UPPER BLUE SANITATION DISTRICT BRECKENRIDGE, COLORADO

FINANCIAL STATEMENTS with INDEPENDENT AUDITORS' REPORT

> FOR THE YEAR ENDED DECEMBER 31, 2018

UPPER BLUE SANITATION DISTRICT FINANCIAL STATEMENTS DECEMBER 31, 2018

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UPPER BLUE SANITATION DISTRICT FINANCIAL STATEMENTS DECEMBER 31, 2018

ROSTER OF OFFICIALS

BOARD OF DIRECTORS

Allyn Mosher – Board President Jason Hart – Board Vice President Patricia Theobald – Board Secretary/Treasurer Rick Orwig – Member Signe Stimson – Member

KEY EMPLOYEES

Andrew Carlberg – District Manager Marjorie Covey – Administrative Manager Earl Picard – Chief Plant Operator Wally Esquibel – Collection System Foreman

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FINANCIAL SECTION

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MANAGEMENT'S DISCUSSION AND ANALYSIS (Required Supplementary Information)

UPPER BLUE SANITATON DISTRICT

MANAGEMENT'S DISCUSSION AND ANALYSIS (MD&A) Required Supplementary Information (RSI) December 31, 2018

The discussion and analysis of the Upper Blue Sanitation District's financial performance provides an overall review of the District's financial activities for the year ended December 31, 2018. The intent of this discussion and analysis is to look at the District's financial performance as a whole. Readers should also review the financial statements and the notes to the financial statements to broaden their understanding of the District's financial performance.

Financial Highlights

The District offers sanitary sewer services to the Town of Breckenridge and surrounding areas. The District's assets exceeded its liabilities at the close of 2018 by \$98,776,272 *(net position)*, which is an increase of \$4,018,343 from the prior year. Of this amount \$29,890,172 *(unrestricted net position)* may be used to meet the District's ongoing obligations to citizens and creditors.

The District's policy is not to impose property taxes. The District may have large fund balances from time-to-time, but those funds are allocated to new capital projects and replacement capital projects. Those capital projects are identified in the District's ten year financial master plan.

The District had total revenues of \$10,617,156 in 2018 versus 2017 revenues of \$10,908,802. There was a decrease in 2018 revenues in the amount of \$291,646. The main decrease from 2017 was due to a decrease in Plant Investment Fees in the amount of \$780,363.

In 2018, there was operating income from operations in the amount of \$5,996,535 and other income in the amount of \$4,620,621. The District's total operating revenues increased in 2018 by \$131,011 from 2017. The main increase in 2018 operating revenue was the increase in Sewer User Charges in the amount of \$122,057. Investment Earnings increased in 2018 by \$357,911 from 2017. In 2017, there was operating income from operations in the amount of \$5,865,524 and other income in the amount of \$5,043,278. Capital contributions from Plant Investment Fees in the amount of \$4,071,358 for 2018 and \$4,851,721 for 2017.

Using the Basic Financial Statements

The Basic Financial Statements consists of Management's Discussion and Analysis (this section) and a series of financial statements and notes to those statements. These statements are organized so that the reader can understand the District as an entire operating entity. The statements then proceed to provide an increasingly detailed look at specific financial activities.

The first two statements, The Statement of Net Position and The Statement of Activities are government-wide financial statements. Both provide long and short-term information about the District's overall financial status.

The Statement of Net Position presents information on all of the District's assets and liabilities, with the difference between the two reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

The Statement of Activities presents information showing how the District's net position changed during 2018. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of cash flows.

The remaining statements are fund financial statements that focus on individual parts of the District's operations in more detail. The governmental fund statements tell how general District services were financed in the short term as well as what remains for future spending.

The District has the following governmental funds:

The District operates as a proprietary fund. Proprietary Fund statements offer short and long-term financial information about the activities that the District operates as a business enterprise.

The financial statements also include notes that explain some of the information in the financial statements and provide more detailed data.

Government-Wide Financial Statements

The government-wide statements report information about the District as a whole using accounting methods similar to those used by private businesses. The Statement of Net Position includes all of the government's assets and liabilities. All of the current year's revenues and expenses are accounted for in the Statement of Activities regardless of when cash is received or paid. The two government-wide statements report the District's net position and how it may have changed. The change in net position is important because it shows the reader whether, for the District as a whole, the financial position of the District has improved or diminished. The causes of this change may be the result of various factors, some financial, some not. Non-financial factors include facility conditions and state or federal required programs.

In the Statement of Net Position and the Statement of Activities, the District's proprietary fund is shown as a business-type activity.

Business-Type Activities:

The District's business-type activities consist of its sewer operations. The District provides sanitary sewer services using owned facilities throughout its service area. The District's sewer operations are supported primarily by charges for sewer services and by system expansion and plant investment fees.

Financial Analysis of the District as a Whole

Net Position increased in 2018 by \$4,018,343 to \$98,776,272 and in 2017 by \$4,606,817 to \$94,757,929. This was the result of an increase in current assets in the amount of \$4,437,054 in 2018.

Cash, Cash equivalents and investments of the District at December 31, 2018 totaled \$30,444,249, which represents 30.07% of the District's total assets, and at December 31, 2017 Cash, Cash equivalents and investments totaled \$26,176,833 which represents 26.95% of the District's total assets.

