

**TOWN OF READING, MASSACHUSETTS
READING MUNICIPAL LIGHT DEPARTMENT**

Annual Financial Statements

For the Year Ended June 30, 2009

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INDEPENDENT AUDITORS' REPORT

To the Municipal Light Board
Town of Reading Municipal Light Department
Reading, Massachusetts

We have audited the accompanying financial statements of the business-type activities, and the aggregate remaining fund information of the Town of Reading Municipal Light Department (“the Department”) (an enterprise fund of the Town of Reading), as of and for the year ended June 30, 2009 which collectively comprise the Department’s basic financial statements as listed in the table of contents. These financial statements are the responsibility of the Department’s management. Our responsibility is to express an opinion 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the business-type activities, and the aggregate remaining fund information of the Town of Reading Municipal Light Department as of June 30, 2009, and the respective changes in financial position and cash flows, where applicable thereof, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

The management’s discussion and analysis, appearing on the following pages, and the supplementary information, appearing in the back of this report, are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and present-

Additional Offices:

Andover, MA • Greenfield, MA • Ellsworth, ME • Manchester, NH

ation of the required supplementary information. However, we did not audit the information and express no opinion on it.

The financial statements include certain prior-year summarized comparative information. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with the Department's financial statements for the year ended June 30, 2008, from which the summarized information was derived.

Melanson, Heath + Company P.C.

Andover, Massachusetts
September 30, 2009

MANAGEMENT'S DISCUSSION AND ANALYSIS

Within this section of the Town of Reading Municipal Light Department's ("the Department") annual financial report, management provides a narrative discussion and analysis of the financial activities for the year ended June 30, 2009. The Department's performance is discussed and analyzed within the context of the accompanying financial statements and disclosures following this section.

Overview of the Financial Statements:

The basic financial statements include (1) the statements of net assets, (2) the statements of revenues, expenses and changes in net assets, (3) the statements of cash flows, and (4) notes to financial statements.

The Statements of Net Assets is designed to indicate our financial position as of a specific point in time. At June 30, 2009, it shows our net worth of \$ 88,039,716 which is comprised of \$ 64,107,090 invested in capital assets, \$ 4,403,130 restricted for depreciation fund, and \$ 19,529,496 unrestricted.

The Statements of Revenues, Expenses and Changes in Net Assets summarize our operating results and reveals how much, if any, of a profit was earned for the year. As discussed in more detail below, our net profit for the year ended June 30, 2009 was \$ 416,687.

The Statements of Cash Flows provides information about the cash receipts and cash payments during the accounting period. It also provides information about the investing and financing activities for the same period. A review of our Statements of Cash Flows indicates that cash receipts from operating activities adequately cover our operating expenses.

Summary of Net Assets

	<u>2009</u>	<u>2008</u>
Current Assets	\$ 18,039,433	\$ 22,818,228
Noncurrent Assets	<u>80,758,906</u>	<u>76,532,856</u>
Total Assets	\$ <u>98,798,339</u>	\$ <u>99,351,084</u>
Current Liabilities	\$ 7,530,820	\$ 8,574,307
Noncurrent Liabilities	<u>3,227,803</u>	<u>3,153,748</u>
Total Liabilities	10,758,623	11,728,055
Net Assets:		
Invested in Capital Assets,		
Net of Related Debt	64,107,090	59,879,183
Restricted for depreciation fund	4,403,130	2,937,735
Unrestricted	<u>19,529,496</u>	<u>24,806,111</u>
Total Net Assets	<u>88,039,716</u>	<u>87,623,029</u>
Total Liabilities and Net Assets	\$ <u>98,798,339</u>	\$ <u>99,351,084</u>

Summary of Changes in Net Assets

	<u>2009</u>	<u>2008</u>
Operating Revenues	\$ 94,167,985	\$ 86,946,233
Operating Expenses	(92,534,445)	(84,562,643)
Operating Income	1,633,540	2,383,590
Non-operating Revenues (Expenses)	(1,216,853)	(750,325)
Change in Net Assets	416,687	1,633,265
Beginning Net Assets	<u>87,623,029</u>	<u>85,989,764</u>
Ending Net Assets	<u>\$ 88,039,716</u>	<u>\$ 87,623,029</u>

Financial Highlights:

Electric sales (net of discounts) were \$ 91,111,013 in 2009, an increase of 5.6% from the prior year. Kilowatt hours sold decreased by 3.0% to 696,060,848 in 2009, compared to 717,664,965 in 2008. In 2009, ratepayers were charged \$ 834,086 in fuel charge adjustments, compared to credits of \$ (1,649,970) in 2008. In 2009, ratepayers were charged purchase power adjustments of \$ 2,222,886, compared to \$ 2,352,276 in 2008.

Operating expenses were \$ 92,534,445 in 2009, an overall increase of 9.4% from 2008. The largest portion of this total, \$ 77,172,343 was for purchase power expenses. Other operating expenses included \$ 11,019,736 for general operating and maintenance costs, \$ 1,207,979 for voluntary payments to Towns, and depreciation expense of \$ 3,134,387. In fiscal 2009, the depreciation rate remained level at 3.0%.

