

STATE BOARD OF ACCOUNTS 302 WEST WASHINGTON STREET ROOM E418 INDIANAPOLIS, INDIANA 46204-2765

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March 21, 2017

Board of Directors Richmond Power and Light 50 North 5th Street Richmond, IN 47374

We have reviewed the audit report prepared by Crowe Horwath, LLP, Independent Public Accountants, for the period January 1, 2015 to December 31, 2015. In our opinion, the audit report was prepared in accordance with the guidelines established by the State Board of Accounts. Per the Independent Auditor's Report, the financial statements included in the report present fairly the financial condition of the Richmond Power and Light, as of December 31, 2015 and the results of its operations for the period then ended, on the basis of accounting described in the report.

The audit report is filed with this letter in our office as a matter of public record.

Paul D. Joyce, CPA State Examiner

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA

FINANCIAL STATEMENTS

December 31, 2015

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA

FINANCIAL STATEMENTS December 31, 2015

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RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA SCHEDULE OF OFFICIALS December 31, 2015

Office	Official	<u>Term</u>
General Manager and CEO	(Vacant) Randy Baker	01-01-15 to 02-16-15 02-17-15 to 12-31-15
Mayor	Sarah L. Hutton	01-01-15 to 12-31-15
President of the Common Council	Ron Oler	01-01-15 to 12-31-15
Finance Manager	Sandra Lambert	01-01-15 to 12-31-15
Controller	Paula Hill (Vacant) Sandra Spencer	01-01-15 to 02-24-15 02-25-15 to 03-12-15 03-13-15 to 12-31-15
Chairperson of the Board of Directors	Phil Quinn	01-01-15 to 12-31-15



INDEPENDENT AUDITOR'S REPORT

The Officials of Richmond Power and Light Wayne County, Indiana

Report on the Financial Statements

We have audited the accompanying financial statements of the business-type activities of the Richmond Power and Light (Utility), a department of the City of Richmond, as of and for the year ended December 31, 2015, and the fiduciary activities as of and for the year ended August 31, 2015, and the related notes to the financial statements, which collectively comprise the Utility'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.

Auditor's 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 of 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 City's internal control. Accordingly, we express no such opinion. An audit 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 our 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 of the Utility as of December 31, 2015, and the fiduciary activities as of August 31, 2015, and the respective changes in financial position and, where applicable, cash flows thereof and for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements of the Department of the City of Richmond, Indiana are intended to present the financial position, and the changes in financial position and, where applicable cash flows of only that portion of the business-type and fiduciary activities of the City that is attributable to the transactions of the Department. They do not purport to, and do not, present fairly the financial position of the City of Richmond, Indiana as of December 31, 2015, and the changes in its financial position and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America. The City's financial statements are separately prepared and presented on a regulatory basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles. Our opinion is not modified with respect to this matter.

As discussed in Note 1 to the financial statements, during the year ended December 31, 2015, the Utility adopted new accounting guidance, GASB Statement No. 68, Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27, GASB Statement No. 71, Pension Transition for Contributions Made Subsequent to the Measurement Date – an amendment of GASB Statement No. 68, and GASB Statement No. 84, Fiduciary Activities. Our opinion is not modified with respect to this matter.

Other Matters

Other Supplementary Information

The nonaccounting information shown on page 1 is presented for purposes of additional analysis and is not a required part of the basic financial statements. The nonaccounting information has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and, accordingly, we express no opinion on it.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Schedule of Changes in the Utility's Net Pension Liability and Related Ratios, Schedule of Utility's Contributions, and Schedule of Annual Money-Weighted Rate of Return on Pension Plan as listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Management has omitted the Management's Discussion and Analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Government Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Crowe Horwath LLP

Crowe Hornett LLP

Indianapolis, Indiana March 10, 2017

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA STATEMENT OF NET POSITION ENTERPRISE FUND December 31, 2015

ASSETS Current assets	
Cash and cash equivalents - unrestricted Cash and cash equivalents - designated:	\$ 12,680,343
Group insurance reserve	1,340,862
Cash reserve fund Debt service	2,139,709 445,000
Total cash and cash equivalents - designated	3,925,571
Cash and cash equivalents - restricted:	000 074
Customer deposits fund Customer accounts receivable (net of allowance)	633,074 6,786,684
Inventories	2,078,784
Prepaid items	218,173
Total current assets	26,322,629
Non-current assets	
Cash and cash equivalents - designated: Depreciation fund	10,410,891
Capital assets:	10,410,091
Land, improvements to land and construction in progress	1,177,664
Other capital assets (net of accumulated depreciation)	64,928,288
Total capital assets	66,105,952
Total noncurrent assets	76,516,843
Deferred outflow of resources	5,068,858
Total assets and deferred outflow of resources	\$107,908,330
LIABILITIES	
Current liabilities:	A 40.0 - 0.000
Accounts payable Taxes payable	\$ 10,273,300 219,852
Accrued interest payable	16,926
Customer deposits	664,174
Compensated absences	487,000
Revenue bonds payable Payable in lieu of taxes	445,000 3,209,563
Total current liabilities	15,315,815
Noncurrent liabilities:	
Net pension liability	16,741,909
Bonds payable	950,000
Total noncurrent liabilities	<u>17,691,909</u>
Total liabilities	33,007,724
NET POSITION	
Net investment in capital assets	64,710,952
Unrestricted	10,189,654
Total net position	\$ 74,900,606

