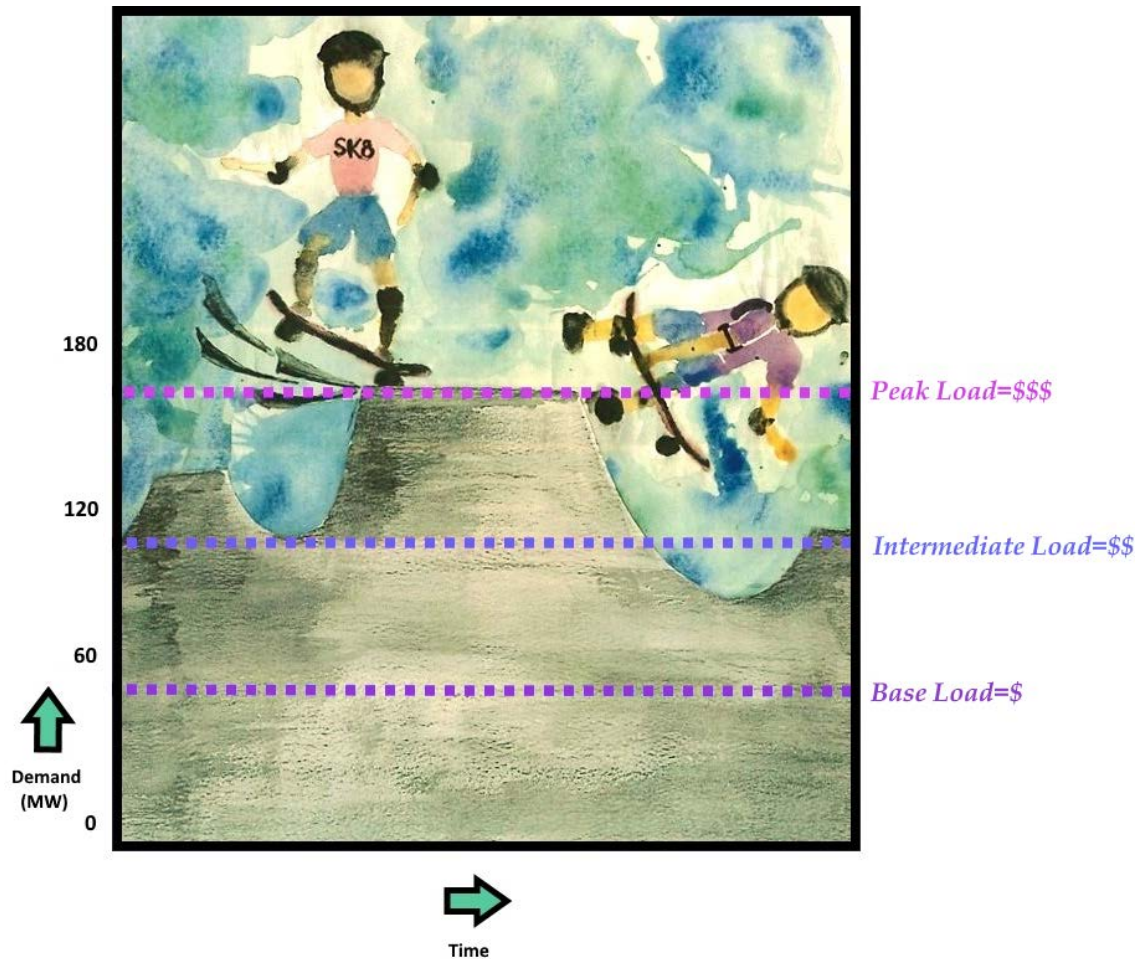


SHRED THE PEAK



RMLD



Reading Municipal Light Department
RELIABLE POWER FOR GENERATIONS

ANNUAL REPORT FY 2016

To our customers,

Reading Municipal Light Department (RMLD) made significant progress over the last year in meeting its goals to reorganize, increase efficiency measures, reduce peak demand, improve employee skill sets, address reliability in short-and-long term maintenance and system capacity issues.



The electric industry remains volatile while the New England area rates continue to rise due to capacity and transmission costs. The region has also made a major move towards embracing renewables, including solar. While RMLD has positioned itself to capture the benefits of the renewables for its customers, e.g. RMLD's new Community Solar Choice Program, RMLD must at the same time focus on mitigating revenue impacts that the renewables may pose as a competition to electric sales. Solar, for example, can be a challenge for the enterprise side of RMLD, as well as how it impacts the physical balancing and safety of the electrical system itself.

To re-emphasize our continued efforts over the past year, RMLD remains in a transition phase from reactive to proactive. A quality electric utility must have the ability to be proactive in all disciplines of planning, including system function and operation, staffing, succession and skill training. It must have the ability to be reactive through planned reaction procedures to unforeseen events, such as weather and power market volatility. It must be diligent in ensuring that its plans and strategies are reviewed at such a frequency so as to ensure that the utility stays aligned with the path of success. RMLD staff has continued its hard work to review, develop and implement all of the necessary actions to ensure a high level of quality.

The focus of peak reduction remains one of the key factors in rate cost savings. Shaving our peak usage during peak periods, typically during hot summer months, has intensified. The savings associated with the shaving of just one megawatt during peak hours is now worth more than double it was last year. Communication efforts, Twitter, and a whole host of RMLD programs, now target peak reductions. In fact, our school educational piece will focus on the benefits of shaving the peak with a new and more hip motto of "SHRED THE PEAK."

The institutions of higher education have long been known for their ability to implement change management through the education of children up to their parents. For example, recycling. Our schools have made excellent headway in changing the way our children and we as adults look at waste, its cost and its overall impact to our environment. Recycling is now a common household term. RMLD wants to utilize the same strategies from the ground up to educate about the value of conservation, especially during peak demand times, when the price of electricity is at its highest and when most of the more inefficient and environmental impacting generators are called for action.

Our cover art depicts skate boarders SHREDDING THE PEAK. Looking forward, the RMLD will be changing its T-Shirt contest to an art contest on this theme. The art work will be displayed in RMLD using recycled framing. RMLD will be looking to introduce a similar contest into the high school art program using a blend of mixed media like photography to depict similar conservation and peak reduction aspects.

Join us in our continued efforts to get greener, be efficient, go paperless, and SHRED THE PEAK.

Sincerely,

A handwritten signature in dark ink, appearing to read "COLEEN O'BRIEN".

Coleen O'Brien
General Manager



Founded in 1894, Reading Municipal Light Department (RMLD) is a municipal electric utility serving Reading, North Reading, Wilmington, and Lynnfield Center. RMLD is the second largest of 41 Massachusetts Municipal Light Plants and is not-for-profit, locally owned and locally controlled.

A Board of Light Commissioners elected by Reading voters governs the utility. A Citizens' Advisory Board, appointed by the four communities we serve, makes recommendations to the Board of Commissioners.



RMLD Board of Commissioners



Thomas O'Rourke
Chair



Philip Pacino
Vice Chair



David Talbot
Commissioner



John Stempeck
Commissioner



David Hennessy
Commissioner



RMLD Citizens' Advisory Board

George Hooper, Chair - Wilmington
(Middle Left)
David Nelson, Vice Chair – Lynnfield
(Right)
David Mancuso, Secretary – Reading
(thru April 2016, missing from
photo)
Dennis P. Kelley – Wilmington (Left)
Mark Chrisos- North Reading
(Middle Right)

FOCUSING ON PEAK PERFORMANCE

In our continuing effort to bring RMLD to the forefront of the demanding electrical utility industry, we consistently strive to improve efficiency, thereby attaining peak performance. RMLD not only delivers electricity to our customers, but also provides information, support, and incentive programs on energy awareness, electrical safety, and electrical efficiency. These valuable resources help to keep costs down, which translates to customer savings. Our employees are working to ensure peak performance in all aspects of the electric utility business.

In FY 2016, many initiatives were implemented to improve overall electric system performance and increase organizational efficiency and productivity. This was accomplished by designing a technology roadmap, implementing approved Reliability and Organizational Study Recommendations, commencing the transition toward Asset Management Strategy, developing a comprehensive ten-point infrastructure maintenance plan, and developing a peak shaving model/portfolio with the Integrated Resources Division (IRD).

The IRD combines energy services, the purchase of power, the creation of new efficiency programs and the marketing of these programs, all related to lowering RMLD's peak usage (and that of its customers) to keep rates stable and to help customers save money on their electric bills.

The electric demand (kW or MW) is a measure of the rate of energy used by electrical equipment during a specific time period. The rate of energy used is based on the number and size of the electrical equipment being run. The amount of equipment connected and operating simultaneously will determine the rate of electricity or demand used during any given time.

Demand reduction results in cost benefits through a decrease in capacity, transmission, and energy costs. RMLD incentives for peak reduction are the basis for our rebate structure, Demand Response, and the Peak Demand Reduction (PDR)

programs. The reduction of peak demand translates to lower electric bills for our customers, as does our Time-of-Use (TOU) rate and the Hot Water Heater Program rate.

RMLD encourages the efficient use of electricity by interacting with and educating customers, building relationships, promoting energy awareness, and familiarizing customers with relevant aspects of lighting, HVAC, motors and compressors.

RMLD has embraced and utilized advanced technologies by implementing Smart Grid technology and offering rebates on residential electric vehicle charging stations. Our IRD and Engineering groups keep on top of industry challenges on the distribution and generation side, where we are currently researching the cost benefit and integration of adding technologies such as gas peaking units, community solar power, and battery storage into our portfolio as a means of diversity and peak reduction.

The key to making each of these improvements, programs, and incentives successful is communication. Internally and externally, we continue to meet our goal from the prior year. The *Be Efficient, Get Greener, Go Paperless* campaign is addressed in every aspect of the business. Our newsletter *In Brief* is now digital: customers can read it on our website or receive a link via email. Our new Twitter application and our new phone application work to communicate critical information to our customers. This Annual Report was designed and written in-house and is 100% paperless.

Efficient means of communications change rapidly in the world today. Establishing and maintaining a consistent two-way communication path is often challenging. Adaptation is key as more and more people are discontinuing their landline phones and turning to the internet to get their information. This translates to RMLD continuing its effort to keep contact information up to date. We have made a concerted campaign to ask our customers to provide their information and have been successful in increasing our database of emails to over 17,000. Having the means to reach every one of our customers through paperless communication will lend itself to success by

sharing knowledge, program updates, and electric system status, as well as receiving customer feedback.

