

**LITTLETON / ENGLEWOOD
WASTEWATER TREATMENT PLANT**



ANNUAL FINANCIAL REPORT
Year Ended December 31, 2013

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ANNUAL FINANCIAL REPORT

LITTLETON / ENGLEWOOD WASTEWATER TREATMENT PLANT JOINT VENTURE

Year Ended December 31, 2013

Supervisory Committee

City of Littleton

Michael Penny, City Manager
Charles Blosten, Director of Public Services

City of Englewood

Gary Sears, City Manager
Rick Kahm, Director of Public Works

Stewart Fonda, Executive Director

**LITTLETON / ENGLEWOOD WASTEWATER TREATMENT PLANT
JOINT VENTURE**

**Annual Financial Report
Year Ended December 31, 2013**

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Holscher, Mayberry & Company, LLC

Certified Public Accountants

Member of the American Institute of Certified Public Accountants
Governmental Audit Quality Center
and Private Company Practice Section

Board of Directors
Littleton/Englewood Wastewater Treatment Plant Joint Venture
Englewood, Colorado

INDEPENDENT AUDITORS' REPORT

Report on the Financial Statements

We have audited the accompanying financial statements of the major fund of the Littleton/Englewood Wastewater Treatment Plant Joint Venture (the "Joint Venture") as of and for the year ended December 31, 2013, and the related notes to the financial statements which collectively comprise the Joint Venture'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 opinions on these financial statements based on our audit. We conducted our audit 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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the major fund of the Littleton/Englewood Wastewater Treatment Plant Joint Venture, as of December 31, 2013, and the changes in financial position and, cash flows, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Littleton/Englewood Wastewater Treatment Plant Joint Venture's 2012 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated May 15, 2013. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2013 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Matters

Required Supplementary Information – Management Discussion and Analysis and Schedules of Funding Progress

Management has omitted the management discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing 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. Our opinion on the basic financial statements is not affected by this missing information.

Accounting principles generally accepted in the United States of America require that the schedules of funding progress on page 12 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.

Required Supplementary Information – Budgetary Comparison Schedule and Other Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedules presented on pages 13 and 14 are presented for purposes of additional analysis and are not a required part of the financial statements. The information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.



Englewood, Colorado
April 7, 2014

Littleton/Englewood Wastewater Treatment Plant Joint Venture

Statements of Net Position

As of December 31, 2013

With Comparative Totals for the Year Ended December 31, 2012

	<u>2013</u>	<u>2012</u>
Assets		
Current assets		
Cash and investments	\$ 1,439,837	\$ 2,066,599
Receivable from City of Littleton	144,689	-
Receivable from City of Englewood	77,610	-
Interest receivable	4,022	6,355
Other receivables	10,981	8,697
Total current assets	<u>1,677,139</u>	<u>2,081,651</u>
Noncurrent assets		
Capital assets not being depreciated	6,574,521	5,555,886
Capital assets, net of accumulated depreciation	111,364,053	119,912,907
Total noncurrent assets	<u>117,938,574</u>	<u>125,468,793</u>
Total assets	<u>119,615,713</u>	<u>127,550,444</u>
Liabilities		
Current liabilities		
Accounts payable	693,494	544,578
Payable to City of Littleton	-	339,203
Payable to City of Englewood	-	353,746
Retainage payable	96,834	-
Wages payable	263,032	219,302
Accrued compensated absences-current	185,615	182,484
Total current liabilities	<u>1,238,975</u>	<u>1,639,313</u>
Noncurrent liabilities		
Other post employments benefits payable	136,873	144,178
Accrued compensated absences	185,615	182,484
Total noncurrent liabilities	<u>322,488</u>	<u>326,662</u>
Total liabilities	<u>1,561,463</u>	<u>1,965,975</u>
Net position		
Invested in capital assets	117,938,574	125,468,793
Unrestricted	115,676	115,676
Total net position	<u>\$ 118,054,250</u>	<u>\$ 125,584,469</u>

The notes to the financial statements are an integral part of this statement.