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA

WAYNE COUNTY, INDIANA STATEMENT OF REVENUES, EXPENSES AND CHANGE IN NET POSITION ENTERPRISE FUND

Year ended December 31, 2015

Operating revenues: Residential sales Commercial and industrial sales Public street and highway lighting Penalties Other Total operating revenues	\$ 19,738,144 63,965,399 1,101,724 555,990 401,932 85,763,189
Operating expenses: Purchased power Cost of service Transmission and distribution Customer accounts Administration and general Depreciation Utility receipts tax & other taxes Employee pensions and benefits Total operating expenses	64,137,642 452,094 3,838,163 1,395,906 7,327,679 5,242,087 1,211,892 934,367 84,539,830
Operating income	1,223,359
Nonoperating revenues (expenses): Interest and investment revenue Miscellaneous revenue Interest expense Payment to City in lieu of taxes Total nonoperating revenues (expenses)	9,838 7,199 (59,425) (2,139,709) (2,182,097)
Income before capital contributions	(958,738)
Capital contributions	5,998
Change in net position	(952,740)
Total net position – beginning of year	85,866,093
Restatement due to GASB Statement No. 68 and 71	(10,012,747)
Total net position – beginning (restated)	<u>75,853,346</u>
Total net position – end of year	\$ 74,900,606

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA STATEMENT OF CASH FLOW ENTERPRISE FUND

Year ended December 31, 2015

Cash flows from operating activities:	
Receipts from customers and users	\$ 85,840,055
Payments to suppliers and contractors	(68,899,440)
Payments to employees	(9,296,853)
Net cash provided by operating activities	7,643,762
Cash flows from capital and related financing activities:	
Capital contributions	5,998
Miscellaneous income	7,199
Acquisition and construction of capital assets	(2,445,427)
Payment to City in lieu of taxes	(2,139,709)
Principal paid on capital debt	(425,000)
Interest paid on capital debt	(64,582)
Net cash used by capital and related financing activities	(5,061,521)
Cash flows from investing activities:	
Interest received	9,838
Net cash provided by investing activities	9,838
Net increase in cash and cash equivalents	2,592,079
Cash and cash equivalents, January 1	25,057,800
Cash and cash equivalents, December 31	\$ 27,649,879
Identification of cash and cash equivalents by account:	
Current assets – unrestricted	\$ 12,680,343
Current assets – designated	3,925,571
Current assets - restricted	633,074
Non-current assets - designated	<u>10,410,891</u>
Total cash and cash equivalents, December 31	<u>\$ 27,649,879</u>
Reconciliation of operating income to net cash	
provided by operating activities:	
Operating income	\$ 1,223,359
Adjustments to reconcile operating income to	
net cash provided by operating activities: Depreciation expense	5,242,087
(Increase) decrease in assets and deferred outflows:	5,242,007
Customer accounts receivable	67,361
Inventories	(38,670)
Prepaid items	41,037
Deferred outflows	(4,479,701)
Increase (decrease) in liabilities:	
Accounts payable	(669,835)
Taxes payable	(31,101)
Net pension liability	6,279,720
Customer deposits	9,505 5,070,061
Total adjustments	5,970,961
Net cash provided by operating activities	<u>\$ 7,643,762</u>

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA STATEMENT OF PLAN NET POSITION FIDUCIARY FUND August 31, 2015

ASSETS

Investments, at fair value	
Large U.S. equity	\$ 8,420,407
Small/Mid U.S equity	2,075,247
International equity	3,354,619
Balanced/asset allocation	2,182,820
Fixed income	30,131,391
	<u>\$ 46,164,484</u>

NET POSITION

Net position restricted for pensions \$46,164,484

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA STATEMENT OF CHANGES IN PLAN NET POSITION FIDUCIARY FUND

Year ended August 31, 2015

Additions Contributions Employer Plan members Total contributions	\$ 919,078 <u>275,012</u> 1,194,090
Investment earnings Investment return Investment expenses Total investment loss Total additions	1,018,853 (20,866) 997,987 2,192,077
Deductions Benefit payments Administrative expenses Total deductions	2,503,109 320 2,503,429
Net decrease in net position	(311,352)
Plan net position, beginning of the year, as restated	46,475,836
Plan net position, end of the year	\$ 46,164,484

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity: The financial statements reflect only the activity of the Richmond Power and Light and are not intended to present fairly the position of the City of Richmond (City), and the results of its operations and cash flows of its enterprise funds. The Utility, whose operations are controlled by the City, represents a portion of the City's enterprise funds.

The financial statements of the City are reported on a regulatory basis of accounting prescribed by the Indiana State Board of Accounts in accordance with state statute (IC 5-11-1-6), which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. The regulatory basis of accounting differs from accounting principles generally accepted in the United States of America in that receipts are recognized when received in cash, rather than when earned, and disbursements are recognized when paid, rather than when a liability is incurred.