FY 2016 Statistics

System peak demand	156,283 kW occurring on July 20, 2015, at 4:00 pm. This was 9.4% lower than the highest peak demand of 172,493 kW set in August 2006.
Retail sales	702,142,797 kWh
Customer calls for service	1,390
Pole installations	129
Meter replacements	234
DigSafe calls	4,269
New services	Reading – 24 residential; 19 commercial/industrial North Reading – 9 residential; 10 commercial/industrial Lynnfield – 20 residential; 1 commercial/industrial Wilmington – 58 residential; 21 commercial/industrial TOTAL: 111 new residential services represent a decrease from these services in FY 2015 51 new commercial/industrial services represent an increase from these services in FY 2015

FY 2016 PEAK PERFORMANCE ACCOMPLISHMENTS

RMLD continues its focus on peak performance by moving from reactive to proactive. Peak performance is achieved through planned efforts and proper communication. Newly updated Terms and Conditions, combined with a new Service Requirements Handbook, help to ensure that the RMLD is meeting today's best industry practices and standards. Implementation of ten maintenance programs, reorganizing divisions within RMLD, focusing on talent management, career development plans (CDPs), policy and procedure development and updates, and long-term planning are just the bold highlights of this year's successes on our journey to the peak. Staff's detailed peak journey highlights are on the following (paperless) pages.

BUSINESS AND FINANCIAL

- Upgraded financial and billing software and hardware;
- Budget prepared and Capital and Expense presented (six-year projections);
- Performed annual audit and received no management letter;
- Continued implementing Cost of Service Study recommendations;
- Continued development of E-paystubs and E-stock sheets to continue paperless automation and increase efficiency; and
- Continued monthly financial meetings.

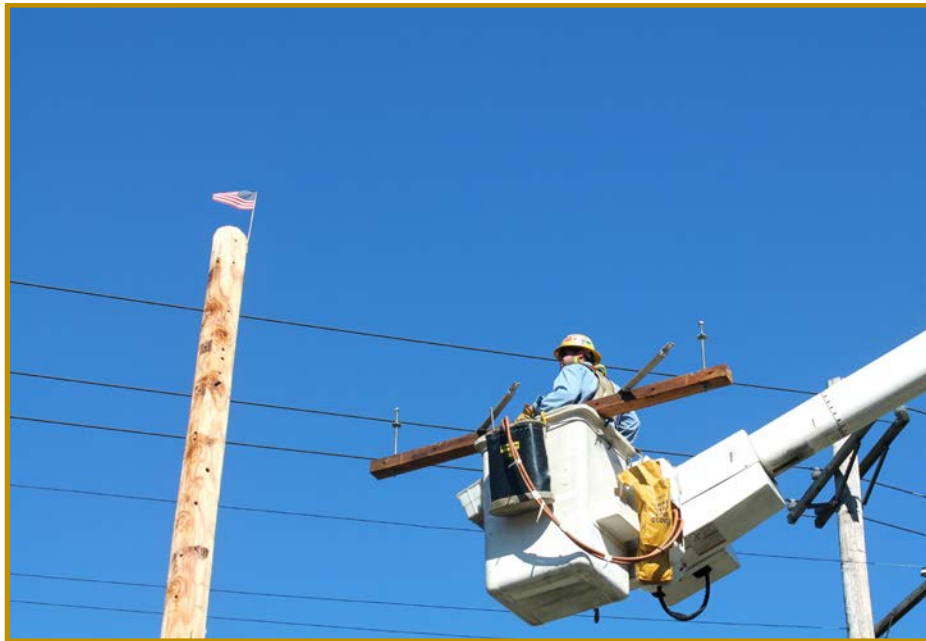
EFFICIENCY MEASURES

- Provided quarterly updates for \$250,000 LED grant from Department of Energy (DOE); split between streetlights in all four towns and LED rebates for commercial and residential customers;
- Completed first year of three year LED street light retrofit installation,
- Implemented Paperless Business Objective;
- RMLD web store is up and running;
- Continued to develop economic incentive programs to attract and retain customers; and
- Continued updates of residential and commercial rebate and incentive programs, including incorporation into school programs.

SYSTEM RELIABILITY

- Installed 70 “500 Club” Advanced Metering Infrastructure (AMI) meters;
- Implemented AMI mesh network overlay to fixed network system;
- Developed long-term roadmap for distribution automation;
- Continued hardware and software upgrades for Survalent SCADA system to enable system automation;
- Formalized Safety Program including General Safety Committee and Electrical Safety Committee;
- Ensured NERC compliance and applicable safety and industry standards;
- Developed Environmental Assessment and recommendations;
- Implemented double pole tracking software (NJUNS) with Verizon, Comcast and local fire departments;
- Implemented GIS Overhaul Plan;
- Implemented Demand Response programs;
- Performed all Reliability Safety Upgrades as recommended by the Reliability Study;
- Continued implementation of comprehensive system maintenance programs:
 - Pole testing;
 - Manhole inspections;

- Transformer Load Management (TLM) analysis and replacement scheduling;
 - Porcelain cutout replacement;
 - Asset management database for predictive and preventative maintenance;
 - Tree Trimming Program;
 - Vegetation Management Program;
 - Completed all baseline substation maintenance and infrared substation scans;
 - Performed quarterly inspection of distribution feeders; and
 - Developed and implemented a new Service Inspection Program.
- Upgraded 15kV breakers at Station 4 in Reading;
 - Commenced reinsulating bus at Station 5;
 - Completed the System Protection and Coordination Study; and
 - Maintained Reliability Indices (SAIDI, CAIDI, and SAIFI).



System Reliability Indices

Key industry standard metrics have been identified to enable the RMLD to measure and track system reliability.

SAIDI (System Average Interruption Duration Index) is defined as the average interruption duration (in minutes) for customers served by the utility system during a specific time period.

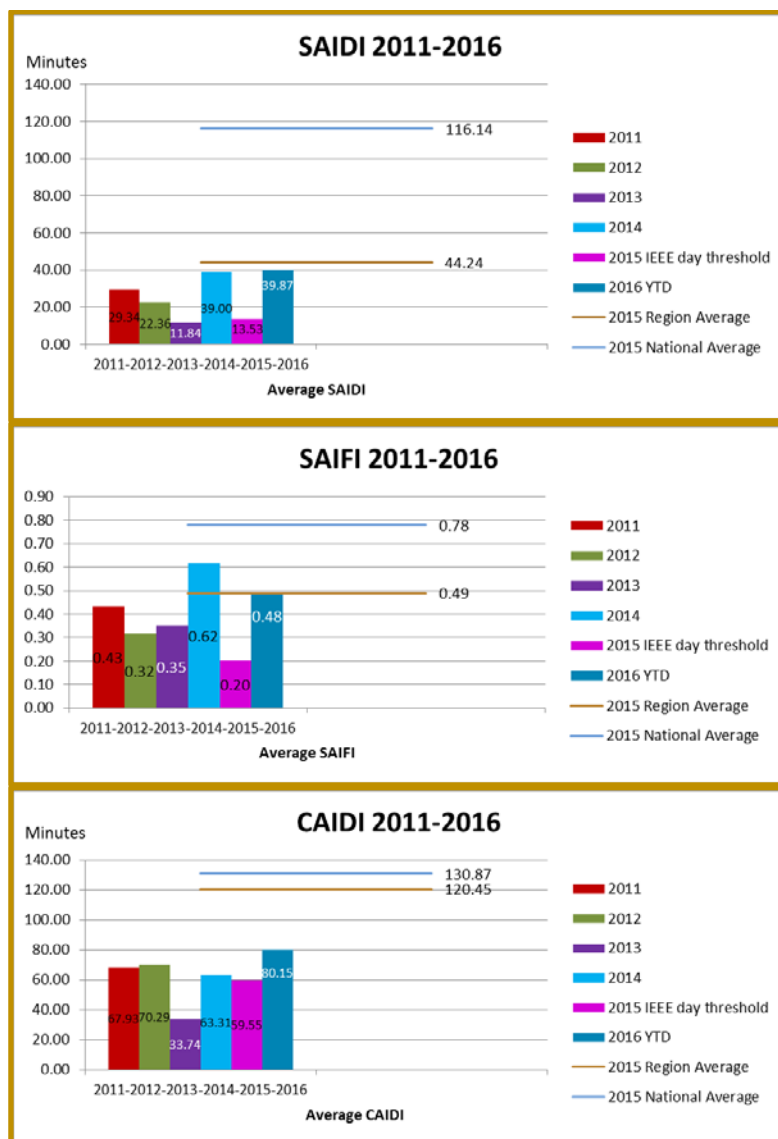
SAIDI = the sum of all customer interruption durations within the specified timeframe ÷ average number of customers served during that period.

SAIFI (System Average Interruption Frequency) is defined as the average number of instances a customer on the utility system will experience an interruption during a specific time period.

SAIFI = the total number of customer interruptions ÷ average number of customers served during that period.

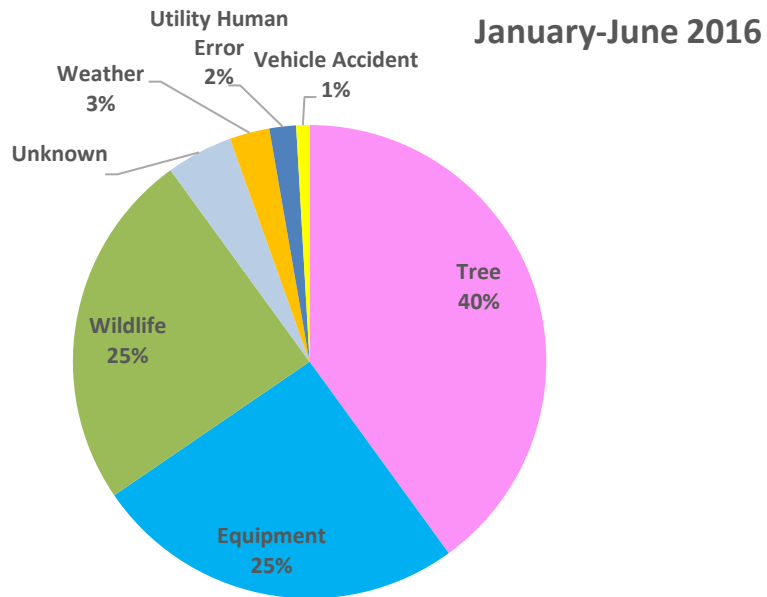
CAIDI (Customer Average Interruption Duration Index) is defined as the average duration (in minutes) of an interruption experienced by customers during a specific timeframe.