The District's Capital assets, net of accumulated depreciation, at December 31, 2018 totaled \$69,021,336, which represents 68.18% of the District's total assets as of December 31, 2018; and at December 31, 2017 Capital assets, net of accumulated depreciation totaled \$69,300,465, which represents 71.35% of the District's total assets as of December 31, 2017.

Net Position

A summary of District's net position at December 31, 2018 is as follows:

Condensed Statement of Net Position

Condensed Statement of Net Position						
	2018					
Current Assets	\$ 32,058,744	\$ 27,621,690				
Non Current Assets						
Capital Assets - Net	69,021,336	69,300,465				
Other	161,035	205,040				
Total Assets	101,241,115	97,127,195				
Current Liabilities	1,296,253	1,101,594				
Non Current Liabllities - Loan Payable	1,168,590	1,267,672				
Total Liabilities	2,464,843	2,369,266				
Net Position						
Net Investment in Capital Assets	67,743,100	67,924,290				
Restricted	1,143,000	1,076,000				
Unrestricted	29,890,172	25,757,639				
Total Net Position	\$ 98,776,272	\$ 94,757,929				

The following summarizes the District's change in net position during the year:

Condensed Statement of Activities							
	2018	2017					
Revenues							
Program Revenues:							
Charges for Services	\$ 5,996,535	\$ 5,865,524					
Capital Grants and Contributions	4,211,032	4,991,600					
Total Program Revenues	10,207,567	10,857,124					
General Revenues							
Investment Earnings	409,589	51,678					
Total Revenues	10,617,156	10,908,802					
Expenses							
Wastewater Operations	6,598,813	6,301,985					
Change in Net Position	4,018,343	4,606,817					
Net Position, Beginning	94,757,929	90,151,112					
Net Position, Ending	\$ 98,776,272 \$ 94,757						

Reporting the District's Most Significant Funds

The analysis of the District's major fund immediately follows the government-wide statements. Fund financial reports provide detailed information about the District's major fund. The District's major fund is its Proprietary Fund.

Net operating income for 2018, before depreciation, was approximately \$134,341 less than 2017 operating income. The decrease in operating income in 2018 was due to an increase in the 2018 operating expenses in the amount of \$265,352. The net operating income for 2017, before depreciation was approximately \$194,366 more than 2016 operating income.

Non-operating revenues and Capital Contributions for 2018 were approximately \$420,727 less than 2017. This was a result of a decrease in Capital Contributions in the amount of \$780,363. Non-operating revenues and Capital Contributions for 2017 were approximately \$132,720 more than 2016.

The District's policy is not to impose property taxes. The District may have large fund balances from time-to-time, but those funds are allocated to new capital projects and replacement capital projects. Those capital projects are identified in the District's ten year financial master plan.

Budget and Actual Comparisons

Actual revenues exceeded budgeted revenues by \$1,835,156 in 2018. Actual revenues exceeded budgeted revenues by \$2,559,627 in 2017. Plant Investment Fees exceeded the budgeted amount by \$1,321,358 in 2018. Plant Investment Fees exceeded the budgeted amount by \$2,351,721 in 2017.

Actual expenditures were approximately \$3,151,867 less than budgeted in 2018 and \$2,552,742 less than budgeted in 2017. Significant variations to budget are as follows:

- Administrative expenses were approximately \$259,948 less than budgeted in 2018 and approximately \$193,359 less than budgeted in 2017.
- Plant expenses were approximately \$147,455 less than budgeted in 2018 mainly due to Iowa Hill and Farmers Korner utilities, Iowa Hill Chemicals, and sludge hauling expenses being less than budgeted. For 2017 plant expenses were approximately \$188,303 less than budgeted mainly due to Iowa Hill utilities, Farmers Korner Chemicals, and sludge hauling expenses being less than budgeted.
- Replacement capital expenditures were approximately \$508,626 less than budgeted in 2018 and approximately \$1,069,149 less than budgeted in 2017.
- Capital outlay for 2018 was approximately \$2,235,174 less than budgeted and approximately \$1,056,857 less than budgeted in 2017. See discussion below.

Capital Assets

Replacement Capital

In Collections, repairs and line replacement projects were undertaken to help address infiltration and inflow problems.

At the Farmers Korner plant the District rehabbed filters and aeration basin #3, replaced treatment room headworks, process monitors, centrifuge gear box, bubble diffusers, telephone system and updated the locker room.

At the Iowa Hill plant the District replaced pumps and the vehicle lift.

New Capital

In Collections, the District continued the extension of central sewer in the Leap Year Subdivision in the Town of Blue River in the amount of \$74,810 and Valley of the Blue Subdivision in the amount of \$977,769. Future sewer line extensions are planned for the Town of Blue River in 2019.

The District depreciates its capital assets. See Note 1 of Notes to Financial Statements-summary of Significant Account Policies-Capital Assets on page 7 and Note 4 of Notes to Financial Statements-Capital Assets on page 12.