<u>Fiduciary Fund</u>: The Utility's defined benefit pension trust fund is presented in a fiduciary fund in the accompanying financial statements. These assets are being held for the benefit of pension participants and cannot be used for the activities or obligations of the Utility. The Fiduciary Fund has been presented as of its year end of August 31, 2015.

<u>Fund Financial Statements</u>: Business-type activity financial statements consist of the Statement of Net Position; Statement of Revenues, Expenses, and Changes in Net Position; and the Statement of Cash Flows. Business-type activities rely to a significant extent on fees and charges for support.

Measurement Focus, Basis of Accounting, and Financial Statement Presentation: The accounts of the business-type activity are maintained and the financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recognized when incurred.

Enterprise funds distinguish operating receipts and disbursements from nonoperating items. Operating receipts and disbursements generally result from providing services and producing and delivering goods in connection with an enterprise fund's principal ongoing operations. The principal operating receipts of the enterprise funds are charges to customers for sales and services. Operating disbursements for enterprise funds include the cost of sales and services and administrative costs. All receipts and disbursements not meeting this definition are reported as nonoperating receipts and disbursements.

<u>Deposits and Investments</u>: The Utility's cash and cash equivalents are considered to be cash on hand, demand deposits and short-term investments with original maturities of three months or less from the date of acquisition. Some of the Utility's cash and cash equivalents accounts are deposited in an interest bearing demand savings account. The Utility uses the savings account to deposit money that it does not anticipate using for current operations.

State statute (IC 5-13-9) authorizes the Utility to invest in securities, including but not limited to, federal government securities, repurchase agreements, and certain money market mutual funds. Certain other statutory restrictions apply to all investments made by local governmental units.

Nonparticipating certificates of deposit, demand deposits, and similar nonparticipating negotiable instruments that are not reported as cash and cash equivalents are reported as investments at cost.

Investment income, including changes in the fair value of investments, is reported as revenue in the operating statement.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

<u>Inventories and Prepaid Items</u>: All inventories are valued at cost using the first in/first out (FIFO) method. Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items.

<u>Emissions Allowances</u>: The emissions allowances were purchased in relation to the generation business and are subject to market fluctuations. After 2008, the market value for these allowances declined as various coal generators have been retired and other market variables have changed leaving the current estimated value at \$135,779 according to the RP&L's consultant at TFS energy.

<u>Designated Assets</u>: Certain proceeds of the enterprise fund revenue bonds, as well as certain resources set aside for their repayment, are classified as designated assets on the Statement of Net Position because they are set aside for cost of Utility Plant in Service, medical costs of employees and dependents, and an annual payment to the City of Richmond.

Revenues Pledged: The Utility has pledged future electric revenues, net of specified operating expenses, to repay revenue bonds. Proceeds from the bonds provided financing for electric improvements. The bonds are payable solely from electric net revenues and are payable through 2018. Annual principal and interest payments are expected to require less than 1% of operating revenues.

<u>Capital Assets</u>: Capital assets, which include property, plant, and equipment, are reported in the financial statements.

Capital assets are reported at actual or estimated historical cost based on appraisals or deflated current replacement cost. Contributed or donated assets are reported at estimated fair value at the time received.

Capitalization thresholds (the dollar values above which asset acquisitions are added to the capital asset accounts), depreciation methods and estimated useful lives of capital assets are as follows:

	Capitalization Threshold	Depreciation <u>Method</u>	Estimated <u>Useful Life</u>
Buildings	\$0	Straight-line	40-50 years
Improvements other than buildings	\$0	Straight-line	50-65 years
Machinery and equipment	\$0	Straight-line	10-60 years
Transportation equipment	\$0	Straight-line	5-10 years

For depreciated assets, 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.

Net Pension Liability: The Utility has recorded a net pension liability reflecting the difference between the total pension liabilities and the fiduciary net position of the single employer defined benefit plan. For purposes of measuring the net pension liability, deferred outflows and inflows of resources related to the pension, and pension expense, information about the fiduciary net position of the single employer defined benefit plan and additions to deductions from the single employer defined benefit plan fiduciary net position have been determined on the same basis as they are reported by the single employer defined benefit plan. 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.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

<u>Deferred Outflow of Resources</u>: Deferred outflows of resources represent a consumption of net position that applies to a future period(s). These amounts will not be recognized as expense or revenue until the applicable period. The Utility reports items in this category including services that have not yet been billed, land that is held for future use, and recognition of changes in its defined benefit plans' net pension liability that will be amortized in future periods.

Compensated Absences:

Vacation Leave - Utility employees earn vacation leave at rates from 5 days to 25 days per year based upon the number of years of service. Vacation leave may be accumulated for 1 year. Accumulated vacation leave is paid to employees through cash payments upon separation of service.

Sick Leave - Utility employees earn sick leave at the rate of 15 days per year. Unused sick leave may be accumulated to a maximum of 105 days.

Personal Leave - Utility employees earn personal leave at the rate of 2 days per year. Personal leave does not accumulate from year to year.

No liability is reported for sick and personal leave.