CAIDI = the sum of all customer interruption durations during that time period ÷ the number of customers that experienced one or more interruptions during that time period.

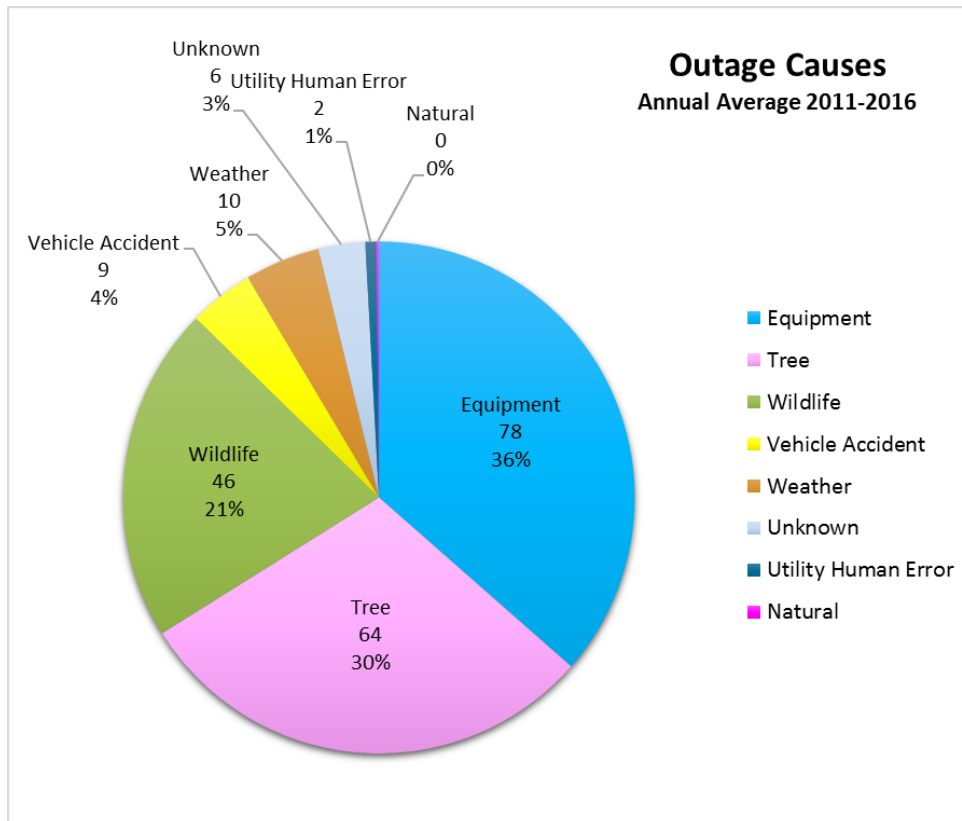


System Outages

Outage Causes Calendar YTD (from eReliability website)



Outage Cause	Count
Tree	44
Equipment	28
Wildlife	27
Unknown	5
Weather	3
Utility Human Error	2
Vehicle Accident	1
Total	110



LEADERSHIP

- Updated the RMLD Terms and Conditions;
- Created a new comprehensive RMLD Service Requirements Handbook;
- Continued implementation of Organizational Study Recommendations (organizational assessment of structure, job descriptions, skill sets, career development plans, succession planning, and best utility business practices);
- Continued to delegate, monitor, mentor, and support the impact of culture changes resulting from transitioning the company from reactive to proactive;
- Continued the full policy review for legal compliance;
- Continued implementation of Reliability Study Recommendations; and
- Communicated effectively, frequently, and with transparency, to educate and inform the RMLD Board of Commissioners and the Citizens' Advisory Board (CAB), on the general information pertaining to the health and operations of RMLD, along with any issues relating to governance or unusual situations.

COMMUNICATIONS AND COMMUNITY RELATIONS

- INTERNAL
 - Continued development of intranet, Division Dashboards, and SharePoint;
 - Increased regular senior staff meetings; and
 - Continued quarterly company meetings.
- EXTERNAL
 - Implemented Communications roadmap;
 - Met with each of the town safety officers (police and fire) and determined appropriate emergency response data for Reverse 911 on major outages, power warnings, and other trouble issues;
 - Implemented Twitter to communicate area outage information in real time;
 - Created RMLD phone app to be used to report outages, and to access the online store for energy efficient merchandise;
 - Continued *Be Efficient, Get Greener, Go Paperless* public relations campaign;
 - Developed and implemented the *Shred the Peak* campaign;
 - Met with Town Managers and Boards of Selectman bi-annually and provided presentation updates;
 - Worked to develop a strong communication effort between Town Selectmen, RMLD Board of Commissioners and CAB members;
 - Held 3rd Annual Public Power Open House;
 - Collected 17,000 E-mails for customer database;
 - Continued working relationships with state and national utility associations;

- Communicated effectively with community and business interests in the four towns;
- Highlighted benefits of receiving electric service from RMLD in order to foster economic development to attract new customers and retain existing customers; and
- Actively involved in industry changes at federal and state levels to mitigate impact. Issues included REGGIE refund money, transmission and capacity increases, behind-the-fence generation and reconstitution.

TALENT MANAGEMENT

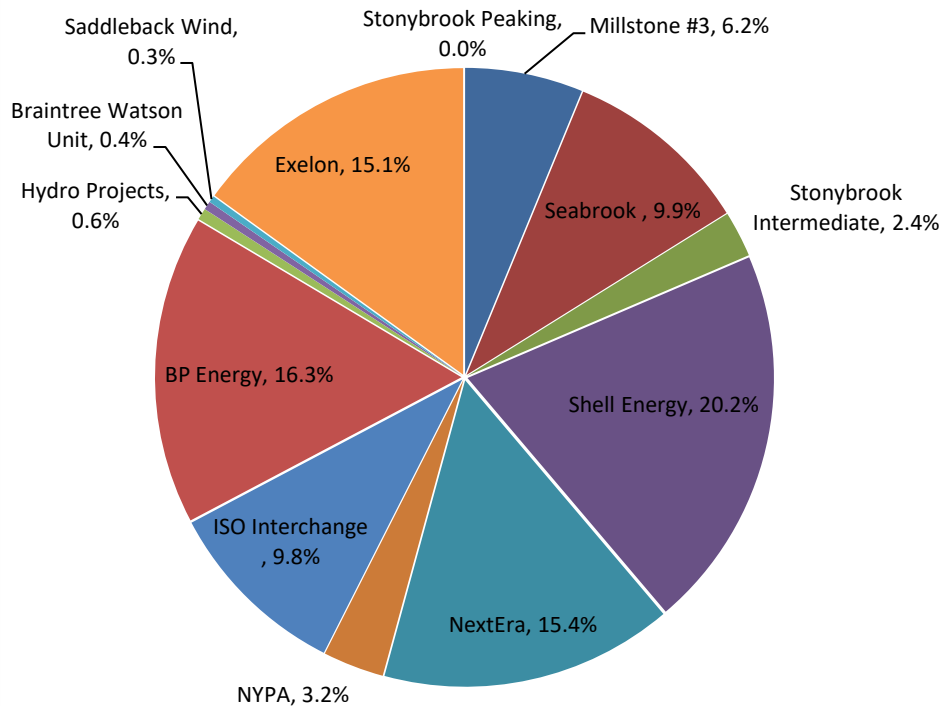
- Developed new formal Safety Program; with Engineering and Operations and general subcommittees;
- Met all Career Development Plan (CDP) training targets for each job description and restructured organizational chart for optimal efficiency, safety and succession;
- Based on Organizational Study, continued Phase II, Change Management and synced CDPs with newly written job descriptions with wage scales;
- Restructured Integrated Resources Division to include Customer Service and Community Relations;
- Restructured Business Finance Division to include review of job descriptions and Career Development Plans with wage scales;
- Continued National Electrical Safety Code Training (NESC);
- Implemented results of Arc Flash Study;
- Improved all aspects of Talent Management;
- Worked to develop healthy MIIA program offerings to employees;
- Union negotiations ongoing for 90% of organization; and
- Updated RMLD HR policies and union contracts to meet new and changed Federal and State laws.

POWER SUPPLY/RATES

- Updated and filed new rates with Massachusetts DPU effective July 1, 2015;
- Provided budget input projections for electricity line items to towns for appropriate transition to budget process;
- Continued laddering and layering approach for power supply procurement strategy, including renewable projects;
- Continued Renewable Energy Credit (REC) sales;
- Attended ISO-NE's Participant Committee Meetings with State Regulators and ISO-NE Board members;
- 34 Energy and Lighting Commercial Rebate Projects, 654 residential Energy Star appliance rebates, 273 residential home energy audits and 12 residential electric vehicle charger rebates;

- \$325,424 energy conservation fund dollars used, resulting in 1,269,919 kWh, 589kW savings;
- Implemented Peak Demand Reduction (PDR) Program for our “500 Club,” (commercial, industrial, and our municipal customers). To date, 14 customers have formally signed onto the PDR Program and our load-shedding results have been in the 1 MW to 2 MW range, resulting in approximately \$45,000 in customer capacity credits and ~\$9,000 in customer transmission credits;
- Commenced installation of 2.5MW Distributed Generation (DG) peak shaving system at substation;
- Coordinated efforts to work with some of our largest customers, to site DG assets at their facilities;
- Implemented detailed plan for RMLD’s version of a Community Shared Solar Program. Our program will be called *Solar Choice* and replaces our *Green Choice* program. Received authorization from Massachusetts DOER that RMLD’s project at 326 Ballardville Street qualifies as Community Shared Solar;
- Actively participated in Towns’ economic development discussions;
- Attended several technical seminars on Energy Storage applications for the Utility Industry; and
- Attended industry training on Interconnecting Distributed Generation.