In fiscal year 2009, the Department was contributed \$ 360,000 to the Reading Municipal Light Department Employees' Pension Trust (the "Trust"). In addition, the Trust contributed \$ 896,185 to the Town of Reading Contributory Retirement System on behalf of the Department's employees.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital assets. Total investment in land and construction in progress at year end amounted to \$ 1,265,842, a decrease of \$ 1,836,600 from the prior year. This decrease is due to the capitalization of prior year construction in progress. Total investment in depreciable capital assets at year end amounted to \$ 63,391,248 (net of accumulated depreciation), an increase of \$ 5,514,508 from the prior year. This investment in depreciable capital assets includes structures and improvements, equipment and furnishings, and infrastructure assets.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the Reading Municipal Light Department's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to:

Accounting/Business Manager
Town of Reading Municipal Light Department
230 Ash Street
Reading, Massachusetts 01867

TOWN OF READING
MUNICIPAL LIGHT DEPARTMENT

BUSINESS-TYPE PROPRIETARY FUND
STATEMENTS OF NET ASSETS

JUNE 30, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
ASSETS		
Current:		
Unrestricted cash and short-term investments	\$ 8,635,772	\$ 11,859,292
Receivables, net of allowance for uncollectibles	7,087,246	9,143,636
Prepaid expenses	753,345	152,718
Inventory	1,563,070	1,662,582
Total current assets	18,039,433	22,818,228
Noncurrent:		
Restricted cash and short-term investments	11,563,437	11,011,779
Restricted investments	4,400,000	4,400,000
Investment in associated companies	122,391	122,391
Land and construction in progress	1,265,842	3,102,442
Capital assets, net of accumulated depreciation	63,391,248	57,876,740
Other	15,988	19,504
Total noncurrent assets	80,758,906	76,532,856
TOTAL ASSETS	98,798,339	99,351,084
LIABILITIES		
Current:		
Accounts payable	5,448,255	6,450,130
Customer deposits	496,335	481,328
Customer advances for construction	696,517	710,537
Accrued liabilities	258,000	303,842
Current portion of long-term liabilities:		
Bonds payable	550,000	550,000
Accrued employee compensated absences	81,713	78,470
Total current liabilities	7,530,820	8,574,307
Noncurrent:		
Bonds payable, net of current portion	-	550,000
Accrued employee compensated absences	2,791,401	2,603,748
Other post-employment benefits	436,402	-
Total noncurrent liabilities	3,227,803	3,153,748
TOTAL LIABILITIES	10,758,623	11,728,055
NET ASSETS		
Invested in capital assets, net of related debt	64,107,090	59,879,183
Restricted for depreciation fund	4,403,130	2,937,735
Unrestricted	19,529,496	24,806,111
TOTAL NET ASSETS	\$ 88,039,716	\$ 87,623,029

See notes to financial statements

TOWN OF READING
MUNICIPAL LIGHT DEPARTMENT

BUSINESS-TYPE PROPRIETARY FUND
STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET ASSETS

FOR THE YEARS ENDED JUNE 30, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
Operating Revenues:		
Electric sales, net of discounts of \$ 3,771,727 and \$ 3,637,105, respectively	\$ 91,111,013	\$ 86,243,927
Customer refunds and fuel charge adjustments:		
Fuel charge adjustment	834,086	(1,649,970)
Purchase power adjustment	<u>2,222,886</u>	<u>2,352,276</u>
Total Operating Revenues	94,167,985	86,946,233
Operating Expenses:		
Purchase power	77,172,343	69,641,773
Operating	9,106,788	8,701,880
Maintenance	1,912,948	2,049,360
Depreciation	3,134,387	3,023,536
Voluntary payments to towns	<u>1,207,979</u>	<u>1,146,094</u>
Total Operating Expenses	<u>92,534,445</u>	<u>84,562,643</u>
Operating Income	1,633,540	2,383,590
Nonoperating Revenues (Expenses):		
Contributions in aid of construction	177,680	151,992
Interest income	398,369	595,433
Interest expense	(49,911)	(85,843)
MMWEC refund	107,879	383,202
Loss on disposal of capital assets	(39,767)	(24,797)
Return on investment to Town of Reading	(2,112,725)	(2,073,332)
Other	<u>301,622</u>	<u>303,020</u>
Total Nonoperating Revenues (Expenses), Net	<u>(1,216,853)</u>	<u>(750,325)</u>
Change in Net Assets	416,687	1,633,265
Net Assets at Beginning of Year	<u>87,623,029</u>	<u>85,989,764</u>
Net Assets at End of Year	<u>\$ 88,039,716</u>	<u>\$ 87,623,029</u>

See notes to financial statements.

TOWN OF READING
MUNICIPAL LIGHT DEPARTMENT

BUSINESS-TYPE PROPRIETARY FUND
STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED JUNE 30, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
<u>Cash Flows From Operating Activities:</u>		
Receipts from customers and users	\$ 93,182,410	\$ 83,764,632
Payments to vendors and employees	(90,332,097)	(80,289,046)
Customer refund, purchase power, and fuel charge adjustments	<u>3,056,972</u>	<u>702,306</u>
Net Cash Provided By (Used For) Operating Activities	5,907,285	4,177,892
<u>Cash Flows From Noncapital Financing Activities:</u>		
Return on investment to Town of Reading	(2,122,725)	(2,073,332)
MMWEC refund	107,879	383,202
Other	<u>301,622</u>	<u>303,020</u>
Net Cash Provided By (Used For) Noncapital Financing Activities	(1,713,224)	(1,387,110)
<u>Cash Flows From Capital and Related Financing Activities:</u>		
Acquisition and construction of capital assets	(6,852,061)	(6,576,513)
Principal payment on notes	(550,000)	(550,000)
Interest expense	(49,911)	(85,843)
Contributions in aid of construction	<u>177,680</u>	<u>151,992</u>
Net Cash Provided By (Used For) Capital and Related Financing Activities	(7,274,292)	(7,060,364)
<u>Cash Flows From Investing Activities:</u>		
Investment income	398,369	595,433
(Increase) decrease in restricted cash and investments	<u>(551,658)</u>	<u>1,154,973</u>
Net Cash Provided By (Used For) Investing Activities	<u>(153,289)</u>	<u>1,750,406</u>
Net Change in Cash and Short-Term Investments	(3,233,520)	(2,519,176)
Unrestricted Cash and Short Term Investments, Beginning of Year	<u>11,859,292</u>	<u>14,378,468</u>
Unrestricted Cash and Short Term Investments, End of Year	<u>\$ 8,625,772</u>	<u>\$ 11,859,292</u>
<u>Reconciliation of Operating Income to Net Cash:</u>		
Operating income	\$ 1,633,540	\$ 2,383,590
Adjustments to reconcile operating income to net cash provided by (used for) operating activities:		
Depreciation expense	3,134,387	3,023,536
Other post-employment benefits	436,402	-
Changes in assets and liabilities:		
Restricted cash - Calpine liability	-	(9,108,765)
Accounts receivable	2,056,390	(2,479,966)
Prepaid and other assets	(597,112)	385,229
Inventory	99,512	(80,754)
Accounts payable	(1,001,875)	583,732
Accrued liabilities	145,054	246,740
Calpine liability - energy contract buy-out	-	9,108,765
Other liabilities	<u>987</u>	<u>115,785</u>
Net Cash Provided By (Used For) Operating Activities	<u>\$ 5,907,285</u>	<u>\$ 4,177,892</u>