The following is a summary of capital asset activity:

	Balance 12/31/17	Additions	Deletions	Balance 12/31/18
Capital Assets Not Being Depreciated:				
Land and Easements	\$ 819,323	<u>\$ -</u>	<u>\$</u> -	\$ 819,323
Capital Assets Being Depreciated:				
Buildings	153,903	-	-	153,903
Treatment Plants	79,859,996	330,587	-	80,190,583
Upper Blue River System	9,307,387	(19,010)	-	9,288,377
Sewer Lines and Mains	15,133,847	1,967,818	-	17,101,665
Equipment and Vehicles	1,998,837	56 <i>,</i> 806	-	2,055,643
Employee Housing	1,038,191			1,038,191
Total Capital Assets Being Depreciated	107,492,161	2,336,201		109,828,362
Accumulated Depreciation:				
Buildings	(16,964)	(4,338)	-	(21,302)
Treatment Plants	(27,271,748)	(1,847,026)	-	(29,118,774)
Upper Blue River System	(2,127,181)	(192,945)	-	(2,320,126)
Sewer Lines and Mains	(7,428,638)	(402,855)	-	(7,831,493)
Equipment and Vehicles	(1,771,976)	(147,401)	-	(1,919,378)
Employee Housing	(394,513)	(20,764)		(415,277)
Total Accumulated Depreciation	(39,011,020)	(2,615,329)		(41,626,350)
Capital Assets Being Depreciated, net	68,481,141	(279,128)		68,202,012
Total Capital Assets	\$ 69,300,464	<u>\$ (279,128)</u>	<u>\$-</u>	\$ 69,021,335

Long-Term Debt

A principal payment of \$97,130 was made during 2018 and \$95,216 during 2017 on the CWRPDA note along with \$26,003 in 2018 and \$27,933 in 2017 in interest.

		Balance 2/31/2017	 Advances	Pa	ayments	 Balance 12/31/2018	 Current Portion	 Interest Expense
Notes Payable:								
2010 CWRPDA	\$	1,364,801	\$ -	\$	97,130	\$ 1,267,671	\$ 99,082	\$ 26,003
2018 Equipment Lease		-	 54,219		1,399	 52,820	 17,251	 226
Total	<u>\$</u>	1,364,801	\$ 54,219	\$	98,529	\$ 1,320,491	\$ 116,333	\$ 26,229

In July 2018, the City entered into a software and equipment lease agreement. The lease requires 36 monthly payments of \$1,625 commencing December 1, 2018. The lease has been calculated at a 5.00% interest rate.

The Future of the District

New water quality regulations in the State of Colorado could require the District to modify the treatment plants within five to eight years. The new regulations could require capital treatment additions which could cost the District approximately 40 million dollars. The District has reserved funds in the ten year master plan for the new water quality regulations.

Request for Information

The financial report is designed to provide information for regulatory reporting to federal and state agencies and those with an interest in the District's finances. Questions concerning this or any additional information should be addressed to Andrew Carlberg, District Manager, Upper Blue Sanitation District, PO Box 1216, 1605 Airport Road, Breckenridge, CO 80424-1216.

Mayberry & Company, LLC

Certified Public Accountants

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

INDEPENDENT AUDITORS' REPORT

Board of Directors Upper Blue Sanitation District Breckenridge, Colorado

Report on the Financial Statements

We have audited the accompanying financial statements of the Upper Blue Sanitation District, as of and for the year ended December 31, 2018, and the related notes to the financial statements which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our 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 opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Upper Blue Sanitation District, as of December 31, 2018, and the changes in financial position, and cash flows, thereof, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Upper Blue Sanitation District Independent Auditors' Report Page 2

Report on Summarized Comparative Information

We have previously audited the Upper Blue Sanitation District's 2017 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated August 15, 2018. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2017 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Matters

Required Supplementary Information – Management Discussion and Analysis

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

Other Information

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

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Englewood, Colorado June 26, 2019

BASIC FINANCIAL STATEMENTS

UPPER BLUE SANITATION DISTRICT

Breckenridge, Colorado

STATEMENT OF NET POSITION

December 31, 2018

(With Comparative Totals for December 31, 2017)

	2018	2017
ASSETS		
Current Assets		
Cash and Equivalents	\$ 12,472,922	\$ 18,489,685
Investments	17,971,327	7,687,148
Accounts Receivable	109,310	2,604
Accrued Interest Receivable	12,388	-
Prepaid Expenses	167,768	160,074
Restricted Cash & Investments	1,325,029	1,282,179
Total Current Assets	32,058,744	27,621,690
Noncurrent Assets		
Capital Assets, not being depreciated	819,323	819,323
Capital Assets, being depreciated (net)	68,202,013	68,481,142
Notes and Other Receivables	161,035	205,040
Total Noncurrent Assets	69,182,371	69,505,505
Total Assets	101,241,115	97,127,195
LIABILITIES		
Current Liabilities		
Accounts Payable	645,405	658,091
Retainage Payable	158,801	-
Unearned Revenue	71,813	-
Accrued Compensated Absences	126,809	127,071
Accrued Interest Payable	10,564	11,373
Deposits and Escrow Balances	1,750	1,750
Deposits and Escrow Balances - Restricted Resources	182,029	206,179
Current Portion - Notes Payable	99,082	97,130
Total Current Liabilities	1,296,253	1,101,594
Noncurrent Notes Payable	1,168,590	1,267,672
Total Liabilities	2,464,843	2,369,266
NET POSITION		
Net Investment in Capital Assets	67,743,100	67,924,290
Restricted:		
For Operations and Maintenance Reserve	1,143,000	1,076,000
Unrestricted	29,890,172	25,757,639
Total Net Position	\$ 98,776,272	\$ 94,757,929

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

UPPER BLUE SANITATION DISTRICT Breckenridge, Colorado

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET POSITION For the Year Ended December 31, 2018 (With Comparative Totals for the Year Ended December 31, 2017)