Littleton/Englewood Wastewater Treatment Plant Joint Venture

Statements of Revenues, Expenses and Changes in Fund Net Position

For the Year Ended December 31, 2013

With Comparative Totals for the Year Ended December 31, 2012

	<u>2013</u>	<u>2012</u>
Operating revenues		
Reimbursement of operating expenses		
City of Littleton	\$ 5,887,349	\$ 5,803,940
City of Englewood	6,895,597	6,813,658
Total operating revenues	<u>12,782,946</u>	<u>12,617,598</u>
Operating expenses		
Sewage treatment		
Operations	5,449,837	5,302,622
Maintenance	2,939,648	3,159,304
Laboratory	878,642	787,335
Beneficial use	773,309	853,772
Pretreatment	588,233	608,113
Total sewage treatment	<u>10,629,669</u>	<u>10,711,146</u>
Administration		
Personal services	1,163,380	1,113,368
Contractual	895,546	630,962
Commodities	244,159	307,042
Total administration	<u>2,303,085</u>	<u>2,051,372</u>
Depreciation	<u>8,586,823</u>	<u>8,511,013</u>
Total operating expenses	<u>21,519,577</u>	<u>21,273,531</u>
Operating loss	<u>(8,736,631)</u>	<u>(8,655,933)</u>
Nonoperating revenues		
Septic hauling	51,229	58,751
Farm income from crop sales	52,726	56,528
Net investment income	(3,100)	12,920
Industrial wastewater sampling and analysis	6,469	7,573
Other	42,483	9,148
Total nonoperating revenues	<u>149,807</u>	<u>144,920</u>
Loss before contributions	<u>(8,586,824)</u>	<u>(8,511,013)</u>
Capital contributions		
City of Littleton	528,302	572,425
City of Englewood	528,303	572,425
Total capital contributions	<u>1,056,605</u>	<u>1,144,850</u>
Change in net position	<u>(7,530,219)</u>	<u>(7,366,163)</u>
Total net position - beginning	<u>125,584,469</u>	<u>132,950,632</u>
Total net position - ending	<u>\$ 118,054,250</u>	<u>\$ 125,584,469</u>

The notes to the financial statements are an integral part of this statement.

Littleton/Englewood Wastewater Treatment Plant Joint Venture

**Statements of Cash Flows
For the Year Ended December 31, 2013
With Comparative Totals for the Year Ended December 31, 2012**

	<u>2013</u>	<u>2012</u>
Cash flows from operating activities		
Cash received from joint venturers	\$ 11,867,698	\$ 12,892,666
Cash payments to suppliers for goods and services	(6,710,175)	(6,429,455)
Cash paid to employees for services	(6,382,557)	(6,158,515)
Net cash provided (required) by operating activities	<u>(1,225,034)</u>	<u>304,696</u>
Cash flows from noncapital financing activities		
Septic hauling	51,229	58,751
Other cash received	99,395	73,769
Net cash provided by noncapital financing activities	<u>150,624</u>	<u>132,520</u>
Cash flows from capital and related financing activities		
Acquisition and construction of capital assets	(608,189)	(1,144,850)
Capital contributions from joint venturers	1,056,604	1,144,850
Net cash provided by capital and related financing activities	<u>448,415</u>	<u>-</u>
Cash flows from investing activities		
Net investment income	(767)	13,949
Net cash provided by investing activities	<u>(767)</u>	<u>13,949</u>
Net increase in cash and cash equivalents	<u>(626,762)</u>	<u>451,165</u>
Cash and cash equivalents - January 1,	2,066,599	1,615,434
Cash and cash equivalents - December 31,	<u>\$ 1,439,837</u>	<u>\$ 2,066,599</u>
Reconciliation of operating loss to net cash provided (required) by operating activities		
Loss from operations	\$ (8,736,631)	\$ (8,655,933)
Adjustments to reconcile operating loss to net cash provided (required) by operating activities:		
Depreciation	8,586,823	8,511,013
Effect of changes in operating assets and liabilities		
Receivable from joint venturers	(915,248)	275,068
Accounts payable	(202,665)	128,668
Wages payable	36,425	36,107
Accrued compensated absences	6,262	9,773
Total adjustments	<u>7,511,597</u>	<u>8,960,629</u>
Net cash provided (required) by operating activities	<u>\$ (1,225,034)</u>	<u>\$ 304,696</u>

The notes to the financial statements are an integral part of this statement.