See notes to financial statements.

TOWN OF READING
MUNICIPAL LIGHT DEPARTMENT
FIDUCIARY FUND - RETIREMENT TRUST
STATEMENTS OF FIDUCIARY NET ASSETS

JUNE 30, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
ASSETS		
Cash and short-term investments	\$ 3,616,255	\$ 2,136,712
Investments	3,000,000	4,800,000
Other	<u>-</u>	<u>3,643</u>
TOTAL ASSETS	<u>6,616,255</u>	<u>6,940,355</u>
 NET ASSETS		
Net assets held in trust for pension benefits	\$ <u>6,616,255</u>	\$ <u>6,940,355</u>

See notes to financial statements.

TOWN OF READING
MUNICIPAL LIGHT DEPARTMENT

FIDUCIARY FUND - RETIREMENT TRUST
STATEMENTS OF CHANGES IN FIDUCIARY NET ASSETS

FOR THE YEARS ENDED JUNE 30, 2009 AND 2008

	<u>2009</u>	<u>2008</u>
Additions:		
Contributions from Reading Municipal Light Department	\$ 360,000	\$ -
Interest and dividend income	<u>212,085</u>	<u>270,473</u>
 Total additions	 572,085	 270,473
 Deductions:		
Paid to Reading Contributory Retirement System	<u>896,185</u>	<u>1,055,758</u>
 Total deductions	 <u>896,185</u>	 <u>1,055,758</u>
 Net increase (decrease) in net assets	 (324,100)	 (785,285)
 Net Assets Available for Benefits, Beginning of Year	 <u>6,940,355</u>	 <u>7,725,640</u>
 Net Assets Available for Benefits, End of Year	 <u><u>\$ 6,616,255</u></u>	 <u><u>\$ 6,940,355</u></u>

See notes to financial statements.

Town of Reading Municipal Light Department
Notes to Financial Statements

1. Summary of Significant Accounting Policies

The significant accounting policies of the Town of Reading Municipal Light Department (“the Department”) (an enterprise fund of the Town of Reading) are as follows:

- A. Business Activity - The Department purchases electricity which it distributes to consumers within the towns of Reading, North Reading, Wilmington, and Lynnfield.
- B. Regulation and Basis of Accounting - Under Massachusetts General Laws, the Department’s electric rates are set by the Municipal Light Board. Electric rates, excluding the fuel charge, cannot be changed more often than once every three months. Rate schedules are filed with the Massachusetts Department of Public Utilities (DPU). While the DPU exercises general supervisory authority over the Department, the Department’s rates are not subject to DPU approval. The Department’s policy is to prepare its financial statements in conformity with generally accepted accounting principles.

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

Private-sector standards of accounting and financial reporting issued prior to December 1, 1989 generally are followed in the proprietary fund financial statements to the extent that those standards do not conflict with or contradict guidance of the Governmental Accounting Standards Board. Governments also have the option of following subsequent private-sector guidance for their enterprise funds, subject to this same limitation. The Department has elected not to follow subsequent private-sector guidance.

- C. Concentrations - The Department operates within the electric utility industry which has undergone significant restructuring and deregulation. Legislation was enacted by the Commonwealth of Massachusetts in 1998 which changed the electric industry. The law introduced competition and provided consumers with choices while assuring continued

reliable service. Municipal utilities are not currently subject to this legislation.

- D. Retirement Trust - The Reading Municipal Light Department Employees' Pension Trust (the "Trust") was established on December 30, 1966, by the Town of Reading's Municipal Light Board pursuant to Chapter 164 of the General Laws of the Commonwealth of Massachusetts.

The Trust constitutes the principal instrument of a plan established by the Municipal Light Board for the purpose of funding the Department's annual required contribution to the Town of Reading Contributory Retirement System (the System), a cost sharing, multi-employer public employee retirement system.

- E. Revenues - Revenues are based on rates established by the Department and filed with the DPU. Revenues from sales of electricity are recorded on the basis of bills rendered from monthly meter readings taken on a cycle basis and are stated net of discounts. Recognition is given to the amount of sales to customers which are unbilled at the end of the fiscal period.

- F. Cash and Short-term Investments - For the purposes of the Statement of Cash Flows, the Department considers both restricted and unrestricted cash on deposit with the Town Treasurer to be cash or short-term investments. For purpose of the Statement of Net Assets, the proprietary funds consider investments with original maturities of three months or less to be short-term investments.