	 2018	 2017
OPERATING REVENUES		
User Charges	\$ 5,732,489	\$ 5,610,432
Inspection Fees	9,400	16,105
Line Extension Fees	166,909	139,740
Rental Income	42,900	36,000
Other Charges	 44,837	 63,247
Total Operating Revenues	 5,996,535	 5,865,524
OPERATING EXPENSES		
Admininstrative	2,095,790	2,038,213
Operating - Iowa Hill	508,394	519,071
Operating - Farmers Korner	1,101,009	929,765
Operating - South Blue	53,142	38,361
Operating - Collection System	199,146	166,719
Depreciation Expense	 2,615,329	 2,581,923
Total Operating Expenses	 6,572,810	 6,274,052
Income (Loss) from Operations	 (576,275)	 (408,528)
NONOPERATING INCOME (EXPENSE)		
Investment Earnings	409,589	51,678
Inclusion Fees	139,674	139,879
Interest Expense	 (26,003)	 (27,933)
Total Nonoperating Income (Expense)	 523,260	 163,624
CAPITAL CONTRIBUTIONS		
Plant Investment Fees	 4,071,358	 4,851,721
Change in Net Position	4,018,343	4,606,817
NET POSITION, Beginning	 94,757,929	 90,151,112
NET POSITION, Ending	\$ 98,776,272	\$ 94,757,929

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

PROPRIETARY FUND STATEMENT OF CASH FLOWS For the Year Ended December 31, 2018 (With Comparative Totals for the Year Ended December 31, 2017)

	_	2018	 2017
Cash Flows from Operating Activities:			
Cash Receipts from Customers	\$	5,937,492	\$ 5,913,742
Cash Payments to Suppliers		(2,199,984)	(2,104,096)
Cash Payments to Employees		(1,619,338)	 (1,590,415)
Net Cash Flows from Operating Activities		2,118,170	 2,219,231
Cash Flows from Capital and Related Financing Activities:			
Plant Investment Fees		4,071,358	4,851,721
Inclusion Fees Acquisition and Construction of Capital Assets		139,674 (2,336,200)	139,879 (4,205,994)
Principal Paid on Loans		(2,330,200) (97,130)	(4,203,994) (95,216)
Change in O & M Reserve		(67,000)	(46,000)
Interest Paid on Loans		(26,812)	(28,726)
Net Cash Flows from Capital and Related Financing Activities	_	1,683,890	 615,664
Cash Flows from Investing Activities:			
Proceeds from Sale (Purchases) of Investments		(10,260,029)	(4,060,470)
Payments (Advances) on Notes Receivable		44,004	100,994
Investment Earnings		397,202	 51,678
Net Cash Flows from Investing Activities		(9,818,823)	 (3,907,798)
Net Increase (Decrease) in Cash and Equivalents		(6,016,763)	(1,072,903)
CASH AND EQUIVALENTS, Beginning	_	18,489,685	 19,562,588
CASH AND EQUIVALENTS, Ending	\$	12,472,922	\$ 18,489,685
Reconciliation of Income (Loss) from Operations to Net			
Cash Flows from Operations:			
Income (Loss) from Operations	\$	(576,275 <u>)</u>	\$ (408,528)
Adjustments required to reconcile operating income (loss) to net cash flows from operations			
Depreciation Changes in Assets and Liabilities:		2,615,329	2,581,923
(Increase) Decrease in Accounts Receivable		(39,720)	32,734
(Increase) Decrease in Prepaid Expenses		(7,694)	(1,924)
Increase (Decrease) in Accounts Payable		146,115	(2,821)
Increase (Decrease) in Unearned Revenue		4,827	(9,459)
Increase (Decrease) in Accrued Compensated Absences		(262)	2,363
Increase (Decrease) in Deposits and Escrow Balances		(24,150)	 24,943
Total Adjustments		2,694,445	 2,627,759
Net Cash Flows from Operating Activities	\$	2,118,170	\$ 2,219,231

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

DECEMBER 31, 2018

Note 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Upper Blue Sanitation District (the District) is a Colorado governmental unit operating in accordance with Colorado statute. The District was established to provide sewer treatment services to properties located within its boundaries. The significant accounting policies utilized are detailed below.

Financial Reporting Entity

Pursuant to the GASB Codification, the District applies the criteria outlined commencing at Section 2100.119, to determine which governmental organizations should be included in the reporting entity. The inclusion or exclusion of component units is based on the elected officials' accountability to their constituents, and the financial reporting entity follows the same accountability. Further, the financial statements of the reporting entity should enable the reader to distinguish between the primary government (including its blended component units, which are, in substance, part of the primary government) and discretely presented component units.

The criteria used for determining whether an entity should be included, either blended or discretely presented, includes but is not limited to: fiscal dependency, imposition of will, legal standing, and the primary recipient of services. Based on these criteria, the District has no includable component units. The District is also not included in the financial statements of any other entity.

Basis of Accounting

Enterprise fund accounting is utilized in accordance with accounting principles generally accepted in the United States of America. Enterprise funds recognize revenues and expenses on the accrual basis of accounting where revenues are recorded when earned and expenses are recorded when incurred.

The District distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services in connection with the District's principal ongoing operations. The principal operating revenues of the District are charges to customers for sales and service. Operating expenses 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.

The District follows the provisions of Governmental Accounting Standards Board (*GASB*) Statement No. 34 Basic Financial Statements and Management's Discussion and Analysis - for State and Local Governments. Statement No. 34 establishes standards for external financial reporting for all state and local governmental entities which includes a management's discussion and analysis section; a statement of net position; a statement of revenues, expenses, and changes in net position; and a statement of cash flows. It requires the classification of net position into three components – net investment in capital assets; restricted; and unrestricted.