Littleton / Englewood Wastewater Treatment Plant Joint Venture
Notes to the Financial Statements
December 31, 2013

The financial statements of the Littleton/Englewood Wastewater Treatment Plant Joint Venture have been prepared in conformity with generally accepted accounting principles as applied to governments. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and reporting principles. The following notes to the financial statements are an integral part of this report.

Note 1 – Summary of Significant Accounting Policies

Definition of Reporting Entity

The Cities of Littleton, Colorado (Littleton) and Englewood, Colorado (Englewood), participate in the Littleton/Englewood Wastewater Treatment Plant Joint Venture (the Joint Venture) for the operation of a wastewater treatment facility. Control of the Joint Venture rests in a four-member committee, with two members appointed by each city. Littleton and Englewood each own a 50 percent interest in the Joint Venture. The Joint Venture has its own workforce for operating purposes. For payroll and pension participation, the joint venture's workforce is considered to be City of Englewood employees. Englewood provides the Joint Venture with administrative services on a cost reimbursement basis.

The accounting policies of the Joint Venture 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 the Joint Venture'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.

Basis of Accounting

The Joint Venture follows 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 and redemption of bonds and notes, if any, would be recorded as a reduction in liabilities.

Operating Revenues and Expenses

The Joint Venture distinguishes between operating revenues and expenses and nonoperating items in the Statements of Revenues, Expenses and Changes in Fund Net Position. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the Joint Venture's purpose of providing services to the joint venturers. Operating revenues consist of charges to venturers 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 (see this reports financial statements for current activity).

Budgets

The Joint Venture does not have nor is it anticipated to ever have the power to assess an ad valorem tax on the property of the participating cities. Accordingly, it is management's contention that this would remove it from the scope of the State of Colorado Budget Law.

Cash Equivalents

For purposes of the statement of cash flows, the Joint Venture considers cash deposits and highly liquid investments with a maturity of three months or less when purchased, to be cash equivalents.

Accounts Receivable

Accounts receivable consists of amounts due from the Joint Venturers related to ongoing operating costs as well as other related ancillary charges. Based on a review of outstanding receivables at year end no allowance was deemed necessary.

Capital Assets

Capital assets are stated at cost. Maintenance and repairs are charged to current period operating expenses and improvements are capitalized. The Joint Venture currently capitalizes expenditures that cost more than \$25,000 and have a life of one year or more. Upon retirement or other disposition of property, plant and equipment, the cost and related accumulated depreciation are removed from the respective accounts and any gains or losses are included in nonoperating income (expenses).

Depreciation of property, plant and equipment is computed using the straight-line method over the estimated useful lives of the assets as follows:

<u>Asset Type</u>	<u>Years</u>
Treatment facility	20-50
Vehicles	2-8
Laboratory equipment	5-10
Other equipment	2-7

Reimbursement of Operating Expenses

Variable operating expenses are shared by the venturers based on actual usage of the facility and fixed operating expenses, excluding depreciation, are shared equally. Additionally, in accordance with the Joint Venture Agreement, Littleton pays an administration fee to Englewood equal to 3% of operating expenses. Littleton paid \$387,982 and \$382,424 during the years ended December 31, 2013 and 2012, respectively.

Capital Contributions

The joint venturers share capital expenditures equally. The amount reported as capital contributions on the Statements of Revenues, Expenses and Changes in Fund Net Position represents the amount paid by the joint venturers for capital improvements (see this reports financial statements for current activity).

Compensated Absences

The Joint Venture has a policy which allows employees to accumulate unused vacation benefits up to certain maximum hours. Compensated absences are recognized as current salary costs when accrued.

Net Position

The Joint Venture utilizes a net position presentation. Net Position is categorized as investments in capital assets (net of related debt) and is either restricted or unrestricted. In order to calculate the amounts to report as restricted-net position or unrestricted-net position, a flow assumption must be

made about the order in which the resources are to be applied. It is this Joint Venture's policy to consider restricted-net position to have been depleted before unrestricted-net position is applied.

Use of estimates

The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of 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. An example of such an estimate that has been made by management is depreciation expense.