RMLD Energy by Resources



CONSTRUCTION

Construction throughout the system is performed to provide reliability enhancement, to connect new loads, or to address areas requiring upgrades. This work includes both overhead and underground cable installation, service installation and upgrades, installation and removal of poles, transfers of electrical equipment, and performing work related to Massachusetts Highway Projects (Force Accounts).

Reading:

Circuit Upgrades:

- Approximately 1,600 circuit feet of primary cable and two switches were installed on Oak Street to complete the 4W5/4W6 tie.

Pole Line Upgrades:

- West Street – replaced, relocated, and transferred 35 poles for the MassDOT West Street Roadway Project.

Commercial/Industrial:

Notable examples of new service additions or upgrades:

- Cumberland Farms – 303 Salem Street;
- Perfecto's – 285 Main Street;
- Killam Portable Classroom – Charles Street;
- Reading Public Library – Middlesex Avenue;
- Chipotle – 45 Walkers Brook Drive; and
- Anthony's Coal Fired Pizza – 45 Walkers Brook Drive.

Wilmington:

Circuit Upgrades:

- Approximately 500 feet of primary and 150 feet of secondary cable were installed on Cottage Road.
- Approximately 400 feet of primary and 400 feet of secondary cable were installed on Jacquith Road.
- Approximately 4,100 feet of primary and 800 feet of secondary cable were installed on Andover Street.
- Approximately 1,100 feet of primary and 1,200 feet of secondary cable were installed on Federal Street.

Pole Line Upgrades:

- Transferred two primary circuits, secondary cable, street lights, and services on 16 poles on Salem Street between Woburn Street and the North Reading town line.
- Replaced 29 poles, transferred five primary circuits, secondary cable, street lights, and services on Lowell Street between West and Woburn Streets.

Commercial/Industrial:

Notable examples of new service additions or upgrades:

- Tecomet – 301 Ballardvale Street;
- Federal Express – 45 Industrial Way; and
- Commercial Building – 15 Church Street.

North Reading:

Circuit Upgrades:

- Approximately 500 feet of primary and 650 feet of secondary cable were installed at the trailer park at 142 Main Street.
- Approximately 600 feet of underground primary cable was installed on Northridge Lane.

Commercial/Industrial:

Notable examples of new service additions or upgrades:

- Thomson Country Club – 2 Mid Iron Drive; and
- Condominiums - 270 Main Street.

Lynnfield:

Circuit Upgrades:

- Approximately 800 feet of primary cable was installed on Tophet Road.
- Approximately 1,200 feet of underground primary cable was installed on Rourke Lane.
- Installed approximately 4,000 feet of duct bank along Cooks Farm Lane, Cortland Lane and Tophet Road as part of an area upgrade project. Approximately 5,000 feet of underground primary cable and 750 feet of underground secondary cable were installed on Cooks Farm Lane, Cortland Lane and Tophet Road.

Pole Line Upgrade:

- Transferred the primary circuit, secondary cable, street lights, and services on 12 poles on Walnut Street between Summer Street and Thistle Lane.



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

Annual Financial Statements

For the Year Ended June 30, 2016

Reading Municipal Light Department

TABLE OF CONTENTS

	<u>PAGE</u>
INDEPENDENT AUDITORS' REPORT	1
MANAGEMENT'S DISCUSSION AND ANALYSIS	3
BASIC FINANCIAL STATEMENTS:	
Proprietary Fund:	
Statements of Net Position	6
Statements of Revenues, Expenses, and Changes in Net Position	7
Statements of Cash Flows	8
Fiduciary Funds:	
Statements of Fiduciary Net Position	9
Statements of Changes in Fiduciary Net Position	10
Notes to Financial Statements	11
REQUIRED SUPPLEMENTARY INFORMATION	
Schedule of OPEB Funding Progress	35
Schedule of Proportionate Share of the Net Pension Liability	36
Schedule of Pension Contributions	37



INDEPENDENT AUDITORS' REPORT

To the Municipal Light Board
Town of Reading Municipal Light Department

Additional Offices:
Nashua, NH
Manchester, NH
Greenfield, MA
Ellsworth, ME

Report on the Financial Statements

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, Massachusetts), as of and for the year ended June 30, 2016 and the related notes to the financial statements, which collectively comprise the Department's basic financial statements as listed in the Table of Contents.

Management's Responsibility for the Financial Statements

The Department's 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 auditor's 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 business-type activities and the aggregate remaining fund information of the Town of Reading Municipal Light Department as of June 30, 2016, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Department's fiscal year 2015 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated October 29, 2015. In our opinion, the summarized comparative information presented herein as of and for the fiscal year ended June 30, 2015 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis, Schedule of OPEB Funding Progress, Schedule of Proportionate Share of the Net Pension Liability, and Schedule of Pension Contributions 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 evidence sufficient to express an opinion or provide any assurance.

Melanson Heath

October 20, 2016

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 Department's financial activities for the year ended June 30, 2016. The Department's performance is discussed and analyzed within the context of the accompanying financial statements and disclosures following this section.

A. OVERVIEW OF THE FINANCIAL STATEMENTS

The basic financial statements include (1) the Proprietary Fund Statements of Net Position, (2) the Proprietary Fund Statements of Revenues, Expenses and Changes in Net Position, (3) the Proprietary Fund Statements of Cash Flows, (4) the Fiduciary Funds Statements of Fiduciary Net Position, (5) the Fiduciary Funds Statements of Changes in Fiduciary Net Position, and (6) Notes to Financial Statements.

The Proprietary Fund Statements of Net Position is designed to indicate our financial position at a specific point in time. At June 30, 2016, it shows our net worth of \$104,814,487 which comprises \$72,202,413 invested in capital assets, \$4,494,953 restricted for depreciation fund, and \$28,117,121 unrestricted.

The Proprietary Fund Statements of Revenues, Expenses and Changes in Net Position summarize our operating results and reveal 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, 2016 was \$3,369,404.

The Proprietary Fund Statements of Cash Flows provide information about cash receipts, cash payments, investing, and financing activities during the accounting period. A review of our Proprietary Fund Statements of Cash Flows indicates that cash receipts from operating activities adequately covered our operating expenses in fiscal year 2016.

The following is a summary of the Department's financial data for the current and prior fiscal years.

Summary of Net Position

	<u>2016</u>	<u>2015</u>
Current assets	\$ 23,903,277	\$ 23,184,226
Noncurrent assets	95,390,705	93,572,180
Deferred outflows of resources	6,338,218	1,547,815
Total assets and deferred outflows of resources	<u>\$ 125,632,200</u>	<u>\$ 118,304,221</u>
Current liabilities	\$ 8,244,530	\$ 9,330,904
Noncurrent liabilities	11,690,011	7,528,234
Deferred inflows of resources	883,172	-
Total liabilities and deferred inflows of resources	20,817,713	16,859,138

(continued)

(continued)

Net position:		
Net investment in capital assets	72,202,413	69,916,349
Restricted for depreciation fund	4,494,953	5,434,308
Unrestricted	<u>28,117,121</u>	<u>26,094,426</u>
Total net position	<u>104,814,487</u>	<u>101,445,083</u>
Total liabilities and net position	<u>\$ 125,632,200</u>	<u>\$ 118,304,221</u>

Summary of Changes in Net Position

	<u>2016</u>	<u>2015</u>
Operating revenues	\$ 88,735,983	\$ 85,005,786
Operating expenses	<u>(84,146,744)</u>	<u>(80,359,819)</u>
Operating income	4,589,239	4,645,967
Non-operating revenues (expenses)	<u>(1,219,835)</u>	<u>(1,404,691)</u>
Change in net position	3,369,404	3,241,276
Beginning net position	<u>101,445,083</u>	<u>98,203,807</u>
Ending net position	<u>\$ 104,814,487</u>	<u>\$ 101,445,083</u>

B. FINANCIAL HIGHLIGHTS

Electric sales (net of discounts) were \$88,353,905 in fiscal year 2016, an increase of 5.20% from the prior year. In fiscal year 2016, kilowatt hours sold decreased by 1.97% to 676,128,060, compared to 689,722,742 in fiscal year 2015. In fiscal year 2016, customers received credits of \$63,410 in purchase power fuel charge adjustments, compared to charges of \$1,047,590 in fiscal year 2015.

In fiscal year 2015, the Department restructured its rates and began billing customers purchase power capacity and transmission costs separately from the base rate. In fiscal year 2016, customers were charged purchase power capacity and transmission adjustments of \$445,488.

Operating expenses totaled \$84,146,744 in fiscal year 2016, an overall increase of 4.71% from fiscal year 2015. The largest portion of this total, \$63,700,338, was for purchase power costs. Other operating expenses included \$15,101,267 for general operating and maintenance costs, \$1,400,347 for voluntary payments to Towns, and depreciation expense of \$3,944,792. In fiscal year 2016, the depreciation rate was 3.0%.

In fiscal year 2016, the Department contributed \$1,500,000 to the Reading Municipal Light Department Employees' Retirement Trust ("Pension Trust") and the Pension Trust contributed \$1,464,711 to the Town of Reading Contributory Retirement System on behalf of the Department's employees.

In fiscal year 2016, the Department contributed \$308,795 to the Other Post-Employment Benefits Trust ("OPEB Trust"), which was equal to its actuarially determined liability at June 30, 2016. As a result, the Department had no unfunded OPEB liability at June 30, 2016. Additional information on the Department's OPEB contributions can be found in Note 17 on pages 22-25 of this report.

C. CAPITAL ASSET AND DEBT ADMINISTRATION

Capital assets. Total investment in land at year end amounted to \$1,265,842; there was no change from the prior year. Total investment in depreciable capital assets at year-end amounted to \$70,936,570 (net of accumulated depreciation), an increase of \$2,286,063 from the prior year. This investment in depreciable capital assets includes structures and improvements, equipment and furnishings, and infrastructure assets.

Debt and other long-term liabilities. At the end of the current fiscal year, the Department had no outstanding bonded debt.