DECEMBER 31, 2018

Note 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash and Equivalents

For purposes of the statement of cash flows, the District treats all demand and money market bank accounts as cash and equivalents.

Investments

The District records investments at fair value. Gains or losses on the sale of investments are recognized when the investment is sold.

Capital Assets

Assets are stated at cost; developers cost or estimated fair market value at the time of dedication. The capitalization threshold for capital assets is \$5,000. Depreciation is computed using the straight-line method over the asset's estimated useful life ranging from five to fifty years. Depreciation begins in the year following completion for assets under construction.

Comparative Information

Comparative total data for the prior year has been presented in the accompanying financial statements in order to provide an understanding of changes in the District's financial position and operations. However, comparative (i.e., presentation of prior year totals by fund type) data has not been presented in each of the statements since their inclusion would make the statements unduly complex and difficult to read. This information may have been reclassified from its original presentation for comparative purposes.

Budgets

Each fall the Board of Directors adopts a budget and appropriates funds for the following calendar year. Unused appropriations lapse at year-end.

An amendment to budget through supplemental appropriation is subject to approval of the Board of Directors at a public hearing and the filing of the approved supplemental appropriation with the State of Colorado. There were no budget amendments in 2018.

The basis of these budgets is non-GAAP, in that revenues and expenditures are budgeted on the modified accrual basis of accounting. This budgetary basis Includes plant investment fees as revenues (contributed capital for GAAP), and expenditures include loan principal paid and capital outlay, but exclude depreciation.

Compensated Absences

The District allows employees to accumulate unused vacation, sick leave and compensatory time up to specified maximum limits. The District accrues such benefits in the period in which they are earned.

DECEMBER 31, 2018

Note 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, and expenses during the period. Actual results could differ from those estimates.

Equity

Equity is classified as net position and displayed in three components:

- Net investment in capital assets consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.
- Restricted net position consists of net position with constraints placed on the use either by (1) external groups, such as creditors, grantors, or laws or regulations of other governments; or (2) law through constitutional provisions or enabling legislation.
- Unrestricted net position all other net position that do not meet the definition of "restricted" or "net investment in capital assets". This net position is available for future operations or distributions.

It is the District's policy to fund operations through the most restricted available equity first.

Note 2: CASH AND INVESTMENTS

Cash deposits and investments are comprised of and are allocated on the December 31, 2018 statement of net position as follows:

Cash Deposits and On Hand	\$ 13,797,951
Investments	17,971,327
Total Cash and Investments	\$ 31,769,278
Cash and Equivalents	\$ 12,472,922
Investments	17,971,327
Restricted Cash and Investments	1,325,029
Total Cash and Investments	<u>\$ 31,769,278</u>

DECEMBER 31, 2018

Note 2: CASH AND INVESTMENTS (Continued)

CASH DEPOSITS

At December 31, 2018, the District's cash deposits had bank and carrying balances as follows:

		Bank		Carrying
		Balance		Balance
FDICInsured	\$	250,000	\$	250,000
PDPA Collateralized (Not in the District's Name)		13,654,173		13,547,751
Petty Cash	_	-		200
Total Cash Balances	\$	13,904,173	\$	13,797,951

Custodial Credit Risk – Deposits

Deposits are exposed to custodial credit r isk (the risk that, in the event of the failure of a depository financial institution, the government would not be able to recover deposits or would not be able to recover collateral securities that are in the possession of an outside party), If they are not covered by depositary insurance and are collateralized with securities held by the pledging financial Institution, except for deposits collateralized by certain types of collateral pools including a single financial institution collateral pool where the fair value of the pool is equal to or exceeds all uninsured public deposits held by the financial institution (e.g. deposits insured by The Public Deposit Protection Act, (PDPA)). Accordingly, none of the District's deposits at December 31, 2018, are deemed to be exposed to custodial credit risk.

INVESTMENTS

Credit Risk

Eligible investments shall conform to state law and may include any of the following:

- Obligations of the United States and certain U.S. government agencies securities
- Certain international agency securities
- General obligation and revenue bonds of U.S. local government entities
- Bankers' acceptance of certain banks
- Commercial paper
- Local government investment pools
- Written repurchase agreements collateralized by certain authorized securities
- Certain money market funds
- Guaranteed investment contracts

DECEMBER 31, 2018

Note 2: CASH AND INVESTMENTS (Continued)

Credit Risk (Continued)

At December 31, 2018, the District had invested in the Colorado Local Government Liquid, Asset Trust (COLOTRUST), a local government investment pool. As an Investment pool, COLOTRUST operates under the Colorado Revised Statutes (2476-701) and is overseen by the Colorado Securities Commissioner. COLOTRUST invests in securities that are specified by the Colorado Revised Statutes (2475-601). Authorized securities included US Treasuries, US Agencies, commercial paper (rated A1 or better) and bank deposits (collateralized through PDPA). COLOTRUST operates similar to a 2a-7-like money market fund with a share value equal to \$1.00 and a maximum weighted average maturity of 60 days. COLOTRUST is rated AAA by the Standard & Poor's Corporation. A designated custodial bank provides banking services and trust custody for securities held on behalf of the participating governments in COLOTRUST. The custodian's internal records identify the investments owned by the participating governments.