Note 2 – Cash and Investments

The Joint Venture's cash and investments are combined with Englewood's pooled cash and investment funds. Englewood allocates interest earnings from the combined investments on a pro-rata basis. Englewood's investment policy authorizes investments in the following:

- U.S. Treasury Obligations: Treasury Bills, Treasury Notes and Treasury Bonds with maturities not exceeding five years from the date of trade settlement.
- Treasury Strips (book-entry U.S. Treasury securities whose coupons have been removed) with maturities not exceeding five years from the date of trade settlement.
- Federal Instrumentalities - Debentures, Discount Notes, Medium-Term Notes, Callable Securities and Step-up Securities issued by the following only: Federal National Mortgage Association (FNMA), Federal Home Loan Bank (FHLB), Federal Home Loan Mortgage Corporation (FHLMC) and Federal Farm Credit Banks (FFCB), with maturities not exceeding five years from the date of trade settlement. Federal Instrumentality Securities shall be rated in the highest rating category by at least two Nationally Recognized Statistical Rating Organizations (NRSROs) that rate them, and shall be rated not less by any NRSRO that rates the debt.
- Repurchase Agreements with a termination date of 90 days or less utilizing U.S. Treasury and Federal Instrumentality securities listed above, collateralized at a minimum market value of 102 percent of the dollar value of the transaction with the accrued interest accumulated on the collateral included in the calculation. Repurchase agreements shall be entered into only with dealers who: are recognized as Primary Dealers by the Federal Reserve Bank of New York, or with firms that have a primary dealer within their holding company structure; and have executed a City approved Master Repurchase Agreement. Primary Dealers approved as Repurchase Agreement counterparties, if rated, shall have a short-term credit rating of at least A-1 or the equivalent and a long-term credit rating of at least A or the equivalent. Collateral (purchased securities) shall be held by the City's custodian bank as safekeeping agent, and the market value of the collateral securities shall be marked-to-the-market daily. In no case will the maturity of the collateral exceed 10 years.
- Reverse Repurchase Agreements with a maturity of 90 days or less executed only against securities owned by the City and collateralized by the same type of security reversed.
- Flexible Repurchase Agreements with a final maturity of 10 years or less entered into by the City with approved counterparties.
- Time Certificates of Deposit with a maximum maturity of five years or savings accounts in state or national banks or state or federally chartered savings banks operating in Colorado that are state approved depositories (as evidenced by a certificate issued by the State Banking Board) and are insured by the FDIC. Certificates of deposit that exceed the FDIC insured amount shall be collateralized in accordance with the Colorado Public Deposit Protection Act. The collateral shall have a market value equal to or exceeding 102 percent of the difference between the insured amount and the City's total deposits for all funds within the institution.

- Money Market Mutual Funds registered under the Investment Company Act of 1940 that: 1) are "no-load" (i.e.: no commission or fee shall be charged on purchases or sales of shares); 2) have a constant net asset value per share of \$1.00; 3) limit assets of the fund to securities authorized by state statute; 4) have a maximum stated maturity and weighted average maturity in accordance with Rule 2a-7 of the Investment Company Act of 1940; and 5) have a rating of AAAm by Standard and Poor's, Aaa by Moody's or AAA/V1+ by Fitch.
- Colorado Local Government Liquid Asset Trust (COLOTRUST) as authorized under CRS 24-75-702.
- Prime Bankers Acceptances, rated at least A-1 by Standard & Poor's, P-1 by Moody's and F1 by Fitch at the time of purchase by at least two services that rate them and shall be rated not less by any service that rates them, with a maturity of six months or less issued on domestic banks or branches of foreign banks domiciled in the U.S. and operating under U.S. banking laws. Accepting banks must have a senior debt rating of A2 by Moody's and A by Standard & Poor's.
- Prime Commercial Paper with a maturity of 270 days or less which, at the time of purchase, is rated at least A-1 by Standard & Poor's, P-1 by Moody's and F1 by Fitch. At the time of purchase, the commercial paper must be rated by at least two of the above stated rating agencies at the stated minimum rating. If more than two of the above stated agencies rates an issuer, all of those rating agencies must rate the issuer in accordance with above stated minimum credit criteria. If the commercial paper issuer has senior debt outstanding, the senior debt must be rated by each service that publishes a rating on the issuer as at least A2 by Moody's, A by Standard and Poor's and A by Fitch.
- Corporate Bonds issued by a corporation or bank with a final maturity not exceeding three years from the date of trade settlement, rated at least AA- by Standard & Poor's, Aa3 by Moody's, or AA by Fitch at the time of purchase by each service that rates the debt. Authorized corporate bonds shall be U.S. dollar denominated, and limited to corporations organized and operated within the United States with a net worth in excess of \$250 million.