Additional information on capital assets and other long-term liabilities can be found in the Notes to Financial Statements.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the Town of Reading Municipal Light Department's finances for all those with an interest in the Department'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, MASSACHUSETTS
MUNICIPAL LIGHT DEPARTMENT

BUSINESS-TYPE PROPRIETARY FUND
STATEMENTS OF NET POSITION

JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
ASSETS		
Current:		
Unrestricted cash and short-term investments	\$ 13,123,605	\$ 13,151,862
Receivables, net of allowance for uncollectable	8,203,587	7,314,059
Prepaid expenses	985,756	1,137,898
Inventory	<u>1,590,329</u>	<u>1,580,407</u>
Total current assets	23,903,277	23,184,226
Noncurrent:		
Restricted cash and short-term investments	21,815,636	22,344,776
Restricted investments	1,345,663	1,284,061
Investment in associated companies	26,994	26,994
Land	1,265,842	1,265,842
Capital assets, net of accumulated depreciation	<u>70,936,570</u>	<u>68,650,507</u>
Total noncurrent assets	95,390,705	93,572,180
DEFERRED OUTFLOWS OF RESOURCES	<u>6,338,218</u>	<u>1,547,815</u>
TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES	125,632,200	118,304,221
LIABILITIES		
Current:		
Accounts payable	5,484,732	5,097,838
Accrued liabilities	449,404	585,104
Customer deposits	901,905	846,361
Customer advances for construction	1,007,142	889,774
Due to Pension Trust	-	1,500,000
Due to OPEB Trust	-	345,382
Current portion of long-term liabilities:		
Accrued employee compensated absences	<u>401,347</u>	<u>66,445</u>
Total current liabilities	8,244,530	9,330,904
Noncurrent:		
Accrued employee compensated absences	2,856,462	3,004,043
Net pension liability	<u>8,833,549</u>	<u>4,524,191</u>
Total noncurrent liabilities	11,690,011	7,528,234
DEFERRED INFLOWS OF RESOURCES	<u>883,172</u>	<u>-</u>
TOTAL LIABILITIES AND DEFERRED INFLOWS OF RESOURCES	20,817,713	16,859,138
NET POSITION		
Net investment in capital assets	72,202,413	69,916,349
Restricted for depreciation fund	4,494,953	5,434,308
Unrestricted	<u>28,117,121</u>	<u>26,094,426</u>
TOTAL NET POSITION	<u>\$ 104,814,487</u>	<u>\$ 101,445,083</u>

The accompanying notes are an integral part of these financial statements.

TOWN OF READING, MASSACHUSETTS
MUNICIPAL LIGHT DEPARTMENT

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

FOR THE YEARS ENDED JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
Operating Revenues:		
Electric sales, net of discounts of \$3,294,567 and \$2,953,502 respectively	\$ 88,353,905	\$ 83,985,195
Purchase power adjustments:		
Fuel charge adjustment	(63,410)	1,047,590
Capacity and transmission adjustment	<u>445,488</u>	<u>(26,999)</u>
Total Operating Revenues	88,735,983	85,005,786
Operating Expenses:		
Purchase power	63,700,338	61,073,227
Operating	12,848,727	11,606,195
Maintenance	2,252,540	2,423,204
Voluntary payments to towns	1,400,347	1,395,728
Depreciation	<u>3,944,792</u>	<u>3,861,465</u>
Total Operating Expenses	<u>84,146,744</u>	<u>80,359,819</u>
Operating Income	4,589,239	4,645,967
Nonoperating Revenues (Expenses):		
Interest income	209,514	122,693
MMWEC surplus	250,690	212,689
Intergovernmental grants	125,000	62,500
Contributions in aid of construction	285,921	64,474
Return on investment to Town of Reading	(2,370,445)	(2,332,863)
Loss on disposal of capital assets	(85,561)	(58,296)
Other	<u>365,046</u>	<u>524,112</u>
Total Nonoperating Revenues (Expenses), Net	<u>(1,219,835)</u>	<u>(1,404,691)</u>
Change in Net Position	3,369,404	3,241,276
Net Position at Beginning of Year	<u>101,445,083</u>	<u>98,203,807</u>
Net Position at End of Year	<u>\$ 104,814,487</u>	<u>\$ 101,445,083</u>

The accompanying notes are an integral part of these financial statements.

TOWN OF READING, MASSACHUSETTS
MUNICIPAL LIGHT DEPARTMENT

BUSINESS-TYPE PROPRIETARY FUND
STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
<u>Cash Flows From Operating Activities:</u>		
Receipts from customers and users	\$ 87,519,922	\$ 84,638,647
Payments to vendors and employees	(81,064,473)	(76,424,486)
Customer purchase power adjustments	382,077	1,020,591
Net Cash Provided By (Used For) Operating Activities	6,837,526	9,234,752
<u>Cash Flows From Noncapital Financing Activities:</u>		
Return on investment to Town of Reading	(2,370,445)	(2,332,863)
MMWEC surplus	250,690	212,689
Other	365,047	524,112
Net Cash Provided By (Used For) Noncapital Financing Activities	(1,754,708)	(1,596,062)
<u>Cash Flows From Capital and Related Financing Activities:</u>		
Acquisition and construction of capital assets	(6,316,416)	(3,642,005)
Contributions in aid of construction	403,289	553,592
Intergovernmental revenues	125,000	62,500
Net Cash Provided By (Used For) Capital and Related Financing Activities	(5,788,127)	(3,025,913)
<u>Cash Flows From Investing Activities:</u>		
Investment income	209,514	122,693
(Increase) decrease in restricted cash and investments	467,538	(3,116,820)
Net Cash Provided By (Used For) Investing Activities	677,052	(2,994,127)
Net Change in Unrestricted Cash and Short-Term Investments	(28,257)	1,618,650
Unrestricted Cash and Short-Term Investments, Beginning of Year	13,151,862	11,533,212
Unrestricted Cash and Short-Term Investments, End of Year	\$ 13,123,605	\$ 13,151,862
<u>Reconciliation of Operating Income to Net Cash:</u>		
Operating income	\$ 4,589,239	\$ 4,645,967
Adjustments to reconcile operating income to net cash provided by (used for) operating activities:		
Depreciation expense	3,944,792	3,861,465
(Increase) decrease in:		
Accounts receivable	(889,528)	556,991
Prepaid and other assets	152,142	(365,132)
Inventory	(9,922)	(172,907)
Deferred outflows of resources	(4,790,403)	-
Accounts payable and accrued liabilities	438,515	834,214
Due to pension trust	(1,500,000)	125,462
Due to other postemployment benefits trust	(345,382)	345,382
Net pension liability	4,309,358	(519,874)
Deferred inflows of resources	883,172	-
Other	55,543	(76,816)
Net Cash Provided By (Used For) Operating Activities	\$ 6,837,526	\$ 9,234,752

The accompanying notes are an integral part of these financial statements.

TOWN OF READING, MASSACHUSETTS
MUNICIPAL LIGHT DEPARTMENT

FIDUCIARY FUNDS
STATEMENTS OF FIDUCIARY NET POSITION

JUNE 30, 2016 AND 2015

	<u>Pension Trust</u>		<u>OPEB Trust</u>	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
<u>ASSETS</u>				
Cash and short-term investments	\$ 4,264,442	\$ 2,666,772	\$ 2,525,843	\$ 1,857,738
Investments	1,345,663	1,284,061	-	-
Due from proprietary fund	<u>-</u>	<u>1,500,000</u>	<u>-</u>	<u>345,382</u>
TOTAL ASSETS	<u>5,610,105</u>	<u>5,450,833</u>	<u>2,525,843</u>	<u>2,203,120</u>
<u>NET POSITION</u>				
Total net position held in trust	\$ <u>5,610,105</u>	\$ <u>5,450,833</u>	\$ <u>2,525,843</u>	\$ <u>2,203,120</u>

The accompanying notes are an integral part of these financial statements.

TOWN OF READING, MASSACHUSETTS
MUNICIPAL LIGHT DEPARTMENT

FIDUCIARY FUNDS
STATEMENTS OF CHANGES IN FIDUCIARY NET POSITION

FOR THE YEARS ENDED JUNE 30, 2016 AND 2015

	<u>Pension Trust</u>		<u>OPEB Trust</u>	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Additions:				
Contributions from Reading Municipal Light Department	\$ 1,500,000	\$ 1,500,000	\$ 308,795	\$ 345,382
Investment income and change in fair value	<u>123,983</u>	<u>52,660</u>	<u>13,928</u>	<u>11,696</u>
Total additions	1,623,983	1,552,660	322,723	357,078
Deductions:				
Paid to Reading Contributory Retirement System	<u>1,464,711</u>	<u>1,401,638</u>	<u>-</u>	<u>-</u>
Total deductions	<u>1,464,711</u>	<u>1,401,638</u>	<u>-</u>	<u>-</u>
Increase in net position	159,272	151,022	322,723	357,078
Net position:				
Net Position, Beginning of Year	<u>5,450,833</u>	<u>5,299,811</u>	<u>2,203,120</u>	<u>1,846,042</u>
Net Position, End of Year	<u>\$ 5,610,105</u>	<u>\$ 5,450,833</u>	<u>\$ 2,525,843</u>	<u>\$ 2,203,120</u>

The accompanying notes are an integral part of these financial statements.

Town of Reading, Massachusetts 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, Massachusetts) are as follows:

- A. Business Activity - The Department purchases electricity for distribution to more than 25,000 customers 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 purchase power fuel charge and the purchase power capacity and transmission charge, cannot be changed more 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 non-operating 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 Department's proprietary fund are charges to customers for electric sales and services. Operating expenses for the Department's proprietary fund 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 non-operating revenues and expenses.

- C. Concentrations - The Department operates within the electric utility industry. In 1998, the Commonwealth of Massachusetts enacted energy deregulation legislation that restructured the Commonwealth's electricity industry to foster competition and promote reduced electric rates. Energy deregulation created a separation between the supply and delivery portions of electricity service and enabled consumers to purchase their energy from a retail supplier of their choice. Municipal utilities are not currently subject to this legislation.
- D. Retirement Trust - The Reading Municipal Light Department Employees' Retirement Trust (the "Pension Trust") was established by the Reading

Municipal Light Board on December 30, 1966, pursuant to Chapter 64 of the General Laws of the Commonwealth of Massachusetts.