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local government entities may invest including obligations of the United States and certain U.S. government agency securities; certain international agency securities; general obligation and revenue bonds of U.S. local government entities; bankers' acceptance of certain banks; commercial paper; local government investment pools; written repurchase agreements collateralized by certain authorized securities; certain money market funds; and guaranteed investment contracts.

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. As a means of limiting its exposure to decline in fair value due to rising interest rates, the District's investment policy requires that the majority of its investments have a maturity date of 1 year or less.

Concentration of Credit Risk

Investments must be in accordance with Colorado statutes and no more than 80% of the total portfolio may be invested in any single type of investment. Investments in any one financial institution may not exceed 30% of the District's portfolio unless the investments are obligations of the United States Government.

DECEMBER 31, 2018

Note 2: CASH AND INVESTMENTS (Continued)

RESTRICTED CASH AND INVESTMENTS

Restricted cash and investments for the operations and maintenance reserve for 2018 represent an amount equal to three months of 2019 budgeted operating expenses as required by the 2010 loan agreements with the Colorado Water Resources and Power Development Authority (CWRPDA) (see Note 5). These monies, per agreement with CWRPDA, can be used for emergency operating purposes, if necessary. The District has also restricted funds it has on deposit in escrow per developer agreements. The amount held in construction retainage escrow ultimately belongs to the contractor and a retainage payable account has been established to offset this amount.

Developer Escrow Balances	\$ 182,029
CWRPDA O&M Reserves	 1,143,000
Total Restricted Cash and Investments	\$ 1,325,029

Note 3: NOTES RECEIVABLE

The District provides financing related to new system connections. The property owner must sign a promissory note for the amount of the financed fees. The promissory notes generally require 32 quarterly payments and can be prepaid at any time and bear interest at 5.25%. The District had 18 outstanding notes with a value of \$161,035 at year end and recognized \$9,486 of interest on the notes. There was \$16,376 of outstanding required loan payments at year-end. The District has not recorded an allowance against the outstanding balance.

DECEMBER 31, 2018

Note 4: CAPITAL ASSETS

Summaries of changes to capital assets for 2018 are as follows:

	Balance			Balance
	12/31/17	Additions	Deletions	12/31/18
Capital Assets Not Being Depreciated:				
Land and Easements	<u>\$ 819,323</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 819,323</u>
Capital Assets Being Depreciated:				
Buildings	153,903	-	-	153,903
Treatment Plants	79,859,996	330,587	-	80,190,583
Upper Blue River System	9,307,387	(19,010)	-	9,288,377
Sewer Lines and Mains	15,133,847	1,967,818	-	17,101,665
Equipment and Vehicles	1,998,837	56,806	-	2,055,643
Employee Housing	1,038,191			1,038,191
Total Capital Assets Being Depreciated	107,492,161	2,336,201		109,828,362
Accumulated Depreciation:				
Buildings	(16,964)	(4,338)	-	(21,302)
Treatment Plants	(27,271,748)	(1,847,026)	-	(29,118,774)
Upper Blue River System	(2,127,181)	(192,945)	-	(2,320,126)
Sewer Lines and Mains	(7,428,638)	(402,855)	-	(7,831,493)
Equipment and Vehicles	(1,771,976)	(147,401)	-	(1,919,378)
Employee Housing	(394,513)	(20,764)		(415,277)
Total Accumulated Depreciation	(39,011,020)	(2,615,329)		(41,626,350)
Capital Assets Being Depreciated, net	68,481,141	(279,128)		68,202,012
Total Capital Assets	\$ 69,300,464	<u>\$ (279,128</u>)	<u>\$</u> -	\$ 69,021,335

Depreciation expense for the year ended December 31, 2018 was \$2,615,329.

Note 5: COMMITMENTS AND CONTIGENCIES

Prepaid Plant Investment Fees

The District has received prepaid plant investment fees for approximately 55 single-family equivalent plant investment connections. The District is not required to repay the fees but is required to provide service without additional cash payment from the property owners. During the fiscal year, the District converted 10.73 prepaid connections to active connections.

DECEMBER 31, 2018

Note 5: COMMITMENTS AND CONTIGENCIES (Continued)

Summit County Fee Credit

The District received a water right decree in 1997 that contained various provisions and a stipulation that Summit County could reopen the decree upon the occurrence of certain events. In July 2015, the District entered into an agreement granting the County \$1,000,000 in credits towards future Inclusion Fees and Plant Investment Fees assessed by the District for County-sponsored or supported public or public/private projects within Summit County in exchange for an agreement from the County to never exercise its right to reopen the decree. The County utilized \$528,810 in April 2016 and has remaining credit of \$471,190 as of December 31, 2018.

TABOR Amendment

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

Enterprises, defined as government-owned businesses authorized to issue revenue bonds and receiving less than 10 percent of annual revenue in grants from all state and local governments combined, are excluded from the provisions of TABOR. The District's management believes, after consultation with legal counsel, it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including interpretation of qualification as an Enterprise will require judicial interpretation.

Note 6: LONG TERM DEBT

The following is an analysis of changes in long-term debt:

	Balance 12/31/2017		Advances Paymen		yments	Balance 12/31/2018		Current Portion		Interest Expense	
Notes Payable:											
2010 CWRPDA	\$ 1,364,801	\$	-	\$	97,130	\$	1,267,671	\$	99,082	\$	26,003
2018 Equipment Lease	 -		54,219		1,399		52,820		17,251		226
Total	\$ 1,364,801	\$	54,219	\$	98,529	\$	1,320,491	\$	116,333	\$	26,229

The District has one outstanding loan with the Colorado Water Resources and Power Development Authority. In 2010, the District entered into a third loan agreement to complete the Farmers Korner facility expansion. The loans contain various covenants and a revenue pledge.