At December 31, 2013, the Joint Venture had cash and investments as follows:

Unrestricted

Deposits and investments with the City of	
Englewood internal investment pool	<u>\$ 1,439,837</u>

The investments include U.S. Treasury Bills and Money Market Funds consisting entirely of U.S. government securities that are explicitly guaranteed by the U.S. Government.

Under the terms of the joint venture agreement, the venturers agreed to restrict \$1,000,000 of their individual City's sewer fund cash to finance major capital repairs and replacements of the joint venture.

Disclosures relating to **credit risk**, the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment; **interest rate risk**, the risk that changes in market interest rates will adversely affect the fair value of an investment; and **concentration of credit risk** of Englewood's internal investment pool is disclosed in the City's Comprehensive Annual Financial Report. This report may be obtained by calling the City of Englewood's Department of Finance and Administrative Services at 303-762-2300 or by visiting Englewood's website at www.Englewoodgov.org.

Note 3 – Capital Assets

Capital asset activity for the year ended December 31, 2013 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated				
Land	\$ 5,362,992	\$ -	\$ -	\$ 5,362,992
Construction in process	192,895	1,018,634	-	1,211,529
Total capital assets not being depreciated	<u>5,555,887</u>	<u>1,018,634</u>	<u>-</u>	<u>6,574,521</u>
Capital assets being depreciated				
Treatment plant	122,668,583	-	-	122,668,583
Vehicles	1,085,731	-	-	1,085,731
Operating machinery and equipment	67,585,732	-	-	67,585,732
Other improvements	8,439,405	37,970	-	8,477,375
Total capital assets being depreciated	<u>199,779,451</u>	<u>37,970</u>	<u>-</u>	<u>199,817,421</u>
Less accumulated depreciation for:				
Treatment plant	53,946,585	2,897,142	-	56,843,727
Vehicles	457,985	95,734	-	553,719
Operating machinery and equipment	23,566,999	5,411,908	-	28,978,907
Other improvements	1,894,976	182,039	-	2,077,015
Total accumulated depreciation	<u>79,866,545</u>	<u>8,586,823</u>	<u>-</u>	<u>88,453,368</u>
Total capital assets being depreciated, net	<u>119,912,906</u>	<u>(8,548,853)</u>	<u>-</u>	<u>111,364,053</u>
Total capital assets, net	<u>\$ 125,468,793</u>	<u>\$ (7,530,219)</u>	<u>\$ -</u>	<u>\$ 117,938,574</u>

Note 4 – Risk Management

The Joint Venture is exposed to various risks of loss related to torts; thefts of, damage to and destruction of assets; errors or omissions; injuries to employees; and natural disasters.

In order to reduce insurance costs, the Joint Venture participates in the City of Englewood's Risk Management and Health Insurance Programs. Amounts payable to the City are based on historical claims experience. Please refer to the City's Comprehensive Annual Financial Report for complete descriptions of the City's risk management activities. Settled claims have not exceeded insurance coverage in any of the past three years.

Note 5 – Other Postemployment Benefits

Plan Description

The Joint Venture participates in the City of Englewood's Retiree Health Insurance Assistance Plan. The City of Englewood's ("the Retiree Assistance Plan") is a single employer defined benefit plan. The Retiree Assistance Plan provides a retiree assistance benefit by contract with various groups of retired employees and by policy for those not covered by a collective bargaining agreement. The City pays an amount that ranges from \$50 to \$100 dependent on which employment contract (or policy) the individual was under while employed by the City. The Retiree Assistance Plan does not issue a publicly available financial report.

Funding Policy

The plan is financed on a pay-as-you-go basis with the expected benefits being budgeted annually.