<u>Long-Term Obligations</u>: Long-term debt and other long-term obligations are reported as liabilities in the Statement of Net Position. Bond premiums and discounts are amortized over the life of the bonds using the straight-line method. Bonds payable are reported net of the applicable bond premium or discount.

<u>Revenue Recognition</u>: The Utility records revenue as billed to its customers and does not recognize any unbilled revenues that occur between meter readings. This accounting for revenue follows the rate making process of the Indiana Utility Regulatory Commission.

<u>Rate Structure</u>: The current rate structure was approved by the Indiana Utility Regulatory Commission on February 9, 2005.

<u>Energy Cost Adjustment Factor</u>: Pursuant to Rate Tariffs approved by the Indiana Utility Regulatory Commission in Cause #39381, an Energy Cost Adjustment Factor is used by the Utility to recover the cost of power delivered to customers. Changes in the cost of power are tracked and a quarterly adjustment factor is used to reconcile variances in the cost of energy. Capacity and energy sales to IMPA are deducted from the cost of the energy purchased.

<u>Contract</u>: The Utility has a long-term power supply contract with the Indiana Municipal Power Agency ("IMPA") that runs through 2042. Under the contract, IMPA is required to supply, and the Utility is required to purchase from IMPA all of its energy requirements.

<u>Risk Management</u>: The Utility is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; job related illnesses or injuries to employees; medical benefits to employees, retirees, and dependents (excluding postemployment benefits); and natural disasters.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The risks of torts; theft of, damage to, and destruction of assets; errors and omissions; job related illnesses or injuries to employees; medical benefits to employees, retirees, and dependents (excluding postemployment benefits); and natural disasters are covered by commercial insurance from independent third parties. Settled claims from these risks have not exceeded commercial insurance coverage for the past three years. There were no significant reductions in insurance by major category of risk.

<u>Contingent Liability</u>: Richmond Power and Light is attempting to resolve two "Notices of Violation and Finding of Violation" received from the United States Environmental Protection Agency (EPA) in connection with certain provisions of the Clean Air Act. The amount of liability, if any, is unknown at this time.

<u>Subsequent Events</u>: Management has performed an analysis of the activities and transactions subsequent to December 31, 2015, to determine the need for any adjustments or disclosures to the financial statements for the year ended December 31, 2015. Management has performed their analysis through March 10, 2017, the date the financial statements were available to be issued.

New Accounting Pronouncements: In 2015, the Utility adopted GASB Statement No. 68, Accounting and Financial Reporting for Pensions and GASB Statement No. 71, Pension Transition for Contributions Made Subsequent to the Measurement Date—an amendment of GASB Statement No. 68. These Statements require the Utility to record the excess of the total pension liability over the fiduciary net position of the pension plan as a net pension liability on the statement of net position. The change in accounting for pensions, as discussed in Note 6, resulted in the following restatement at January 1, 2015:

	Beginning <u>Balance</u>	As <u>Restated</u>	GASB 68 <u>Adjustment</u>
Statement of Net Position:			
Net pension liability	\$ -	\$ 10,462,189	\$ 10,462,189
Deferred outflows	-	449,442	449,442
Statement of Revenues, Expenses and Changes in Net Position:			
Net position	\$ 85,866,093	\$ 75,853,346	\$ (10,012,747)

In 2015, the Utility early adopted GASB Statement No. 84, *Fiduciary Activities*. This Statement clarifies criteria for identifying fiduciary activities and activity meeting the criteria to be reported in a fiduciary fund in the basic financial statements. This Statement resulted in the Utility reporting a Fiduciary Fund and the addition of the Statement of Fund Position and Statement of Changes in Plan Net Position and related disclosures. Fiduciary fund net position has been restated by \$46,475,836 due to the implementation of GASB Statement No. 84.

NOTE 2 - DEPOSITS AND INVESTMENTS

Custodial credit risk is the risk that in the event of a bank failure, the government's deposits may not be returned to it. Indiana Code 5-13-8-1 allows a political subdivision of the State of Indiana to deposit public funds in a financial institution only if the financial institution is a depository eligible to receive state funds and has a principal office or branch that qualifies to receive public funds of the political subdivision. The Utility does not have a deposit policy for custodial credit risk. The bank balances were insured by the Federal Deposit Insurance Corporation or the Public Deposit Insurance Fund, which covers all public funds held in approved depositories. At December 31, 2015, the Utility had deposit balances in the amount of \$27,713,154. Of this amount, \$12,162,381 was is uninsured and collateralized with securities held by the pledging institution's trust department or agent but not in the depositor's name and is exposed to custodial credit risk.