Among the covenants are rate maintenance provisions, operations and maintenance reserve requirements *and provisions against providing free service or capacity to any person, firm, corporation, public agency or instrumentality*.

The 2010 loan requires semiannual payments through February 2030 with interest at an effective rate of approximately 2 percent. The District has the option to repay the loan in whole or in part upon prior written notice.

DECEMBER 31, 2018

Note 6: LONG TERM DEBT (Continued)

The District has pledged the revenue from the operation and use of the wastewater treatment facilities and other legally available revenue, after the payment of operation and maintenance expenses of the system, for the repayment of the above loans. The loan agreements contain restrictive covenants and requirements, including a rate covenant (See Note 9) and maintenance of a three-month operating reserve for the 1997 loan (See Note 2). The District was in compliance with the covenants and requirements of the loan agreements at December 31, 2018.

A schedule of future loan payments is as follows:

Fiscal Year	 Principal	 Interest	Total		
2019	\$ 99,082	\$ 24,860	\$	123,943	
2020	101,073	22,869		123,942	
2021	103,105	20,837		123,942	
2022	105,177	18,765		123,942	
2023	107,291	16,651		123,942	
2024-2028	569,686	50,026		619,712	
2029-2030	 182,257	 3,657		309,856	
Totals	\$ 1,267,671	\$ 157,665	\$	1,549,279	

Operating Lease

In July 2018, the District entered into a SCADA software and equipment lease agreement with Browns Hill Engineering and Controls, LLC. The lease requires 36 monthly payments of \$1,625 commencing December 1, 2018. As this lease is primarily related to providing the engineering firm to remotely monitor the District's system and is not related to useful life of the underlying assets, the District considers the lease to be an operating lease and codes the payments to contracted repairs. A schedule of future lease payments is as follows:

Fiscal Year	Total			
2019	\$	19,500		
2020		19,500		
2021		17,875		
Totals	\$	56,875		

Note 7: BENEFIT PLANS

Money Purchase Pension Plan – Defined Contribution

The District maintains an Internal Revenue Code Section 401(a) money purchase plan for all full-time employees. The assets of this plan are not reflected in the financial statements because they are not subject to any creditors of the District.

DECEMBER 31, 2018

Note 7: BENEFIT PLANS (Continued)

Money Purchase Pension Plan – Defined Contribution (Continued)

This plan is a single employer, defined contribution pension plan. The District contributes 5 percent of each participating employee's salary. Total contributions (including application of forfeitures) were \$53,689, \$53,155, and \$52,032, for 2018, 2017 and 2016, respectively.

Covered and total payroll for 2018, 2017 and 2016 was \$1,007,304, \$1,032,438, and \$992,111, respectively. Employer contributions vest at a rate of 20% per year of service with employees fully vested after five years.

Beginning in 2011, the District contributes an additional 2.5% of each employee's salary into the 401 (a) based upon their optional contribution to the District's 457 plan. In 2018, the total contributions were \$84,049.

District contributions for plan members who leave employment before they are fully vested are used to reduce the District's current period contribution requirement. There is no liability for benefits under the plan beyond the District's matching payments. Plan provisions and contribution requirements are established and may be amended by the District's Board of Directors.

Note 8: RECONCILIATION OF PROPRIETARY (GAAP) REVENUES AND EXPENSES TO BUDGETARY REVENUES AND EXPENDITURES

The District prepares its budget annually. The following reconciliation is presented to reconcile the annual budgeted revenues and expenditures to the GAAP basis financial statements.

	Revenues			Expenditures			
Budgetary Basis	\$	10,617,156	\$	6,416,814			
GAAP Basis Adjustments							
Capital Replacement		-		(1,276,374)			
Capital Outlay		-		(1,059,826)			
Debt Service Principal		-		(97,130)			
Depreciation Expense		-		2,615,329			
GAAP Basis	\$	10,617,156	\$	6,598,813			

Note 9: RISK MANAGEMENT

The District is exposed to various risks of loss related to torts, theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool) as of December 31, 2018. The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

DECEMBER 31, 2018

Note 9: RISK MANAGEMENT

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

Note 10: RATE MAINENANCE

The 2010 Colorado Water Resources and Power Development Authority loan agreement requires that Net Revenues shall represent a sum equal to 110% of the amount necessary to pay when due the principal and interest on the loan and any parity debt coming due.

Gross operating revenue	\$ 5,996,535
Other revenue	549,264
Capital contributions	4,071,358
Total revenue	10,617,157
Oper. and maint. exp. Exc. depreciation	(3,957,481)
Netrevenue	6,659,676
Total debt service	
2010 CWRPDA	123,942
	123,942
Required rate	<u>110%</u>
Net revenue required	136,337
Excess (deficit)	\$ 6,523,339

Note 11: FUTURE USES OF NET POSITION

Through the adoption of the 2019 budget, the District has appropriated \$1,132,620 of net position available at December 31, 2018 to fund fiscal year 2019 operations.

In addition, the District has set aside funds as of December 31, 2018 to fund future plant improvements that are anticipated to address pending nutrient standards. As included in the 2013 Master Plan, the District set aside \$2,000,000 of net position each year from 2012 through 2018 to insure that adequate reserves are available to meet these projected costs. As of 2018, the set-aside totaled \$14,000,000.