The Pension Trust constitutes the principal instrument of a plan established by the Municipal Light Board to fund 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. Other Post-Employment Benefits Trust - The Other Post-Employment Benefits Liability Trust Fund (the "OPEB Trust") was established by the Reading Municipal Light Board pursuant to Chapter 32B, Section 20 of the General Laws of the Commonwealth of Massachusetts.

The OPEB Trust constitutes the principal instrument of a plan established by the Municipal Light Board to fund the Department's annual actuarially determined OPEB contribution for future retirees.

- F. 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.
- G. Cash and Short-term Investments - For the purposes of the Statements of Cash Flows, the Department considers unrestricted cash on deposit with the Town Treasurer to be cash or short-term investments. For purposes of the Statements of Net Position, both the proprietary funds and fiduciary funds consider unrestricted and restricted investments with original maturities of three months or less to be short-term investments.
- H. 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 Pension Trust consist of domestic and foreign fixed income bonds which the Department intends to hold to maturity. These investments are reported at fair market value in the proprietary fund and fiduciary fund financial statements.

- I. 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.

- J. 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 position.

Massachusetts General Laws require utility plant in service to be depreciated at a minimum 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.

- 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 upon normal 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 Statements of Net Position.
- 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 Department's audited financial statements are prepared

in accordance with auditing standards generally accepted in the United States of America. To determine the net income subject to the rate of return limitations, the Department performs the following calculation. Using the net income per the audited financial statements, 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 the end of the fiscal year.

2. Cash and Investments

Total cash and investments as of June 30, 2016 are classified in the accompanying financial statements as follows:

Proprietary Fund:	
Unrestricted cash and short-term investments	\$ 13,123,605
Restricted cash and short-term investments	21,815,636
Restricted investments	1,345,663
Fiduciary Funds:	
Cash and short-term investments - Pension Trust	4,264,442
Cash and short-term investments - OPEB Trust	2,525,843
Investments - Pension Trust	<u>1,345,663</u>
Total cash and investments	<u>\$ 44,420,852</u>

Total cash and investments at June 30, 2016 consist of the following:

Cash on hand	\$ 3,000
Deposits with financial institutions	<u>44,417,852</u>
Total cash and investments	<u>\$ 44,420,852</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. The Department manages its exposure to interest rate risk 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, 2016, the Department (including the Pension Trust and OPEB Trust) held cash and short-term investments in pooled investments with the Massachusetts Municipal Depository Trust (MMDT), FDIC-insured savings accounts, and 90-day FDIC-insured bank certificates of deposit. Because of their immediate liquidity and/or short-term maturity, these funds are classified as cash and short-term investments in the accompanying financial statements and are not considered to be exposed to significant interest rate risk.

As of June 30, 2016, the Department and Pension Trust held investments in domestic and foreign fixed income bonds with varying maturity dates as follows:

	Proprietary Fund	Fiduciary Funds	Maturity Date
	<u>Restricted Investments</u>	<u>Pension Trust</u>	
<u>Corporate bonds</u>			
AT&T Inc	\$ 221,559	\$ 221,559	12/01/22
General Electric Cap Corp	220,472	220,472	01/09/23
Wells Fargo & Co	214,864	214,864	08/15/23
Rabobank Nederland Bank	257,210	257,210	11/09/22
Teva Pharmaceut Fin BV	218,036	218,036	12/18/22
BNP Paribas	213,522	213,522	03/03/23
Total	<u>\$ 1,345,663</u>	<u>\$ 1,345,663</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. As of June 30, 2016, the Department and Pension Trust held investments in domestic and foreign fixed income bonds with varying ratings as follows:

<u>Investment Type</u>	Proprietary Fund	Fiduciary Funds	Moody's Rating
	<u>Restricted Investments</u>	<u>Pension Trust</u>	
Corporate bonds:			
AT&T Inc	\$ 221,559	\$ 221,559	BAA1
General Electric Cap Corp	220,472	220,472	A1
Wells Fargo & Co	214,864	214,864	A3
Rabobank Nederland Bank	257,210	257,210	A3
Teva Pharmaceut Fin BV	218,036	218,036	BAA1
BNP Paribas	213,522	213,522	A1
Total	<u>\$ 1,345,663</u>	<u>\$ 1,345,663</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. At June 30, 2016, the Department and Pension Trust investments were held in domestic and foreign fixed income bonds, as detailed in the sections above. Five of the bonds each individually represent approximately 16% of the Department's and System's total investments, while the investment in Rabobank Nederland Bank represents approximately 20%.

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 and short-term investments with the Town of Reading, and bank accounts are maintained in the name of the Town, the amount of the Department's balance exposed to custodial credit risk at June 30, 2016, cannot be reasonably determined.

As of June 30, 2016, none of the Department or Pension Trust investments were exposed to custodial credit risk because the related securities are registered in the Department's name.

Fair Value

The Department categorizes its fair value measurements within the fair value hierarchy established by Governmental Accounting Standards Board Statement No. 72 Fair Value Measurement and Application (GASB 72). The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

Proprietary Fund

		Fair Value Measurements Using:		
		Quoted prices in active markets for identical assets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<u>Description</u>				
Investments by fair value level:				
Debt securities				
Corporate bonds	\$ 1,345,663	\$ 1,345,663	\$ -	\$ -
Total	\$ 1,345,663			

Fiduciary Fund

		Fair Value Measurements Using:		
		Quoted prices in active markets for identical assets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<u>Description</u>				
Investments by fair value level:				
Debt securities				
Corporate bonds	\$ 1,345,663	\$ 1,345,663	\$ -	\$ -
Total	\$ 1,345,663			

3. Restricted Cash and Investments

The Department's proprietary fund restricted cash and investment balances represent the following reserves:

	6/30/16		6/30/15	
	<u>Cash</u>	<u>Investments</u>	<u>Cash</u>	<u>Investments</u>
Depreciation fund	\$ 4,494,953	\$ -	\$ 5,434,308	\$ -
Construction fund	1,500,000	-	1,400,000	-
Deferred fuel reserve	5,116,875	-	5,180,285	-
Deferred energy conservation reserve	717,418	-	584,606	-
Rate stabilization	6,822,339	-	6,771,634	-
Reserve for uncollectible accounts	200,000	-	200,000	-
Sick leave benefits	1,912,146	1,345,663	1,777,582	1,284,061
Hazardous waste fund	150,000	-	150,000	-
Customer deposits	901,905	-	846,361	-
Total	<u>\$ 21,815,636</u>	<u>\$ 1,345,663</u>	<u>\$ 22,344,776</u>	<u>\$ 1,284,061</u>

The Department maintains the following reserves:

- Depreciation fund - The Department is normally required to reserve 3.0% of capital assets each year to fund capital improvements.
- Construction fund - This represents additional funds set aside to fund capital expenditures.
- 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.
- Deferred energy conservation reserve - This account is used to reserve monies collected from a special energy charge added to customer bills. Customers who undertake measures to conserve and improve energy efficiency can apply for rebates that are paid from this account.
- Rate stabilization - This represents amounts set aside to help stabilize cost increases resulting from fluctuations in purchase power costs.
- 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.
- 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, 2016:

Customer Accounts:		
Billed	\$ 2,085,964	
Less allowances:		
Uncollectible accounts	(200,000)	
Sales discounts	<u>(83,691)</u>	
Total billed		1,802,273
Unbilled, net		<u>5,686,110</u>
Total customer accounts		7,488,383
Other Accounts:		
Merchandise sales	116,253	
MMWEC surplus	253,318	
Intergovernmental grants	307,217	
Liens and other	<u>38,416</u>	
Total other accounts		<u>715,204</u>
Total net receivables		<u>\$ 8,203,587</u>

5. Prepaid Expenses

Prepaid expenses consist of the following:

Insurance and other	\$ 345,837
Purchase power	72,930
NYPA prepayment fund	307,573
WC Fuel - Watson	<u>259,416</u>
Total	<u>\$ 985,756</u>

6. Inventory

Inventory comprises supplies and materials at June 30, 2016, 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 require-

ments 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, 2016:

New England Hydro-Transmission (NEH & NHH)	\$ 26,994
--	-----------

8. Capital Assets

The following is a summary of fiscal year 2016 activity in capital assets (in thousands):

	Beginning Balance	Increases	Decreases	Ending Balance
Business-Type Activities:				
Capital assets, being depreciated:				
Structures and improvements	\$ 14,546	\$ 1,600	\$ -	\$ 16,146
Equipment and furnishings	31,725	915	(129)	32,511
Infrastructure	85,222	3,801	(970)	88,053
Total capital assets, being depreciated	131,493	6,316	(1,099)	136,710
Less accumulated depreciation for:				
Structures and improvements	(8,525)	(424)	-	(8,949)
Equipment and furnishings	(20,090)	(895)	129	(20,856)
Infrastructure	(34,228)	(2,625)	884	(35,969)
Total accumulated depreciation	(62,843)	(3,944)	1,013	(65,774)
Total capital assets, being depreciated, net	68,650	2,372	(86)	70,936
Capital assets, not being depreciated:				
Land	1,266	-	-	1,266
Total capital assets, not being depreciated	1,266	-	-	1,266
Capital assets, net	\$ 69,916	\$ 2,372	\$ (86)	\$ 72,202

9. Deferred Outflows of Resources

Deferred outflows of resources represent the Department's consumption of net position that is applicable to future reporting periods. Deferred outflows of resources have a positive effect on net position, similar to assets.

The following is a summary of deferred outflow of resources balances as of June 30, 2016:

	Proprietary Fund
Pension related:	
Net difference between projected and actual investment earnings on pension plan	\$ 1,905,088
Pension plan changes in assumptions	2,933,130
Pension plan contributions subsequent to the measurement date	<u>1,500,000</u>
Total	<u>\$ 6,338,218</u>

10. Accounts Payable

Accounts payable represent fiscal 2016 expenses that were paid after June 30, 2016.

11. Accrued Liabilities

Accrued liabilities consist of the following at June 30, 2016:

Accrued payroll	\$ 202,793
Accrued sales tax	212,176
Other	<u>34,435</u>
Total	<u>\$ 449,404</u>

12. Customer Deposits

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

13. 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.