- G. Investments - State and local statutes place certain limitations on the nature of deposits and investments available. Deposits in any financial institution may not exceed certain levels within the financial institution. Non-fiduciary fund investments can be made in securities issued or unconditionally guaranteed by the U.S. Government or agencies that have a maturity of one year or less from the date of purchase and repurchase agreements guaranteed by such securities with maturity dates of no more than 90 days from date of purchase.

Investments for the Department and the Trust consist of U.S. government bonds that are being held to maturity. Investments are carried at cost.

- H. Inventory - Inventory consists of parts and accessories purchased for use in the utility business for construction, operation and maintenance purposes and is stated at average cost. Meters and transformers are capitalized when purchased.
- I. Capital Assets and Depreciation - Capital assets, which include property, plant, equipment, and utility plant infrastructure, are recorded at historical cost or estimated historical cost when purchased or constructed. Donated

capital assets are recorded at estimated fair market value at the date of the donation.

The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized.

Major outlays for capital assets and improvements are capitalized as they are acquired or constructed. Interest incurred during the construction phase of proprietary fund capital assets is included as part of the capitalized value of the constructed asset. When capital assets are retired, the cost of the retired asset, less accumulated depreciation, salvage value and any cash proceeds, is charged to the Department's unrestricted net assets account.

Massachusetts General Laws require utility plant in service to be depreciated at an annual rate of 3%. To change this rate, the Department must obtain approval from the DPU. Changes in annual depreciation rates may be made for financial factors relating to cash flow for plant expansion, rather than engineering factors relating to estimates of useful lives.

- J. Amortization - Costs related to the issuance of bonds have been capitalized and are being amortized over the life of the bonds.
- K. Accrued Compensated Absences - Employee vacation leave is vested annually but may only be carried forward to the succeeding year with supervisor approval and, if appropriate, within the terms of the applicable Department policy or union contract. Generally, sick leave may accumulate according to union and Department contracts and policy, and is paid upon normal termination at the current rate of pay. The Department's policy is to recognize vacation costs at the time payments are made. The Department records accumulated, unused, vested sick pay as a liability. The amount recorded is the amount to be paid at termination at the current rate of pay.
- L. Long-Term Obligations - The proprietary fund financial statements report long-term debt and other long-term obligations as liabilities in the proprietary fund statement of net assets.
- M. 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 and disclosures for contingent assets and liabilities at the date of the financial statements, and the reported amounts of the revenues and expenses during the fiscal year. Actual results could vary from estimates that were used.
- N. Rate of Return - The Department's rates must be set such that earnings attributable to electric operations do not exceed eight percent of the net cost of plant. The audited financial statements are prepared in accord-

ance with auditing standards generally accepted in the United States of America. To determine the net income subject to the rate of return, the Department performs the following calculation. Using the net income per the audited financials, the return on investment to the Town of Reading is added back, the fuel charge adjustment is added or deducted, and miscellaneous debits/credits (i.e. gain/loss on disposal of fixed assets, etc.) are added or deducted, leaving an adjusted net income figure for rate of return purposes. Investment interest income and bond principal payments are then deducted from this figure to determine the net income subject to the rate of return. The net income subject to the rate of return is then subtracted from the allowable eight percent rate of return, which is calculated by adding the book value of net plant and the investment in associated companies less the contributions in aid of construction multiplied by eight percent. From this calculation, the Municipal Light Board will determine what cash transfers need to be made at year end.

2. Cash and Investments

Cash and investments as of June 30, 2009 are classified in the accompanying financial statements as follows:

Statement of net assets:	
Unrestricted cash and short-term investments	\$ 8,635,772
Restricted cash and short-term investments	11,563,437
Restricted investments	4,400,000
Fiduciary funds:	
Cash and short-term investments	3,616,255
Investments	<u>3,000,000</u>
Total cash and investments	<u>\$ 31,215,464</u>

Cash and investments at June 30, 2009 consist of the following:

Cash on hand	\$ 3,000
Deposits with financial institutions	23,812,464
Investments	<u>7,400,000</u>
Total cash and investments	<u>\$ 31,215,464</u>

Disclosures Relating to Interest Rate Risk

Interest rate risk is the risk that the fair value of an investment will be adversely affected by changes in market interest rates. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. One of the ways that the Department manages its exposure to interest rate risk is by purchasing a combination of shorter term and longer term investments and by timing cash flows from maturities so that a portion of the portfolio is maturing or coming close to

maturity evenly over time as necessary to provide the cash flow and liquidity needed for operations.

As of June 30, 2009, the Department (including the Pension Trust) had the following investments:

	<u>Restricted Investments</u>	<u>Pension Trust</u>	<u>Maturity Date</u>	<u>Moody's Rating</u>
<u>Government agency bonds</u>				
Freddie Mac	\$ 2,000,000	-	01/15/13	AAA
Freddie Mac	1,400,000	-	07/15/14	AAA
Freddie Mac	500,000	-	05/15/15	AAA
Federal Home Loan Bank	500,000	-	06/01/16	AAA
Federal Home Loan Mtg. Corp.	-	1,200,000	01/15/13	AAA
Federal Home Loan Mtg. Corp.	-	1,800,000	12/15/14	AAA
Total	\$ <u>4,400,000</u>	\$ <u>3,000,000</u>		

Disclosures Relating to Credit Risk

Generally, credit risk is the risk that the issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assigning of a rating by a nationally recognized statistical rating organization. Presented below is the actual rating as of year end for each of the Department's (including the Pension Trust) investment types:

<u>Investment Type</u>	<u>Amount</u>	<u>Minimum Legal Rating</u>	<u>Rating as of Year End</u>	
			<u>AAA</u>	<u>Not Rated</u>
Government agency bonds	\$ <u>7,400,000</u>	N/A	\$ <u>7,400,000</u>	\$ <u>-</u>
Total	\$ <u>7,400,000</u>		\$ <u>7,400,000</u>	\$ <u>-</u>

Concentration of Credit Risk

The Department follows the Town of Reading's investment policy, which does not limit the amount that can be invested in any one issuer beyond that stipulated by Massachusetts General Laws. Investments in any one issuer (other than U.S. Treasury securities, mutual funds, and external investment pools) that represent more than 5% of the Department's total investments (including the Pension Trust investments) are as follows:

<u>Issuer</u>	<u>Investment Type</u>	<u>Reported Amount</u>
Freddie Mac	Government agency bonds	\$ 3,900,000
Freddie Home Loan Mtg. Corp.	Government agency bonds	3,000,000
Federal Home Loan Bank	Government agency bonds	500,000

Custodial Credit Risk

Custodial Credit Risk for *deposits* is the risk that, in the event of the failure of a depository financial institution, the Department will not be able to recover its deposits or will not be able to recover collateral securities that are in the possession of an outside party. The custodial credit risk for *investments* is the risk that, in the event of the failure of the counterparty (e.g., broker-dealer) to a transaction, the Department will not be able to recover the value of its investments or collateral securities that are in the possession of another party. Massachusetts General Laws, Chapter 44, section 55, limits deposits "in a bank or trust company or banking company to an amount not exceeding sixty per cent of the capital and surplus of such bank or trust company or banking company, unless satisfactory security is given to it by such bank or trust company or banking company for such excess." The Department follows the Massachusetts statute as written, as well as the Town of Reading's deposit policy for custodial credit risk.

Because the Department pools its cash with the Town of Reading, the specific custodial credit risk of the Department's deposits could not be determined at June 30, 2009. As of June 30, 2009, Department investments (including the Pension Trust) in the following investment types were held by the same broker-dealer (counterparty) that was used by the Department to buy the securities:

<u>Investment Type</u>	<u>Reported Amount</u>
Government agency bonds	\$ <u>7,400,000</u>
Total	\$ <u>7,400,000</u>

3. Restricted Cash and Investments

Restricted cash and investments consist of the following at June 30, 2009:

	<u>Cash</u>	<u>Investments</u>
Depreciation fund	\$ 4,403,130	\$ -
Construction fund	1,000,000	-
Deferred fuel reserve	1,739,394	-
Rate stabilization	2,337,224	2,900,000
Reserve for uncollectible accounts	28,988	-
Sick leave benefits	1,373,114	1,500,000
Insurance reserve	35,252	-
Hazardous waste fund	150,000	-
Customer deposits	<u>496,335</u>	<u>-</u>
Total	\$ <u>11,563,437</u>	\$ <u>4,400,000</u>

Restricted investments are invested in government agency bonds, which will be held to maturity, and are reported at book value of \$ 4,400,000. The fair market value of the investments at June 30, 2009 was \$ 4,347,636.

The Department maintains the following restricted cash accounts:

- Depreciation fund - The Department is required to reserve 3.0% of capital assets each year to fund capital improvements.
- Construction fund - This account reflects a balance set aside by the Board of Commissioners to fund capital asset purchases.
- Deferred fuel reserve - The Department transfers the difference between the customers' monthly fuel charge adjustment and actual fuel costs into this account to be used in the event of a sudden increase in fuel costs.
- Rate stabilization - The Department transfers funds in excess of 8% of capital assets to this account to be used to stabilize customer rates.
- Reserve for uncollectible accounts - This account was set up to offset a portion of the Department's bad debt reserve.
- Sick leave benefits - This account is used to offset the Department's actuarially determined compensated absence liability.
- Insurance reserve - This account reflects a balance set aside by the Board of Commissioners as an insurance deductible reserve.
- Hazardous waste fund - This reserve was set up by the Board of Commissioners to cover the Department's insurance deductible in the event of a major hazardous materials incident.
- Customer deposits - Customer deposits that are held in escrow.

4. Accounts Receivable

Accounts receivable consists of the following at June 30, 2009:

Customer Accounts:		
Billed	\$ 2,768,110	
Less allowances:		
Uncollectible accounts	(200,000)	
Sales discounts	(<u>183,604</u>)	
Total billed		2,384,506
Unbilled, net		<u>4,172,945</u>
Total customer accounts		6,557,451

(continued)

(continued)

Other Accounts:		
Merchandise sales	125,701	
MMWEC Flush	107,879	
Liens and other	<u>296,215</u>	
Total other accounts		<u>529,795</u>
Total net receivables		\$ <u>7,087,246</u>

5. **Prepaid Expenses**

Prepaid expenses consist of the following:

Insurances	\$ 266,383
Purchase power	154,886
PASNY prepayment fund	<u>332,076</u>
Total	\$ <u>753,345</u>

6. **Inventory**

Inventory is comprised of supplies and materials at June 30, 2009, and is valued using the average cost method.

7. **Investment in Associated Companies**

Under agreements with the New England Hydro-Transmission Electric Company, Inc. (NEH) and the New England Hydro-Transmission Corporation (NHH), the Department has made the following advances to fund its equity requirements for the Hydro-Quebec Phase II interconnection. The Department is carrying its investment at cost, reduced by shares repurchased. The Department's equity position in the Project is less than one-half of one percent.

