenue bonds debt service requirements to maturity follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Interest Rate Subsidy</u>	<u>Total</u>
2015	\$ 4,110	\$ 12,145	\$ (1,425)	\$ 14,830
2016	6,610	11,951	(1,425)	17,136
2017	6,895	11,626	(1,387)	17,134
2018	7,200	11,315	(1,345)	17,170
2019	7,530	10,900	(1,299)	17,131
2020-2024	39,485	48,475	(5,883)	82,077
2025-2029	43,525	38,974	(5,722)	76,777
2030-2034	54,970	27,675	(5,601)	77,044
2035-2039	55,800	11,418	(3,089)	64,129
2040	6,620	477	(167)	6,930
Total Requirements	<u>\$ 232,745</u>	<u>\$ 184,956</u>	<u>\$ (27,343)</u>	<u>\$ 390,358</u>

MODESTO IRRIGATION DISTRICT FINANCING AUTHORITY
(A Component Unit of Modesto Irrigation District)

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2014 and 2013
(Dollars in Thousands)

NOTE 5 – LONG-TERM DEBT (cont.)

LONG-TERM DEBT REPAYMENT (cont.)

Pursuant to the requirements of the Balanced Budget and Emergency Deficit Control Act of 1985, as amended, certain automatic reductions were effective March 1, 2013 for qualified bonds including the District's 2010A series Bonds. The Authority received a reduced interest subsidy payment during 2014 and 2013 due to budget sequestration by the federal government. In 2014 and 2013, the Authority recognized \$1,328 and \$1,332, respectively, in revenues for its Build America Bonds, as a component of other non-operating revenue in the statements of revenues, expenses and changes in net position. Federal subsidies for these bonds will be reduced by 7.3% through the end of the federal fiscal year (September 30, 2015) or convening U.S. Congressional action, at which time the sequestration rate is subject to change.

CURRENT REFUNDING

On August 14, 2013, bonds in the amount of \$43,270 were issued with an average interest rate of 4.95% to refund \$52,620 of outstanding bonds with an average interest rate of 4.83%. The net proceeds were used to prepay the outstanding debt service requirements on the old bonds.

The cash flow requirements on the old bonds prior to the current refunding was \$60,893 from 2013 through 2023. The cash flow requirements on the new bonds are \$54,758 from 2014 through 2022. The current refunding resulted in an economic gain of \$5,459.

FAIR VALUE

The estimated fair values of the Authority's long-term debt, calculated using the value of each individual series based on quoted market prices for the same or similar issues at December 31, 2014 and 2013, are as follows:

	<u>2014</u>	<u>2013</u>
Carrying amount	\$ 232,745	\$ 236,715
Fair value	253,870	226,362

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NOTE 5 – LONG-TERM DEBT (cont.)

LONG-TERM OBLIGATION SUMMARY

Long-term obligation activity for the year ended December 31, 2014 is as follows:

	<u>1/1/14 Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>12/31/14 Balance</u>	<u>Due Within One Year</u>
Domestic water revenue bonds	\$ 136,460	\$ -	\$ 3,970	\$ 132,490	\$ 4,110
Electric system revenue bonds	100,255	-	-	100,255	-
Unamortized premium	5,265	-	1,157	4,108	-
Unamortized debt discount	(488)	-	(19)	(469)	-
Arbitrage liability	109	24	-	133	-
Derivative financial instruments	17,921	9,992	-	27,913	-
Totals	<u>\$ 259,522</u>	<u>\$ 10,016</u>	<u>\$ 5,108</u>	<u>\$ 264,430</u>	<u>\$ 4,110</u>

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

	<u>1/1/13 Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>12/31/13 Balance</u>	<u>Due Within One Year</u>
Domestic water revenue bonds	\$ 145,810	\$ 43,270	\$ 52,620	\$ 136,460	\$ 3,970
Electric system revenue bonds	100,255	-	-	100,255	-
Unamortized premium	23	5,707	465	5,265	-
Unamortized debt discount	(1,296)	-	(808)	(488)	-
Arbitrage liability	36	73	-	109	-
Derivative financial instruments	32,190	-	14,269	17,921	-
Totals	<u>\$ 277,018</u>	<u>\$ 49,050</u>	<u>\$ 66,546</u>	<u>\$ 259,522</u>	<u>\$ 3,970</u>

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NOTE 6 – DERIVATIVE INSTRUMENTS

SUMMARY OF NOTIONAL AMOUNTS AND FAIR VALUES

The Authority also enters into contracts to hedge its exposure to fluctuating interest rates. These contracts are evaluated pursuant to GASB Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*, to determine whether they meet the definition of derivative instruments, and, if so, whether they effectively hedge the expected cash flows associated with interest rate exposures.

The Authority applies hedge accounting for derivatives that are deemed effective hedges. Under hedge accounting, the increase (decrease) in the fair value of a hedge is reported as a deferred cash flow hedge – unrealized gain (loss) on derivatives on the balance sheet. For the reporting period, all of the Authority's derivatives meet the effectiveness tests.