14. Accrued Employee Compensated Absences

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

15. Deferred Inflows of Resources

Deferred inflows of resources are the acquisition of net assets by the Department that are applicable to future reporting periods. Deferred inflows of resources have a negative effect on net position, similar to liabilities.

The following is a summary of deferred inflow of resources balances as of June 30, 2016:

	Proprietary Fund
Pension related:	
Differences between expected and actual experience	\$ 883,172
Total	\$ 883,172

16. Restricted Net Position

The proprietary fund financial statements report restricted net position when external constraints are placed on net position. Specifically, restricted net position represents depreciation fund reserves, which are restricted for future capital costs.

17. Post-Employment Health Care and Life Insurance Benefits

Other Post-Employment Benefits

The Department follows GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Post-Employment Benefits Other Than Pensions*. Statement No. 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 proprietary fund Statements of Revenues, Expenses, and Changes in Net Position when a future retiree earns their post-employment benefits, rather than when they use them. To the extent that an entity does not fund their actuarially required contribution, a post-employment benefit liability is recognized on the proprietary fund Statements of Net Position 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 to retired employees through the Town of Reading's participation in the Massachusetts Interlocal Insurance Association (MIIA) Health Benefits Trust. Benefits, benefit levels, employee contributions and employer contri-

butions are governed by Chapter 32 of the Massachusetts General Laws. As of June 30, 2014, the actuarial valuation measurement date, approximately 87 retirees and 51 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 appropriate criteria are eligible to receive these benefits.

C. Funding Policy

As of the June 30, 2014, the actuarial valuation measurement date, retirees are required to contribute 29% 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 2016 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 remaining period of sixteen years.

The following table shows the components of the Department's annual OPEB cost for the year ending June 30, 2016, 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, 2014.

Annual Required Contribution (ARC)	\$ 553,967
Interest on net OPEB obligation	<u>228,972</u>
Annual OPEB cost	782,939
Projected benefit payments	<u>(474,144)</u>
Increase in net OPEB obligation	308,795
Net OPEB obligation - beginning of year	-
Contributions to OPEB Trust	<u>(308,795)</u>
(1) Net OPEB obligation - end of year	<u><u>\$ -</u></u>

(1) See Part E for additional information

The Department's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation for fiscal year 2016 and the two preceding fiscal years 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>
2016	\$ 782,939	100.00%	\$ -
2015	\$ 758,525	100.00%	\$ -
2014	\$ 768,378	100.00%	\$ -
2013	\$ 604,987	100.00%	\$ -

E. Funded Status and Funding Progress

The funded status of the plan as of June 30, 2014, the most recent actuarial valuation measurement date was as follows:

Actuarial accrued liability (AAL)	\$ 7,726,667
Actuarial value of plan assets	<u>1,846,042</u>
Unfunded actuarial accrued liability (UAAL)	<u>\$ 5,880,625</u>
Funded ratio (actuarial value of plan assets/AAL)	23.89%
Covered payroll (active plan members)	N/A
UAAL as a percentage of covered payroll	N/A

In 2010, the Department's Municipal Light Board voted to accept the provisions of Chapter 32B §20 of Massachusetts General Laws and create an *Other Post-Employment Benefits Liability Trust Fund* as a mechanism to set aside monies to fund its OPEB liability. In 2013, the Commissioners voted to create an OPEB trust instrument in alignment with the Town of Reading. In fiscal year 2016, the Department contributed \$308,795 to this trust, which was equal to all of its actuarially determined annual contributions through June 30, 2016. The assets and net position of this trust are reported in the Department's Fiduciary Funds Statements of Fiduciary Net Position.

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.

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 actuarial 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, 2014 actuarial valuation, the Projected Unit Credit actuarial cost method was used. The Department's actuarial value of plan assets was \$1,846,042. The actuarial assumptions included a 7.75% investment rate of return and an initial annual health care cost trend rate of 8.0% which decreases by 0.5% for six years to an ultimate level of 5.0% per year. 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 remaining period of 16 years.

18. Reading Contributory Retirement System

The Department follows the provisions of GASB Statement No. 68, *Accounting and Financial Reporting for Pensions – An Amendment of GASB Statement No. 27*, with respect to the employees' retirement funds.

A. Plan Description

Substantially all employees of the Department are members of the Town of Reading Contributory Retirement System (the System), a cost sharing, multiple-employer public employee retirement system (PERS). Eligible employees must participate in the System. The pension plan provides pension benefits, deferred allowances, and death and disability benefits. Chapter 32 of the Massachusetts General Laws establishes the authority of the System, as well as contribution percentages and benefits paid. The System Retirement Board does not have the authority to amend benefit provisions. Additional information is disclosed in the System's annual financial reports, which are publically available from the System's administrative offices located at Reading Town Hall, 16 Lowell Street, Reading, Massachusetts, 01867.

B. Benefits Provided

The System provides for retirement allowance benefits up to a maximum of 80% of a member's highest three-year average annual rate of regular

compensation. Benefit payments are based upon a member's age, length of creditable service, level of compensation and group classification. Members become vested after 10 years of creditable service. A retirement allowance may be received upon reaching age 65 or upon attaining 20 years of service. The plan also provides for early retirement at age 55 if the participant (1) has a record of 10 years of creditable service, (2) was on the Department payroll on January 1, 1978, (3) voluntarily left Department employment on or after that date, and (4) left accumulated annuity deductions in the fund. A retirement allowance consists of two parts: an annuity and a pension. A member's accumulated total deductions and a portion of the interest they generate constitute the annuity. The difference between the total retirement allowance and the annuity is the pension. The average retirement benefit is approximately 80-85% pension and 15-20% annuity.

Per Chapter 176 of the Acts of 2011, for members who retire on or after April 2, 2012, if in the 5 years of creditable service immediately preceding retirement, the difference in the annual rate of regular compensation between any 2 consecutive years exceeds 100 percent, the normal yearly amount of the retirement allowance shall be based on the average annual rate of regular compensation received by the member during the period of 5 consecutive years preceding retirement.

Employees who resign from service and who are not eligible to receive a retirement allowance or are under the age of 55 are entitled to request a refund of their accumulated total deductions. In addition, depending upon the number of years of creditable service, such employees are entitled to receive zero, fifty, or one hundred percent of the regular interest which has accrued upon those deductions. However, effective July 1, 2010, members voluntarily withdrawing with less than 10 years of service get credited interest each year at a rate of 3% and do not forfeit any interest previously earned on contributions.

C. Contributions

Participants contribute a set percentage of their gross regular compensation annually. Employee contribution percentages are specified in Chapter 32 of the Massachusetts General Laws. The employee's individual contribution percentage is determined by their date of entry into the system. In addition, all employees hired after January 1, 1979 contribute an additional 2% on all gross regular compensation over the rate of \$30,000 per year. The percentages are as follows:

Before January 1, 1975	5%
January 1, 1975 - December 31, 1983	7%
January 1, 1984 - June 30, 1996	8%
Beginning July 1, 1996	9%

Employers are required to contribute at actuarially determined rates as accepted by the Public Employee Retirement Administration Commission (PERAC).

The Department's contribution to the System for the year ended June 30, 2016 was \$1,464,711, which was equal to its annual required contribution.

D. Summary of Significant Accounting Policies

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the System and additions to/deductions from System's fiduciary net position have been determined on the same basis as they are reported by System. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with benefit terms. Investments are reported at fair value.

E. Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

At June 30, 2016, the Department reported a liability of \$8,833,549 for its proportionate share of the System's net pension liability. The net pension liability was measured as of December 31, 2015, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of January 1, 2015 rolled forward to December 31, 2015. The Department's proportion of the net pension liability was based on an actuarially determined projection of the Department's long-term share of contributions to the pension plan relative to the projected contributions of all participating employers. At December 31, 2015, the Department's proportion was 28.25%.

Town of Reading Municipal Light Department Employees' Retirement Trust ("Pension Trust"): The Department has established an irrevocable trust for the purpose of currently funding its annual required contribution to the Town of Reading Contributory Retirement System (RCRS). Annual contributions to the trust are actuarially determined to be the net normal cost for funding the Department's liability for pension benefits for covered employees, and both the principal and income of the trust is restricted for the exclusive benefit of Department employees and their beneficiaries. This Pension Trust is reported as a fiduciary fund type in the Department's basic financial statements.

As noted in the first paragraph of this section, the Department's proportionate share of the RCRS net pension liability was determined by an actuarial valuation as of January 1, 2015 rolled forward to December 31, 2015. However, the actuarial valuation does not take into account the fiduciary net position of the Department's Pension Trust at December 31,

2015 (the measurement date). Accordingly, the following reconciliation is provided:

	<u>2016</u>
Net pension liability, per actuarial valuation	\$ 12,862,732
Pension Trust Net Position	(5,610,105)
Pension Trust contributions subsequent to the net pension liability measurement date (reported as deferred outflows of resources in the proprietary fund Statements of Net Position)	1,500,000
Pension Trust investment income and fair value changes subsequent to the net pension liability measurement date	<u>80,922</u>
Net pension liability, as reported on the proprietary fund Statements of Net Position	<u>\$ 8,833,549</u>

For the year ended June 30, 2016, the Department recognized pension expense of \$1,955,548. In addition, the Department reported deferred outflows of resources related to pensions from the following sources:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Net differences between expected and actual experience	\$ -	\$ 883,172
Changes of assumptions	2,933,130	-
Net difference between projected and actual investment earnings on pension plan	1,905,088	-
Contributions subsequent to the measurement date	<u>1,500,000</u>	<u>-</u>
Total	<u>\$ 6,338,218</u>	<u>\$ 883,172</u>

Deferred outflows of resources related to pensions resulting from contributions subsequent to the measurement date will be recognized as a reduction of the Department's net pension liability in the year ending June 30, 2017.

Amounts reported as deferred outflows of resources related to pensions will be recognized in the Department's pension expense as follows:

Year ended June 30:

2017	\$ 2,421,062
2018	921,062
2019	921,061
2020	909,108
2021	<u>282,753</u>
Total	<u>\$ 5,455,046</u>

Actuarial assumptions: The total pension liability was determined by an actuarial valuation as of January 1, 2015, rolled forward to the measurement date of December 31, 2015 using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	3.75% per year
Salary increases	6% - 4.25% for General Employees and 7% - 4.75% for Public Safety, depending on years of service
Investment rate of return	7.65%, net of pension plan investment expense,

Mortality rates were based on pre-retirement rates that reflect the RP-2014 Mortality Table, projected with fully generational mortality improvement using Scale MP-2014. Post retirement rates reflect the RP-2014 Table, projected with fully generational mortality improvement using Scale MP-2014. For disabled lives, the RP-2014 Disabled Mortality Table was used.