NOTE 3 – CAPITAL ASSETS

Capital Assets: Capital asset activity for the year ended December 31, 2015, was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets, net being depreciated Land Construction in progress Total capital assets not being depreciated	\$ 793,651 1,640,583 2,434,234	\$ - 2,142,771 2,142,771	\$ - 3,399,341 3,399,341	\$ 793,651 384,013 1,177,664
Capital assets, being depreciated Buildings Improvements other than buildings Machinery and equipment Totals	7,626,351 1,020,859 175,159,680 183,806,890	90,066 - 3,611,931 3,701,997	599,712 599,712	7,716,417 1,020,859 178,171,899 186,909,175
Less accumulated depreciation for: Buildings Improvements other than buildings Machinery and equipment Total Total capital assets being	(4,854,164) (550,379) (111,933,969) (117,338,512)	(154,846) (17,617) (5,069,624) (5,242,087)	599,712 (599,712)	(5,009,010) (567,996) (116,403,881) (121,980,887)
depreciated, net	66,468,378	(1,540,090)	<u> </u>	64,928,288
Total capital assets, net	<u>\$ 68,902,612</u>	<u>\$ 602,681</u>	\$ (3,399,341)	<u>\$ 66,105,952</u>

Construction Commitments: Construction work in progress is composed of the following:

<u>Project</u>	Expended to <u>December 31</u> <u>Committed</u>
Transmission Distribution General plant	\$ 36,393 \$ 83,125 245,850 1,600,105
Totals	<u>\$ 384,013</u>

NOTE 4 – LONG-TERM LIABILITIES

Revenue Bonds: The Utility issues bonds to be paid by income derived from the acquired or constructed assets. Revenue bonds outstanding at year end were for a fabric filter system and bear interest at a rate of 4.64% payable as follows:

Revenue bonds debt service requirements to maturity are as follows:

		Electric Utility		
	<u> </u>	Principal	<u>li</u>	<u>nterest</u>
2016	\$	445,000	\$	42,679
2017		465,000		26,117
2018		485,000		8,827
Total	<u>\$</u>	1,395,000	\$	77,623

<u>Changes in Long-Term Liabilities</u>: Long-term liability activity for the year ended December 31, 2015, was as follows:

	Beginning <u>Balance</u>	<u>Additions</u>	Reductions	Ending <u>Balance</u>	Due Within One Year
Revenue bonds payable: Electric Utility	<u>\$1,820,000</u>	<u>\$</u> -	<u>\$ (425,000</u>)	<u>\$ 1,395,000</u>	\$ 445,000
Total long-term liabilities	\$1,820,000	<u>\$ -</u>	<u>\$ (425,000</u>)	\$ 1,395,000	\$ 445,000

NOTE 5 – FIDUCIARY FUND

The Utility's pension trust fund, with the RP&L Pension Committee as the named fiduciary, is presented as a fiduciary fund. The pension plan is not audited separately. Information regarding the pension plan is included in Note 6. Additional information follows:

<u>Basis of Accounting and Presentation</u>: The financial statements are prepared using the accrual basis of accounting. Contributions from the employees and the Utility are recognized as revenue in the period in which employees provide service and expenses are recorded when incurred regardless of when payment is made. Benefit payments are recognized when due and payable in accordance with the terms of the Plan.

<u>Fair Value of Investments</u>: Investments are presented at fair value or estimated fair value. Securities represent holdings of non-registered separate accounts managed by the Principal Life Insurance Company and are reported at net asset value (NAV) per share derived from the fair value of underlying account holdings.

NOTE 5 – FIDUCIARY FUND (Continued)

<u>Investment Policy</u>: The Plan's investment policy permits the RP&L Pension Committee to select one or more customized investment portfolios and retain an investment manager to manage assets of each such portfolio as follows:

- Stable value portfolio primarily comprised of short-term, high quality debt securities, including money market funds.
- Domestic fixed income portfolio primarily composed of debt securities issued by the U.S. government, U.S. government sponsored/related agencies, and U.S. domiciled corporations.
- International fixed income holdings of debt securities issued by foreign government, foreign government sponsored/related agencies, and foreign corporations.
- Real estate portfolio consisting of owned real estate investment options including real estate investment trusts of all types and other commingled real estate equity investment options.
- Domestic stock portfolio composed primarily of the common stocks of U.S. domiciled corporations.

Investment Rate Risk: The effective duration is shown in years.

Fixed Income Investment Options	Effective Duration
General Account at contract value	5.08
Core Plus Bond I Separate Account	0.00
Principal High Yield I Separate Account	4.08
Principal Bond Market Index Separate Account	5.65

U.S. Property Separate Account is subject to investment and liquidity risk and other risks inherent in real estate such as those associated with general and local economic conditions. Therefore, an effective duration is not calculated.

<u>Credit Risk</u>: Separate accounts held at The Principal Financial Group are commingled pools, rather than individual securities. As a result, these accounts are not rated. Accounts held at The Principal Financial Group are not subject to concentration of credit risk, custodial credit risk or foreign currency risk.

<u>Concentration of Credit Risk</u>: All Plan assets are separate accounts held at The Principal Financial Group. The Plan's policy limits the concentration of credit risk as follows:

- No more than 5% of the total should be invested in stable value funds.
- No more than 10% of the total should be invested in international or foreign fixed income funds.
- No more than 15% of the total should be invested in real estate funds.
- No more than 10% of the total should be invested in small and mid-cap equity funds.
- No more than 40%, nor less than 10%, of the total should be invested in large cap equity funds.
- No more than 80%, nor less than 50%, of the total should be invested in domestic fixed income funds.