For interest rate derivatives, the Authority subscribes to a financial information service that it uses to verify fair value estimates obtained from its counterparties.

The following is a summary of the fair values and notional amounts of derivative instruments outstanding as of December 31, 2014 (amounts in thousands; gains shown as positive amounts, losses as negative).

	<u>2014 Change in Fair Value</u>		<u>Fair Value, End of 2014</u>		<u>Notional</u>
	<u>Classification</u>	<u>Amount</u>	<u>Classification</u>	<u>Amount</u>	<u>(Thousands)</u>
Effective Cash Flow Hedges					
Interest Rate Derivatives:					
Pay-fixed swaps, interest rate	Deferred Outflow	\$ (9,992)	Derivative	\$ (27,913)	\$ 93,190

The following is a summary of the fair values and notional amounts of derivative instruments outstanding as of December 31, 2013 (amounts in thousands; gains shown as positive amounts, losses as negative).

	<u>2013 Change in Fair Value</u>		<u>Fair Value, End of 2013</u>		<u>Notional</u>
	<u>Classification</u>	<u>Amount</u>	<u>Classification</u>	<u>Amount</u>	<u>(Thousands)</u>
Effective Cash Flow Hedges					
Interest Rate Derivatives:					
Pay-fixed swaps, interest rate	Deferred Outflow	\$ 14,269	Derivative	\$ (17,921)	\$ 93,190

OBJECTIVE AND TERMS OF HEDGING DERIVATIVE INSTRUMENTS

The objectives and terms of the Authority's hedging derivative instrument that was outstanding at December 31, 2014 and 2013 is summarized in the next table. The table is aggregated by the credit ratings (using the Standard & Poor's scale) of the District's counterparties. For counterparties having multiple ratings, the rating indicating the greatest degree of risk is used.

The interest rate swaps are designed to synthetically fix the cash flows associated with variable rate bonds. The interest rate that the Authority pays on the 2007F bonds is 67% of LIBOR plus a spread. With the interest rate swaps, the Authority pays the counterparty a fixed rate and receives 67% of LIBOR. Netting out the LIBOR-based payments, the Authority's effective interest rate is the sum of the fixed rate paid to the swap counterparty and the spread.

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NOTE 6 – DERIVATIVE INSTRUMENTS (cont.)

OBJECTIVE AND TERMS OF HEDGING DERIVATIVE INSTRUMENTS (cont.)

Type	Objective	Notional (Thousands)	Effective Date	Maturity Date	Terms	Counterpart y Rating
Pay-fixed swaps, interest rate	Hedge cash flows on the 2007F bonds	\$ 93,190	Jun-07	Sep-37	Pay 4.378-4.440%; Receive 67% of LIBOR	A

RISKS OF DERIVATIVE INSTRUMENTS

Credit risk – Credit risk is the risk of loss due to a counterparty defaulting on its obligations. The Authority seeks to minimize credit risk by transacting with creditworthy counterparties. Interest rate swap counterparties are evaluated at the time of transaction execution.

Termination risk – Termination risk is the risk that a derivative will terminate prior to its scheduled maturity due to a contractual event. Contractual events include bankruptcy, illegality, default, and mergers in which the successor entity does not meet credit criteria. One aspect of termination risk is that the Authority would lose the hedging benefit of a derivative that becomes subject to a termination event. Another aspect of termination risk is that, if at the time of termination the mark-to-market value of the derivative was a liability to the Authority, the Authority could be required to pay that amount to the counterparty. Termination risk is associated with the Authority’s derivative up to the fair value amount.

HEDGED DEBT

Net cash flows for the Authority’s synthetic fixed-rate debt are shown below. These amounts assume that the interest rates of the bonds and the reference rates of the hedging derivative instruments remain at December 31, 2014 levels. These rates will vary and, as they do, interest payments on the variable-rate bonds and net receipts/payments on the interest rate swaps will vary. The table shows only the Authority’s effectively hedged synthetic fixed-rate debt, which is a subset of the Authority’s total debt. As of December 31, 2014, all of the Authority’s variable-rate debt is effectively hedged.

	Principal	Interest	Net Payment on Derivatives	Total
2015	\$ -	\$ 735	\$ 3,388	\$ 4,123
2016	-	735	3,388	4,123
2017	-	735	3,388	4,123
2018	-	735	3,388	4,123
2019	-	735	3,388	4,123
2020-2024	8,730	3,626	16,707	29,063
2025-2029	25,550	2,928	13,355	41,833
2030-2034	32,040	1,806	8,201	42,047
2035-2037	26,870	413	1,876	29,159

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Totals	<u>\$ 93,190</u>	<u>\$ 12,448</u>	<u>\$ 57,079</u>	<u>\$ 162,717</u>
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