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. Best estimates of arithmetic real rates of return for each major asset class included in the pension plan's target asset allocation as of December 31, 2015 are summarized in the following table:

<u>Asset Class</u>	<u>Target Asset Allocation</u>	<u>Long-term Expected Rates of Return</u>
Global equity	40.00%	8.02%
Fixed income	13.00%	3.72%
Value-Added Fixed Income	10.00%	6.86%
Private equity	10.00%	9.50%
Real estate	10.00%	6.50%
Timber/Natural Resources	4.00%	7.07%
Hedge funds	9.00%	6.50%
Other	4.00%	6.18%
Total	<u>100.00%</u>	

Discount Rate: The discount rate used to measure the total pension liability was 7.65%. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and that contributions from participating employers will be made in accordance with Sections 22D and 22F of Chapter 32 of the Massachusetts General Laws. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the Department's proportionate share of the net pension liability to changes in the discount rate: The following table presents the Department's proportionate share of the net pension liability (asset) calculated using the current discount rate of 7.65%, as well as what the Department's proportionate share of the net pension liability (asset) would be if it were calculated using a discount rate that is 1 percentage-point lower (6.65%) or 1 percentage-point higher (8.65%) than the current rate:

<u>Fiscal Year Ended</u>	<u>1% Decrease (6.65%)</u>	<u>Current Discount Rate (7.65%)</u>	<u>1% Increase (8.65%)</u>
June 30, 2016	\$ 14,076,273	\$ 8,833,549	\$ 4,367,178

Pension plan fiduciary net position: Detailed information about the pension plan's fiduciary net position is available in the separately issued System financial report.

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, a subsidiary of NextEra Energy Resources 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.

MMWEC 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) the majority owner and an indirect subsidiary of NextEra Energy Resources LLC. The operating license for Seabrook Station extends to March 15, 2030. NextEra Seabrook has submitted an application to extend the Seabrook Station operating license for an additional 20 years.

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.

The 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 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. In the opinion of management, the outcome of such litigation or claims will not have a material adverse effect on the financial position of the company.

After the July 1, 2016 principal payment, total capital expenditures amounted to \$1,694,153,000, of which \$126,048,000 represents the amount associated with the Department's Project Capability. MMWEC's debt outstanding for the Projects from Power Supply System Revenue Bonds totals \$112,510,000, of which \$4,099,000 is associated with the Department's share of Project Capability. After the July 1, 2016 principal payment, MMWEC's total future debt service requirement on outstanding bonds issued for the Projects is \$59,282,000, of which \$1,664,000 is anticipated to be billed to the Department in the future.

The aggregate amount of the Department's required payments under the PSAs and PPAs, exclusive of the Reserve and Contingency Fund billings, to MMWEC at June 30, 2016 and estimated for future years is shown below.

		<u>Annual Costs</u>
For years ending June 30,	2017	\$ 1,473,000
	2018	<u>191,000</u>
	Total	<u>\$ 1,664,000</u>

In addition, under the PSAs, 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 \$11,894,000 and \$12,475,000 for the years ended June 30, 2016 and 2015, respectively.

20. Renewable Energy Certificates

In 2003, the Massachusetts Department of Energy and Environmental Affairs adopted the Massachusetts Renewable Energy Portfolio Standard (RPS), a regulation that requires Investor Owned Utilities (IOUs) to purchase mandated amounts of energy generated by renewable resources (Green Energy) as a percentage of their overall electricity sales. The Massachusetts RPS applies only to IOUs, so the Department is currently exempt from this mandate.

Energy suppliers meet their annual RPS obligations by acquiring a sufficient quantity of RPS-qualified renewable energy certificates (RECs) that are created and recorded at the New England Power Pool (NEPOOL) Generation Information System (GIS). Suppliers can purchase RECs from electricity generators or from other utilities that have acquired RECs.

As part of its ongoing commitment to Green Energy, the Department has entered into Purchase Power Agreements (PPAs) with Swift River Hydro LLC and Concord Steam Corporation to purchase power generated from renewable energy resources. These PPAs include the Department taking title to RECs, which certify that the energy produced was the product of a renewable resource. Because the Department is exempt from the RPS provisions, it has the option of holding these RECs until they expire or selling them through the NEPOOL GIS.

Information regarding the Department's fiscal year 2016 REC activity and balances is as follows:

REC Sales During Fiscal 2016

	<u>Certificates</u>	<u>Unit Price</u>	<u>Amount</u>
CT Class I	6,008	\$ 24.00	\$ 144,192
MA Class I	394	\$ 24.00	9,456
MA Class II	426	\$ 24.00	10,224
MA Class II	787	\$ 24.75	19,478
RI Class I	189	\$ 44.00	8,316
MA Class I	4,029	\$ 46.50	187,349
CT Class I	6,807	\$ 46.50	316,526
Total	<u>18,640</u>		<u>\$ 695,541 ⁽¹⁾</u>

⁽¹⁾ Sale proceeds netted against fiscal year 2016 purchased power fuel charge

REC Holdings at June 30, 2016

	<u>Banked Certificates</u>	<u>Projected Certificates</u>	<u>Total Certificates</u>	<u>Estimated Value</u>
MA Class I & II	-	7,214	7,214	\$ 180,350
CT Class I	-	3,957	3,957	98,925
RI Class I	-	384	384	9,600
Total	-	11,555	11,555	\$ 288,875

A banked REC is a REC that has been processed by the NEPOOL GIS Coordinator and is in the Department's GIS account. A projected REC is the Department's estimate of what will be received based on invoices generated by REC-producing projects that the Department has entitlements to.

Because there is no formal accounting guidance under GAAP or IFRS for RECs and the Department does not have a formal policy for the future disposition of RECs, the estimated fair value of the Department's REC holdings at June 30, 2016 are not recognized as an asset on the proprietary fund Statements of Net Position.

21. Leases

Related Party Transaction - Property Sub-Lease

The Department is the lessor of facilities that are currently sub-leased to the Reading Town Employees Federal Credit Union. The original sub-lease agreement commenced in December 2000 and was extended by various amendments through November 30, 2016. Following is the future minimum rental income to be received by the Department under the terms of this lease for the year ending June 30:

2017	\$ <u>4,084</u>
Total	\$ <u>4,084</u>

Operating Lease - Warehouse

The Department is the lessee of a warehouse facility owned by JCM Real Estate Trust. The original lease agreement for this facility commenced in December 1998 and was extended by various amendments through May 31, 2016. Under the terms of the most recent lease amendment, the Department has exercised the option to extend the lease for an additional 24 months until May 31, 2018. Following is the future minimum rental expense to be paid by the Department for the year ending June 30:

2017	\$ 161,348
2018	<u>147,902</u>
Total	\$ <u>309,250</u>

TOWN OF READING, MASSACHUSETTS, MUNICIPAL LIGHT DEPARTMENT
SCHEDULE OF OPEB FUNDING PROGRESS
REQUIRED SUPPLEMENTARY INFORMATION

June 30, 2016
(Unaudited)

Other Post-Employment Benefits						
Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) - Entry Age (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percent- age of Covered Payroll [(b-a)/c]
06/30/14	\$ 1,846,042	\$ 7,726,667	\$ 5,880,625	23.89%	N/A	N/A
06/30/13	\$ 1,495,511	\$ 7,588,993	\$ 6,093,482	19.71%	N/A	N/A
06/30/11	\$ 1,167,161	\$ 8,643,438	\$ 7,476,277	13.50%	N/A	N/A
06/30/08	\$ -	\$ 8,085,388	\$ 8,085,388	0.00%	N/A	N/A

See Independent Auditors' Report.

TOWN OF READING, MASSACHUSETTS, MUNICIPAL LIGHT DEPARTMENT

SCHEDULE OF PROPORTIONATE SHARE
OF THE NET PENSION LIABILITY
REQUIRED SUPPLEMENTARY INFORMATION

JUNE 30, 2016
(Unaudited)

Reading Contributory Retirement System					
<u>Fiscal Year</u>	<u>Proportion of the Net Pension Liability</u>	<u>Proportionate Share of the Net Pension Liability</u>	<u>Covered Payroll</u>	<u>Proportionate Share of the Net Pension Liability as a Percentage of Covered Payroll</u>	<u>Plan Fiduciary Net Position Percentage of the Total Pension Liability</u>
June 30, 2016	28.25%	\$8,833,549	\$ 6,439,178	137.18%	72.17%
June 30, 2015	28.25%	\$4,524,191	\$ 5,908,693	76.57%	79.89%

Information above is presented as of the most recent measurement date.

Schedules are intended to show information for 10 years. Additional years will be displayed as they become available

See Independent Auditors' Report.

TOWN OF READING, MASSACHUSETTS, MUNICIPAL LIGHT DEPARTMENT

SCHEDULE OF PENSION CONTRIBUTIONS
REQUIRED SUPPLEMENTARY INFORMATION

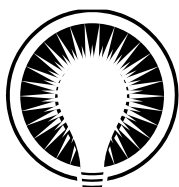
JUNE 30, 2016
(Unaudited)

Reading Contributory Retirement System					
<u>Fiscal Year</u>	<u>Contractually Required Contribution</u>	<u>Contributions in Relation to the Contractually Required Contribution</u>	<u>Contribution Deficiency (Excess)</u>	<u>Covered Payroll</u>	<u>Contributions as a Percentage of Covered Payroll</u>
June 30, 2016	\$ 1,464,711	\$ 1,464,711	\$ -	\$ 6,439,178	22.75%
June 30, 2015	\$ 1,401,638	\$ 1,401,638	\$ -	\$ 5,908,693	23.72%

Schedules are intended to show information for 10 years. Additional years will be displayed as they become available

See Independent Auditors' Report.

RMLD



Reading Municipal Light Department
RELIABLE POWER FOR GENERATIONS