Annual OPEB Cost and Net OPEB Obligation

The Joint Venture's annual other postemployment benefit (OPEB) cost is calculated based on the annual required contribution (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities over a period not to exceed thirty years. The following table shows the annual OPEB cost for the year, the amount actually contributed to the plan, and changes in the Joint Venture's net OPEB obligation:

	2013	2012	2011
Annual required contribution	\$ 39,671	\$ 35,612	\$ 35,612
ARC Adjustment	(6,628)	-	(2,639)
Interest on Net OPEB Obligation	5,349	-	2,130
Annual OPEB Cost	38,392	35,612	35,103
Prior period actuarial adjustment	(3,960)	-	-
Contributions made	(8,500)	(6,300)	(8,316)
Increase in net OPEB obligation	25,932	29,312	26,787
Net OPEB Obligation - beginning of year	110,941	81,629	54,842
Net OPEB Obligation - end of year	<u>\$ 136,873</u>	<u>\$ 110,941</u>	<u>\$ 81,629</u>
Percentage of Annual OPEB Cost Contributed	22.1%	17.7%	23.7%

Funded Status and Funding Progress

Details of the most recent actuarial study follow:

Actuarial accrued liability (AAL)	\$ 508,638	\$ 457,150	\$ 457,151
Actuarial value of plan assets	-	-	-
Unfunded actuarial accrued liability (UAAL)	<u>\$ 508,638</u>	<u>\$ 457,150</u>	<u>\$ 457,151</u>
Funded ratio (actuarial value of plan assets/AAL)	0%	0%	0%
Covered payroll (active plan members)	\$ 4,781,079	\$ 4,392,767	\$ 4,392,767
UAAL as a percentage of covered payroll	10.6%	10.4%	10.4%

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

Actuarial Methods and Assumptions

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

Actuarial valuation date	1/1/2013	1/1/2011	1/1/2011
Actuarial Cost Method	Entry Age	Entry Age	Entry Age
Amortization Method	Level Amount - Open	Level Amount - Open	Level Amount - Open
Asset Valuation Method	N/A	N/A	N/A
Remaining amortization period	30 years	28 years	29 years
Actuarial assumptions:			
Investment rate of return (includes inflation at 4% ; unfunded basis)	5.0%	5.0%	5.0%
Healthcare cost trend rate	N/A	N/A	N/A

Note 6 – 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 which apply to the State of Colorado and all local governments.

The cities of Englewood and Littleton account for the operations of the Joint Venture within their respective sewer utility funds. Any TABOR implications or considerations related to the Joint Venture have been considered individually by each of the cities as part of their annual financial reporting process.

Note 7 – Construction commitments

The Joint Venture has active construction projects as of December 31, 2013. The yearend remaining commitments are as follows:

<u>Project</u>	<u>Spent-to-Date</u>	<u>Remaining commitment</u>
Disinfection Improvements	\$ 145,795	\$ 100,178
Plant Gate Repairs	432,123	58,850
Office Building	582,023	196,213
Plant Lighting	238,676	24,743

Note 8 – Employee Retirement Plans

Employees of the Joint Venture are considered to be employees of and therefore participate in the retirement plans offered by the City of Englewood. Please refer to the City of Englewood’s Comprehensive Annual Financial Report for complete descriptions of the City’s retirement plans.

Note 9 – Budget-to-GAAP Reconciliation

**Littleton/Englewood Wastewater Treatment Plant Joint Venture
Budget-to-GAAP Reconciliation**

Explanation of differences between Budgetary Inflows and Outflows and GAAP Revenues and Expenditures

Sources/Inflows of resources

Actual amounts (budgetary basis) available for appropriation from the budgetary comparison schedule	\$ 13,989,358
Capital contributions are budgetary resources but are regarded as other financing sources for financial reporting	<u>(1,056,605)</u>
Total revenues as reported on the statement of revenues, expenditures, and changes in fund balances	<u><u>\$12,932,753</u></u>

Uses/outflows of resources

Actual amounts (budgetary basis) total charges to appropriations from the budgetary comparison schedule	\$ 13,989,358
Differences--budget to GAAP:	
Capital outlays are outflows of budgetary resources but are regarded as other financing uses for financial reporting	(1,056,605)
Depreciation is an expenditure for financial reporting purposes, but is not an outflow of budgetary resources	<u>8,586,824</u>
Total expenditures as reported on the statement of revenues, expenditures, and changes in fund balances	<u><u>\$21,519,577</u></u>

Littleton/Englewood Wastewater Treatment Plant Joint Venture

Required Supplementary Information

Schedules of Funding Progress

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) --Entry Age (b)	Unfunded (Funded) AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a)/c)
-----------------------------------------	--------------------------------------------------	------------------------------------------------------------------------------	-----------------------------------------------------------	-----------------------------------	------------------------------------	------------------------------------------------------------------------------

Health Insurance Assistance Plan

1/1/2009	\$ -	\$ 500,092	\$ 500,092	0.0%	\$ 4,777,489	10.5%
1/1/2011	-	457,151	457,151	0.0%	4,392,767	10.4%
1/1/2013	-	508,638	508,638	0.0%	4,781,079	10.6%

See Independent Auditor's Report
Actuarial valuations performed biannually.