The Principal Financial Group separate accounts representing in excess of 5% of the total portfolio were as follows:

Investment Options	% of Plan Assets
Core Plus Bond I Separate Account	34.2%
General Account at contract value	13.3%
Principal LargeCap Growth I Separate Account	7.8%
Principal Bond Market Index Separate Account	6.1%
Principal High Yield I Separate Account	6.1%
Principal Overseas Separate Account	5.9%
U.S. Property Separate Account	5.5%

NOTE 6 – PENSION PLAN

<u>Defined Benefit Pension Plan</u>: The Utility contributes to the Richmond Power and Light Employees' Pension, which is a single-employer defined benefit plan. With the approval of the Utility's fiscal body, the plan is administered by the Principal Financial Group as authorized by state statue (Indiana Code 8-1.5-3-7) for full-time Utility employees. The Plan provides dependent pensions, life insurance, and disability benefits to plan members and beneficiaries. The Trustee issues a publicly available financial report that includes financial statements and required supplementary information of the Plan. The report may be obtained by writing Richmond Power and Light, 2000 South U.S. Highway 27, Richmond, IN 47374.

<u>Benefits provided</u>: Plan participants who retire at or after age 65 (or at age 55 with reduced benefits) are entitled to an annual retirement benefit payable monthly for life, in an amount based upon compensation and credited service. Employees who retire at age 65 (or active employees who die either before or after attaining age 55 with reduced death benefits) are entitled to death benefits payable to a designated beneficiary or spouse upon death of the retiree.

<u>Employees covered by benefit terms</u>: The Plan is closed to new entrants effective September 1, 2013. Previously, all full-time employees were eligible to participate in the plan after sixty days of service.

At August 31, 2015, the following employees were covered by the benefit terms:

Active plan members	99
Inactive plan members entitled to but not yet receiving benefits	51
Disabled plan members entitled to benefits	-
Retired plan members or beneficiaries currently receiving benefits	110
Total	260

<u>Contributions</u>: The basis for determining contributions is an actuarially determined rate that is calculated each year in the plan's Actuarial Valuation Report. The actuarially determined contribution rate is the estimated amount necessary to finance the costs of benefits earned by plan members during the year, with additional amounts to finance any unfunded accrued liability and plan administrative expenses. In accordance with the plan's governing document, employees may be required to contribute to the plan. Employees are currently required to contribution 4.00% of salary. The Utility's funding policy is 11% of salary, which is assumed throughout the projection period.

Net Pension Liability: The Utility's net pension liability was measured as of August 31, 2015, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of August 31, 2015. At August 31, 2015, the Plan's fiduciary net position, or fair value of Plan assets was \$46,164,484 compared to a total pension liability of \$62,906,393, resulting in a net pension liability of \$16,741,909.

NOTE 6 - PENSION PLAN (Continued)

<u>Actuarial assumptions</u>: The total pension liability in the August 31, 2015 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Measurement date:August 31, 2015Valuation date:August 31, 2015Actuarial cost method:Entry age method

Asset valuation method: Market value of assets on measurement date

Long-term rate of return on assets: 6.00% Interest rate for employee accumulations: 5.00%

Salary increase assumption: S5 Table from The Actuary's Pension Handbook + 1.00%

at each age

Inflation: 2.25% increase per year

Retirement Cost of Living Adjustment. 2.00%

Retirement age assumption: Inactive participants are assumed to retire at the earlier of

age 60 with 10 years of service or age 65.

Mortality rates: RP-2006 - Total/PFG2009-10 Annuitant, Male and

female mortality table and improvement scale.

Plan changes: None

<u>Investments</u>: The long-term expected rate of return of 6.00% on pension plan investments was determined using the expected long-term return on plan assets as a weighted average rate based on the target asset allocation of the plan and the Long-Term Capital Market Assumptions (CMA) 2014. The capital market assumptions were developed with a primary focus on forward-looking valuation models and market indicators. The key fundamental economic inputs for these models are future inflation, economic growth, and interest rate environment. Due to the long-term nature of the pension obligations, the investment horizon for the CMA 2014 is 20-30 years. In addition to forward-looking models, historical analysis of market data and trends was reflected, as well as the outlook of recognized economists, organization and consensus CMA from other credible sources.

Asset Class	TargetAllocation	Long-Term Expected Real Rate of Return
US Equity - Large Cap	19.5%	8.8%
US Equity - Mid Cap	2.1%	9.1%
US Equity - Small Cap	2.1%	9.6%
Non-US Equity	6.9%	9.2%
REITs	1.0%	8.4%
Real Estate (direct property)	5.2%	6.3%
TIPS	1.5%	4.1%
Core Bond	55.4%	4.3%
High Yield	6.3%	6.3%
Total	100.0%	

The money-weighted rate of return is calculated as a rate of return on pension plan investments incorporating the actual timing and amount of cash flows. This return is calculated net of investments expenses. The annual money weighted rate of return was 2.18%.