Investment in associated companies consists of the following, at June 30, 2009:

New England Hydro-Transmission Electric Company, Inc.	\$ 46,153
New England Hydro-Transmission Corporation	<u>76,238</u>
Total	\$ <u>122,391</u>

8. **Capital Assets**

The following is a summary of fiscal year 2009 activity in capital assets (in thousands):

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Capital assets, being depreciated:				
Structures and improvements	\$ 13,393	\$ 119	\$ -	\$ 13,512
Equipment and furnishings	22,620	5,624	(388)	27,856
Infrastructure	<u>68,465</u>	<u>2,946</u>	<u>(738)</u>	<u>70,673</u>
Total capital assets, being depreciated	104,478	8,689	(1,126)	112,041
Less accumulated depreciation for:				
Structures and improvements	(6,132)	(383)	-	(6,515)
Equipment and furnishings	(16,012)	(720)	358	(16,374)
Infrastructure	<u>(24,457)</u>	<u>(2,033)</u>	<u>728</u>	<u>(25,762)</u>
Total accumulated depreciation	<u>(46,601)</u>	<u>(3,136)</u>	<u>1,086</u>	<u>(48,651)</u>
Total capital assets, being depreciated, net	57,877	5,553	(40)	63,390
Capital assets, not being depreciated:				
Land	1,266	-	-	1,266
Construction in progress	<u>1,836</u>	<u>-</u>	<u>(1,836)</u>	<u>-</u>
Total capital assets, not being depreciated	<u>3,102</u>	<u>-</u>	<u>(1,836)</u>	<u>1,266</u>
Capital assets, net	<u>\$ 60,979</u>	<u>\$ 5,553</u>	<u>\$ (1,876)</u>	<u>\$ 64,656</u>

9. Other Assets

This balance consists primarily of costs associated with the Department's bonding, which are being amortized over the life of the bonds.

10. Accounts Payable

Accounts payable represent fiscal 2009 expenses that were paid after June 30, 2009.

11. Customer Deposits

This balance represents deposits received from customers that are held in escrow.

12. Customer Advances for Construction

This balance represents deposits received from vendors in advance for work to be performed by the Department. The Department recognizes these deposits as revenue after the work has been completed.

13. Accrued Liabilities

Accrued liabilities consist of the following at June 30, 2009:

Accrued payroll	\$ 175,161
Accrued interest	13,186
Other	<u>69,653</u>
Total	\$ <u>258,000</u>

14. Bonds Payable

Bonds payable consist of the following at June 30, 2009:

Bonds issued December 1, 1999, in the amount of \$ 5,500,000. Principal is payable annually on September 1 commencing 2000 and continuing to September 1, 2009. Interest is payable semiannually on September 1 and March 1 at 4.5% for five years with rates thereafter ranging from 4.55% to 4.85%.

Total Bonds Payable	\$ 550,000
Less: Current installments of bonds payable	<u>(550,000)</u>
Total Long-Term Bonds Payable	\$ <u>-</u>

The future payments required on the long-term debt are as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2010	\$ <u>550,000</u>	\$ <u>13,337</u>	\$ <u>563,337</u>
Total	\$ <u>550,000</u>	\$ <u>13,337</u>	\$ <u>563,337</u>

The following summarizes activity in bonds payable for the year ended June 30, 2009:

<u>Balance</u> <u>07/01/08</u>	<u>Maturities</u>	<u>Balance</u> <u>06/30/09</u>	<u>Less</u> <u>Current</u>	<u>Long-Term</u> <u>Portion</u>
\$ <u>1,100,000</u>	\$ <u>(550,000)</u>	\$ <u>550,000</u>	\$ <u>(550,000)</u>	\$ <u>-</u>

15. Accrued Employee Compensated Absences

Department employees are granted sick leave in varying amounts. Upon retirement, termination, or death, employees are compensated for unused sick leave (subject to certain limitations) at their then current rates of pay.

16. Restricted Net Assets

The proprietary fund financial statements report restricted net assets when external constraints are placed on net assets. Specifically, restricted net assets represent depreciation fund reserves, which are restricted for future capital asset purchases.

17. Post-Employment Health Care and Life Insurance Benefits

Other Post-Employment Benefits

During the year, the Department implemented GASB Statement 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*. Statement 45 requires governments to account for other post-employment benefits (OPEB), primarily healthcare, on an accrual basis rather than on a pay-as-you-go basis. The effect is the recognition of an actuarially required contribution as an expense on the Statement of Revenues, Expenses, and Changes in Net Assets when a future retiree earns their post-employment benefits, rather than when they use their post-employment benefit. To the extent that an entity does not fund their actuarially required contribution, a post-employment benefit liability is recognized on the Statement of Net Assets over time.

A. Plan Description

In addition to providing the pension benefits described in Note 18, the Department provides post-employment health and life insurance benefits for retired employees through the Town of Reading's Massachusetts Interlocal Insurance Association (MIIA) Health Benefits Trust. Benefits, benefit levels, employee contributions and employer contributions are governed by Chapter 32 of the Massachusetts General Laws. As of June 30, 2008, the actuarial valuation date, approximately 72 retirees and 64 active employees meet the eligibility requirements. The plan does not issue a separate financial report.

B. Benefits Provided

The Department provides post-employment medical, prescription drug, and life insurance benefits to all eligible retirees and their surviving spouses. All active employees who retire from the Department and meet the eligibility criteria will be eligible to receive these benefits.

C. Funding Policy

Retirees contribute 30% of the cost of the medical and prescription drug plan, as determined by the MIIA Health Benefits Trust. Retirees also contribute 50% of the premium for a \$ 5,000 life insurance benefit. The

Department contributes the remainder of the medical, prescription drug, and life insurance plan costs on a pay-as-you-go basis.

D. Annual OPEB Costs and Net OPEB Obligation

The Department's fiscal 2009 annual OPEB expense is calculated based on the annual required contribution of the employer (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover the normal cost per year and amortize the unfunded actuarial liability over a period of twenty years. The following table shows the components of the Department's annual OPEB cost for the year ending June 30, 2009, the amount actually contributed to the plan, and the change in the Department's net OPEB obligation based on an actuarial valuation as of June 30, 2008.