Littleton/Englewood Wastewater Treatment Plant Joint Venture

**Schedule of Changes in Joint Venturers' Equity
For The Year Ended December 31, 2013**

	<u>City of Littleton</u>	<u>City of Englewood</u>	<u>Total</u>
Balance at December 31, 2012	\$ 62,792,235	\$ 62,792,234	\$ 125,584,469
Change in net position	<u>(3,765,110)</u>	<u>(3,765,109)</u>	<u>(7,530,219)</u>
Balance at December 31, 2013	<u>\$ 59,027,125</u>	<u>\$ 59,027,125</u>	<u>\$ 118,054,250</u>

The notes to the financial statements are an integral part of this statement.

Littleton/Englewood Wastewater Treatment Plant Joint Venture
Schedule of Revenues, Expenditures and Changes in Funds Available -
Budget and Actual (Budgetary Basis)
For the Year Ended December 31, 2013
With Comparative Totals for the Year Ended December 31, 2012

	<u>Budgeted Amounts</u>		<u>Actual Amounts</u>	<u>Variance with Final Budget - Positive (Negative)</u>	<u>2012 Actual</u>
	<u>Original</u>	<u>Final</u>			
Revenues					
Reimbursement of operating expenses					
City of Littleton	\$ 6,487,997	\$ 6,487,997	\$ 5,887,349	\$ (600,648)	\$ 5,803,940
City of Englewood	6,752,814	6,752,814	6,895,597	142,783	6,813,658
Capital contributions					
City of Littleton	1,405,620	1,405,620	528,302	(877,318)	572,425
City of Englewood	1,405,620	1,405,620	528,302	(877,318)	572,425
Septic hauling	50,000	50,000	51,229	1,229	58,751
Farm income from crop sales	86,599	86,599	52,726	(33,873)	56,528
Industrial wastewater sampling and analysis	11,000	11,000	6,469	(4,531)	7,573
Net investment income	23,448	23,448	(3,100)	(26,548)	12,920
Other	39,719	39,719	42,484	2,765	9,148
Total revenues	<u>16,262,817</u>	<u>16,262,817</u>	<u>13,989,358</u>	<u>(2,273,459)</u>	<u>13,907,368</u>
Expenditures					
Operations	5,687,897	5,687,897	5,449,837	238,060	5,302,622
Maintenance	2,655,768	2,655,768	2,939,648	(283,880)	3,159,304
Laboratory	887,244	887,244	878,642	8,602	787,335
Beneficial use	777,584	777,584	773,309	4,275	853,772
Pretreatment	645,146	645,146	588,233	56,913	608,113
Personal services	1,184,137	1,184,137	1,163,380	20,757	1,113,368
Contractual	1,412,820	1,412,820	895,546	517,274	630,962
Commodities	200,981	200,981	244,159	(43,178)	307,042
Capital outlay	2,811,240	2,811,240	1,056,604	1,754,636	1,144,850
Total expenditures	<u>16,262,817</u>	<u>16,262,817</u>	<u>13,989,358</u>	<u>2,273,459</u>	<u>13,907,368</u>
Excess revenues over (under) expenditures	-	-	-	-	-
Funds available - beginning	115,676	115,676	115,676	-	115,676
Funds available - ending	<u>\$ 115,676</u>	<u>\$ 115,676</u>	<u>\$ 115,676</u>	<u>\$ -</u>	<u>\$ 115,676</u>

Funds available is computed as follows:

Current assets	\$ 1,677,139	\$ 2,081,651
Current liabilities	<u>(1,561,463)</u>	<u>(1,965,975)</u>
	<u>\$ 115,676</u>	<u>\$ 115,676</u>

See Independent Auditor's Report