NOTE 6 – PENSION PLAN (Continued)

<u>Pension plan fiduciary net position</u>: Detailed information about the pension plan's fiduciary net position at August 31, 2015 is below:

Large U.S. equity	\$ 8,420,40	7
Small/Mid U.S equity	2,075,24	7
International equity	3,354,61	9
Balanced/asset allocation	2,182,82	0
Fixed income	30,131,39	<u>1</u>
	\$ 46,164,48	4

<u>Discount rate</u>: The discount rate used to measure the end of period total pension liability was 5.15%. The Plan's fiduciary net position and benefit payments were projected to determine the plan's fiduciary net position was greater than or equal to the expected benefit payments for each period from 2015 to 2042. Benefit payments after 2105 are projected to be \$0.

The long-term rate of return of 6.00% is used to calculate the actuarial present value of projected payments for each future period when the projected fiduciary net position is greater than the projected expected benefit payments. After 25.5 years, a municipal bond rate of 4.13% is used. The municipal bond rate is from Barclays Municipal GO Long Term (17+Y) Index, which includes 20-year, tax-exempt general obligation municipal bonds with an average rating of AA/Aa or higher securities, as of the August 31, 2015 measurement date. The discount is a single rate that incorporates the long-term rate of return and municipal bond rate as described.

Changes in net pension liability:

	Increase (Decrease)					
	Total Pension Liability (a)		Plan Fiduciary Net Position (b)			et Pension Liability (a) – (b)
Balances at September 1, 2014 Changes for the year:	\$	56,938,025	\$	46,475,836	\$	10,462,189
Service cost		855,582		-		855,582
Interest		2,938,112		-		2,938,112
Benefit payments		(2,503,109)		(2,503,109)		-
Differences between expected and actual experience		1,113,383		-		1,113,383
Changes of assumptions		3,564,400		-		3,564,400
Employee contributions		_		275,012		(275,012)
Employer contributions		-		919,078		(919,078)
Net investment income		-		997,987		(997,987)
Administrative expense		-		(320)		320
Net changes		5,968,368		(311,352)		6,279,720
Balances at August 31, 2015	\$	62,906,393	\$	46,164,484	\$	16,741,909

NOTE 6 – PENSION PLAN (Continued)

<u>Sensitivity of the net pension liability to changes in the discount rate</u>: The following presents the net pension liability, calculated using the discount rate of 5.15 percent, as well as what the net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (4.15 percent) or 1-percentage-point higher (6.15 percent) than the current rate:

		Decrease 4.15%)	 Current Discount Rate (5.15%)		1% Increase (6.15%)	
Net pension liability	\$ 2	25,520,985	\$ 16,741,909	\$	9,421,755	

Pension expense and deferred outflows of resources and deferred inflows of resources related to pension: For the year ended December 31, 2015, the Utility recognized pension expense of \$2,523,756. At December 31, 2015, the Utility reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows of Resources		Deferred of Reso	
Differences between expected and actual experience	\$	802,382	\$	
experience	φ	002,302	φ	-
Changes of assumptions		2,568,758		-
Net difference between projected and actual earnings on pension plan investments		1,303,902		-
Employer contributions made after				
measurement date		235,274		
Total	\$	4,910,316	\$	-

Employer contributions made after the measurement date reduce net pension liability in the subsequent year. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

Year ended December 31:	\$ Amount
2016	\$ 1,632,618
2017	1,632,618
2018	1,083,829
2019	325,977

<u>Payable to the Pension Plan</u>: The Utility had no contributions payable to the pension plan for the year ended December 31, 2015.

NOTE 7 – DEFINED CONTRIBUTION RETIREMENT PLAN

Effective January 1, 2015, the Utility sponsors the Richmond Power & Light 401(a) Plan, a defined contribution retirement plan covering all employees hired after October 1, 2013 and having attained age 18 and 2 months of service. The Utility shall make contributions to the plan based on the collectively bargained agreement and in lieu of contributions made by employees, the Utility contributes an amount equal to 3% of eligible employee compensation. The Utility's contribution was \$11,797 for the year ended December 31, 2015.

NOTE 8 - TELECOMMUNICATION DEPARTMENT OF RICHMOND POWER AND LIGHT

On February 23, 2001, Richmond Power and Light loaned \$2,700,000 to its newly created Telecommunications Department to commence operations. The Department was formed to provide high-speed telecommunication services to Wayne County. The Department maintains separate accounting records for its operations in accordance with requirements of the Indiana Utility Regulatory Commission to demonstrate that the Utility does not subsidize the operation of the Telecommunication Department.

On April 18, 2001, the Richmond Power and Light's Telecommunication Department acquired the assets and customer accounts of a local area internet service provider and started providing internet service under the name Parallax Systems.

The financial position, results of operations and changes in cash flows of the Telecommunication Department are included in the financial statements of the Richmond Power and Light as of and for the year ended December 31, 2015. Interdepartmental transactions between the Richmond Power and Light and its Telecommunication Department are eliminated for financial statement purposes.