Annual Required Contribution (ARC)	\$ 890,140
Interest on net OPEB obligation	-
Adjustment to ARC	-
	<hr/>
Annual OPEB cost	890,140
Contributions made	<u>(453,738)</u>
Increase in net OPEB obligation	436,402
Net OPEB obligation - beginning of year	<hr/> -
Net OPEB obligation - end of year	<u><u>\$ 436,402</u></u>

The Department's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation were as follows:

<u>Fiscal year ended</u>	<u>Annual OPEB Cost</u>	<u>Percentage of OPEB Cost Contributed</u>	<u>Net OPEB Obligation</u>
2009	\$ 890,140	50.97%	\$ 436,402

The Department's net OPEB obligation as of June 30, 2009 is recorded as a component of the "noncurrent liabilities" line item.

E. Funded Status and Funding Progress

The funded status of the plan as of June 30, 2008, the date of the most recent actuarial valuation was as follows:

Actuarial accrued liability (AAL)	\$	<u>8,085,388</u>
Actuarial value of plan assets		<u>-</u>
Unfunded actuarial accrued liability (UAAL)		<u><u>8,085,388</u></u>
Funded ratio (actuarial value of plan assets/AAL)		<u><u>0%</u></u>
Covered payroll (active plan members)	\$	N/A
UAAL as a percentage of covered payroll		N/A

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared to 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 about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

F. Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the plan as understood by the Department and the plan members and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the Department 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.

In the June 30, 2008 actuarial valuation, the Projected Unit Credit actuarial cost method was used. The actuarial value of assets was not determined, as the Department has not advanced its obligation. The actuarial assumptions included a 7.75% investment rate of return and an initial annual health care cost trend rate of 10.0% which decreases to a 5.0% long-term rate for all health care benefits after seven years. The amortization costs for the initial UAAL is a level percentage of payroll amortization, with amortization payments increasing at 2.5% per year for a period of 20 years.

18. Pension Plan

The Department follows the provisions of GASB Statement No. 27, (as amended by GASB 50) *Accounting for Pensions for State and Local Government Employees*, with respect to the employees' retirement funds.

Chapter 32 of the Massachusetts General Laws assigns the System the authority to establish and amend benefit provisions of the plan, and the State legislature has the authority to grant cost-of-living increases. The System issues a publicly available financial report which can be obtained through the Town of Reading Contributory Retirement system at Town Hall, Reading, MA.

A. Plan Description

The Department contributes to the Town of Reading Contributory Retirement System (the System), a cost-sharing, multiple-employer, defined benefit pension plan administered by a Town Retirement Board. The System provides retirement, disability and death benefits to plan members and beneficiaries. Chapter 32 of the Massachusetts General Laws assigns the System the authority to establish and amend benefit provisions of the plan, and grant cost-of-living increases.

B. Funding Policy

Plan members are required to contribute to the System at rates ranging from 5% to 11% of annual covered compensation. The Department is required to pay into the System its share of the remaining system wide actuarially determined contribution plus administration costs which are apportioned among the employers based on active covered payroll. The contributions of plan members and the Department are governed by Chapter 32 of the Massachusetts General Laws. The Department's contributions to the System for the years ended June 30, 2009 and 2008 were \$ 896,185 and \$ 1,055,758, respectively, which were equal to its annual required contributions for each of these years.

19. Participation in Massachusetts Municipal Wholesale Electric Company

The Town of Reading, acting through its Light Department, is a participant in certain Projects of the Massachusetts Municipal Wholesale Electric Company (MMWEC).

MMWEC is a public corporation and a political subdivision of the Commonwealth of Massachusetts, created as a means to develop a bulk power supply for its Members and other utilities. MMWEC is authorized to construct, own, or purchase ownership interests in, and to issue revenue bonds to finance, electric facilities (Projects). MMWEC has acquired ownership interests in electric facilities operated by other entities and also owns and operates its own electric facilities. MMWEC sells all of the capability (Project Capability) of each of its Projects to its Members and other utilities (Project Participants) under Power Sales Agreements (PSAs). Among other things, the PSAs require each Project Participant to pay its *pro rata* share of MMWEC's costs related to the Project, which costs include debt service on the revenue bonds

issued by MMWEC to finance the Project, plus 10% of MMWEC's debt service to be paid into a Reserve and Contingency Fund. In addition, should a Project Participant fail to make any payment when due, other Project Participants of that Project may be required to increase (step-up) their payments and correspondingly their Participant's share of that Project's Project Capability to an additional amount not to exceed 25% of their original Participant's share of that Project's Project Capability. Project Participants have covenanted to fix, revise, and collect rates at least sufficient to meet their obligations under the PSAs.

MMWEC has issued separate issues of revenue bonds for each of its eight Projects, which are payable solely from, and secured solely by, the revenues derived from the Project to which the bonds relate, plus available funds pledged under MMWEC's Amended and Restated General Bond Resolution (GBR) with respect to the bonds of that Project. The MMWEC revenues derived from each Project are used solely to provide for the payment of the bonds of any bond issue relating to such Project and to pay MMWEC's cost of owning and operating such Project and are not used to provide for the payment of the bonds of any bond issue relating to any other Project.