As these amounts are internally allocated, they do not meet the requirements to be shown as restricted net position on the Statement of Net Position.

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OTHER SUPPLEMENTARY INFORMATION

UPPER BLUE SANITATION DISTRICT

Breckenridge, Colorado

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES

IN NET POSITION - BUDGET AND ACTUAL

For the Year Ended December 31, 2018

(With Comparative Totals for the Year Ended December 31, 2017)

	2018							
	Final Budget			Actua		Variance Pos (Neg)	2017 Actua	
REVENUES								
User Charges	\$	5,750,000	\$	5,732,489	\$	(17,511)	\$	5,610,432
Inspection Fees		10,000		9,400		(600)		16,105
Inclusion Fees		100,000		139,674		39,674		139,879
Line Extension Fee:		50,000		166,909		116,909		139,740
Other Charges		34,000		44,837		10,837		63,247
Investment Earnings		53,000		409,589		356,589		51,678
Plant Investment Fees		2,750,000		4,071,358		1,321,358		4,851,721
Rental Income		35,000		42,900		7,900		36,000
Total Revenues		8,782,000		10,617,156		1,835,156		10,908,802
EXPENDITURES								
Admininstrative								
Personnel Services		1,812,738		1,619,076		193,662		1,592,778
Office Administration		164,500		160,380		4,120		138,569
Legal and Other Professiona		160,000		113,485		46,515		98,731
Board Expenses		14,000		6,000		8,000		6,000
Insurance		141,000		128,242		12,758		131,606
Building Maintenance		20,000		25,994		(5,994)		22,367
Employee Housing		19,000		10,479		8,521		20,130
Other Administrative Expense:		24,500		32,134		(7,634)		28,032
Total Administrative		2,355,738		2,095,790		259,948		2,038,213
Operating - Iowa Hil								
Utilitie		246,000		195,497		50,503		194,727
Repairs		90,000		64,630		25,370		65,594
Chemicals and Other Supplie		220,000		191,231		28,769		191,241
Biomonitorin		23,000		31,558		(8,558)		45,301
Permits & Fees		8,000		7,529		471		9,333
Other Operating Expense:		20,000		17,949		2,051		12,875
Total Operating - Iowa Hil		607,000		508,394	_	98,606		519,071
Operating - Farmers Korner								
Utilitie		460,000		413,371		46,629		402,682
Repairs		90,000		82,964		7,036		87,913
Chemicals and Other Supplie		330,000		353,058		(23,058)		207,396
Biomonitorin		7,000		3,150		3,850		3,078
Permits & Fees		17,500		15,427		2,073		13,141
Sludge Hauling & Land Applicatio		180,000		170,460		9,540		156,543
Site Monitoring		23,000		28,125		(5,125)		20,672
Other Operating Expenses		44,000		34,454		9,546		38,340
Total Operating - Farmers Korne		1,151,500		1,101,009		50,491		929,765

See the accompanying Independent Auditors' Report

(Continued)

UPPER BLUE SANITATION DISTRICT

Breckenridge, Colorado

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES

IN NET POSITION - BUDGET AND ACTUAL

For the Year Ended December 31, 2018

(With Comparative Totals for the Year Ended December 31, 2017)

(Continued)

	Final Budget	Actua	Variance Pos (Neg)	2017 Actua
EXPENDITURES (continued)				
Operating - South Blue				
Utilities	32,000	37,629	(5,629)	24,828
Repairs	2,500	1,677	823	1,101
Chemicals and Other Supplie	1,000	991	9	342
Permits & Fees	3,000	2,925	75	2,315
Site Monitoring	8,000	3,004	4,996	6,886
Other Operating Expense:	5,000	6,916	(1,916)	2,889
Total Operating - South Blue	51,500	53,142	(1,642)	38,361
Operating - Collection System				
Utilities	20,000	12,278	7,722	12,675
Repairs	139,000	149,340	(10,340)	125,947
Inspection Expenses	5,000	-	5,000	1,189
Other Operating Expense:	35,000	37,528	(2,528)	26,908
Total Operating - Collection Systen	199,000	199,146	(146)	166,719
Capital Replacement	1,785,000	1,276,374	508,626	1,367,851
Capital Outlay	3,295,000	1,059,826	2,235,174	2,838,143
Debt Service				
Debt Service Principal	97,130	97,130	-	95,216
Interest Expense	26,813	26,003	810	27,933
Total Debt Service	123,943	123,133	810	123,149
Total Expenses	9,568,681	6,416,814	3,151,867	8,021,272
Change in Net Position - Budget Basis	(786,681)	4,200,342	4,987,023	2,887,530
GAAP Basis Adjustments				
Capital Replacemen	-	1,276,374	1,276,374	1,367,851
Capital Outlay	-	1,059,826	1,059,826	2,838,143
Debt Service Principa	-	97,130	97,130	95,216
Depreciation Expense		(2,615,329)	(2,615,329)	(2,581,923)
Net GAAP Basis Adjustments	-	(181,999)	(181,999)	1,719,287
Change in Net Position - GAAP Bas	\$ (786,681)	4,018,343	\$ 4,805,024	4,606,817
NET POSITION, Beginning		94,757,929		90,151,112
NET POSITION, Ending		\$ 98,776,272		\$ 94,757,929

See the accompanying Independent Auditors' Report