The following are excerpts from the Richmond Power and Light's Telecommunication Department as of and for the year ended December 31, 2015:

Operating revenues	\$ 1,144,762
Operating expenses	1,124,095
Change in net position	20,667
Depreciation and amortization	128,781
Total assets	1,604,554
Total liabilities	3,182,879
Net position	(1,578,325)

NOTE 9 – LEASE ARRANGEMENT

On May 30, 2014, Richmond Power and Light (RP&L) entered into an agreement with the Indiana Municipal Power Association (IMPA) to turn over operation of the Whitewater Valley Generating Station (WWVS) to the IMPA organization. Under the agreement, IMPA is responsible for all operational costs of the generating station, has agreed to operate and make certain investments in the generation station, and is required to pay a monthly lease payment of \$500 which is deducted from the monthly Purchased Power invoice sent to the RP&L. All of the output of the station goes to IMPA. The employees of the generation station were terminated from the Utility, and have become IMPA employees. The agreement cannot be terminated before December 31, 2016, and requires at least a (1) year termination notice. The assets of the station remain the property of the RP&L. The complete agreement in detail is presented in the "IMPA-RPL Capacity Purchase Agreement Closing" document certified by the Clerk of the City of Richmond under Resolution No. 4-2014.



RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA

REQUIRED SUPPLEMENTARY INFORMATION SCHEDULE OF CHANGES IN THE UTILITY'S NET PENSION LIABILITY AND RELATED RATIOS

December 31, 2015

	Plan year ended August 31, 2015	
Total pension liability		
Service cost	\$	855,582
Interest		2,938,112
Benefit payments		(2,503,109)
Differences between expected and actual experience		1,113,383
Changes of assumptions		3,564,400
Changes in benefit terms		-
Net change in total pension liability		5,968,368
Total pension liability—beginning		56,938,025
Total pension liability—ending (a)	\$	62,906,393
Plan fiduciary net position Employee contributions	\$	275,012
Employer contributions	Ψ	919,078
Other contributions		313,070
Net investment income		997,987
Benefit payments		(2,503,109)
Administrative expense		(320)
Net change in plan fiduciary net position		(311,352)
		(011,002)
Plan fiduciary net position—beginning		46,475,836
Plan fiduciary net position—ending (b)	\$	46,164,484
Net pension liability—ending (a) – (b)	\$	16,741,909
Plan fiduciary net position as a percentage of the total		_
pension liability		73.39%
Covered-employee payroll	\$	6,026,965
Net pension liability as a percentage of covered-employee		
payroll		277.78%

Note: This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, the Utility is presenting information for those years for which information is available.

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA REQUIRED SUPPLEMENTARY INFORMATION SCHEDULE OF THE UTILITY'S CONTRIBUTIONS

August 31, 2015

Actuarially required contribution
Contributions in relation to the actuarially required contribution
Annual contribution deficiency (excess)

Utility's contributions as a percentage of actuarially required contribution for pension

435,352

Utility's covered-employee payroll

50,026,965

Note: This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, the Utility is presenting information for those years for which information is available.

Measurement date:August 31, 2015Valuation date:August 31, 2015Actuarial cost method:Entry age method

Asset valuation method: Market value of assets on measurement date

Long-term rate of return on assets: 6.00% Interest rate for employee accumulations: 5.00%

Contributions as a percentage of covered-employee payroll

Salary increase assumption: S5 Table from The Actuary's Pension Handbook + 1.00%

at each age

Inflation: 2.25% increase per year

Retirement Cost of Living Adjustment: 2.00%

Retirement age assumption: Inactive participants are assumed to retire at the earlier of

age 60 with 10 years of service or age 65.

Mortality rates: RP-2006 - Total/PFG2009-10 Annuitant, Male and

female mortality table and improvement scale.

Plan changes: None

15.25%

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA REQUIRED SUPPLEMENTARY INFORMATION SCHEDULE OF THE UTILITY'S CONTRIBUTIONS

December 31, 2015

Actuarially required contribution
Contributions in relation to the actuarially required contribution
Annual contribution deficiency (excess)

Utility's contributions as a percentage of actuarially required contribution for pension

50.68%

Utility's covered-employee payroll

\$ 5,770,716

Note: This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, the Utility is presenting information for those years for which information is available.

Measurement date:August 31, 2015Valuation date:August 31, 2015Actuarial cost method:Entry age method

Asset valuation method: Market value of assets on measurement date

Long-term rate of return on assets: 6.00% Interest rate for employee accumulations: 5.00%

Contributions as a percentage of covered-employee payroll

Salary increase assumption: S5 Table from The Actuary's Pension Handbook + 1.00%

at each age

Inflation: 2.25% increase per year

Retirement Cost of Living Adjustment: 2.00%

Retirement age assumption: Inactive participants are assumed to retire at the earlier of

age 60 with 10 years of service or age 65.

Mortality rates: RP-2006 - Total/PFG2009-10 Annuitant, Male and

female mortality table and improvement scale.

Plan changes: None

11.75%

RICHMOND POWER AND LIGHT A DEPARTMENT OF THE CITY OF RICHMOND WAYNE COUNTY, INDIANA REQUIRED SUPPLEMENTARY INFORMATION SCHEDULE OF MONEY WEIGHTED RATE OF RETURN August 31, 2015

Year ending December 31 Annual Money-Weighted Rate of Return

2015 2.18%