MMWEC operates the Stony Brook Intermediate Project and the Stony Brook Peaking Project, both fossil-fueled power plants. MMWEC has a 3.7% interest in the W.F. Wyman Unit No. 4 plant, which is operated and owned by its majority owner, FPL Energy Wyman IV, LLC, an indirect subsidiary of NextEra Energy Resources LLC (formerly FPL Energy LLC), and a 4.8% ownership interest in the Millstone Unit 3 nuclear unit, operated by Dominion Nuclear Connecticut, Inc. (DNCI), the majority owner and an indirect subsidiary of Dominion Resources, Inc. DNCI also owns and operates the Millstone Unit 2 nuclear unit. The operating license for the Millstone Unit 3 nuclear unit extends to November 25, 2045.

A substantial portion of MMWEC's plant investment and financing program is an 11.6% ownership interest in the Seabrook Station nuclear generating unit operated by NextEra Energy Seabrook, LLC (NextEra Seabrook) (formerly FPL Energy Seabrook LLC), the majority owner and an indirect subsidiary of NextEra Energy Resources LLC (formerly FPL Energy LLC). The operating license for Seabrook Station extends to March, 2030. NextEra Seabrook has stated its intention to request an extension of the Seabrook Station operating license beyond March 2030.

Pursuant to the PSAs, the MMWEC Seabrook and Millstone Project Participants are liable for their proportionate share of the costs associated with decommissioning the plants, which costs are being funded through monthly Project billings. Also the Project Participants are liable for their proportionate share of the uninsured costs of a nuclear incident that might be imposed under the Price-Anderson Act (Act). Originally enacted in 1957, the Act has been renewed several times. In July 2005, as part of the Energy Policy Act of 2005, Congress extended the Act until the end of 2025.

Reading Municipal Light Department has entered into PSAs and Power Purchase Agreements (PPAs) with MMWEC. Under both the PSAs and PPAs, the Department is required to make certain payments to MMWEC payable solely from Department revenues. Under the PSAs, each Participant is unconditionally obligated to make all payments due to MMWEC, whether or not the Project(s) is completed or operating, and notwithstanding the suspension or interruption of the output of the Project(s).

MMWEC is involved in various legal actions. Seven municipal light departments that are Participants under PSAs with MMWEC have submitted a demand for arbitration of a dispute relating to charges under the PSAs.

After the July 1, 2009 principal payment, total capital expenditures for MMWEC's Projects amounted to \$ 1,553,974,000, of which \$ 112,010,000 represents the amount associated with the Department's share of Project Capability of the Projects in which it participates, although such amount is not allocated to the Department. MMWEC's debt outstanding for the Projects includes Power Supply System Revenue Bonds totaling \$ 570,245,000, of which \$ 30,338,000 is associated with the Department's share of Project Capability of the Projects in which it participates, although such amount is not allocated to the Department. After the July 1, 2009 principal payment, MMWEC's total future debt service requirement on outstanding bonds issued for the Projects is \$ 614,973,000, of which \$ 31,695,000 is anticipated to be billed to the Department in the future.

The estimated aggregate amount of Reading Municipal Light Department's required payments under the PSAs and PPAs, exclusive of the Reserve and Contingency Fund billings, to MMWEC at June 30, 2009 and estimated for future years is shown below.

	<u>Annual Costs</u>
For years ended June 30, 2010	\$ 4,867,000
2011	4,674,000
2012	4,657,000
2013	4,702,000
2014	4,154,000
2015 - 2019	<u>8,641,000</u>
Total	<u>\$ 31,695,000</u>

In addition, under the PSA's, the Department is required to pay to MMWEC its share of the Operation and Maintenance (O&M) costs of the Projects in which it participates. The Department's total O&M costs including debt service under the PSAs were \$ 16,070,000 and \$ 15,726,000 for the years ended June 30, 2009 and 2008, respectively.

20. Risk Management

The government is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; and natural disasters for which the government carries commercial insurance. There were no significant reductions in insurance coverage from the previous year and have been no material settlements in excess of coverage in any of the past four fiscal years.

21. Leases

Related Party Transaction - Property Sub-Lease

The Department is sub-leasing facilities to the Reading Massachusetts Town Employees Federal Credit Union. The original sub-lease agreement commenced in December 2000 and ended in November 2005. A new agreement, which extended the lease through November 30, 2008, was signed on December 1, 2005. An additional amendment, effective December 1, 2008, extends the lease through November 30, 2011. The following is the future minimum rental income for the years ending June 30:

2010	\$ 8,712
2011	8,712
2012	<u>3,630</u>
Total	\$ <u>21,054</u>

Other Income - Property Sub-Lease

The Department is sub-leasing facilities to Reading Community Television Inc. The original sub-lease agreement commenced in March 2000 and ended in November 2008. An amendment effective December 1, 2008 extends the lease through November 30, 2009. Under the terms of the new agreement, the future minimum rental income for the year ending June 30, 2010 is \$ 8,000.

22. Power Authority of the State of New York (PASNY) Credit

The Department purchases power from the Power Authority of the State of New York (PASNY). This power, which is generated at Niagara, is less expensive than most other purchased power. Federal regulations require that only residential customers get the benefit of this lower cost. The reduction in residential customer bills, compared to non-residential customers is known as the PASNY credit.

Prior to fiscal year 2009, the Department accounted for this credit as a purchase power operating expense. In fiscal year 2009, the Department began accounting for this credit as a contra-revenue, similar to its accounting treatment of other customer discounts and refunds.

**READING MUNICIPAL LIGHT DEPARTMENT
SCHEDULE OF FUNDING PROGRESS
REQUIRED SUPPLEMENTARY INFORMATION
June 30, 2009
(Unaudited)
(Amounts Expressed in thousands)**

Other Post-Employment Benefits

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percent- age of Covered Payroll [(b-a)/c]
06/30/08	\$ -	\$ 8,085,388	\$ 8,085,388	0.0%	N/A	N/A

See Independent Auditors' Report.