

CITY OF WESTFIELD
GAS AND ELECTRIC LIGHT DEPARTMENT
CONSOLIDATED FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION
DECEMBER 31, 2015

**CITY OF WESTFIELD
GAS AND ELECTRIC LIGHT DEPARTMENT
CONSOLIDATED FINANCIAL STATEMENTS**

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INDEPENDENT AUDITORS' REPORT

To the Municipal Light Board and Manager of the
City of Westfield Gas and Electric Light Department

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of the City of Westfield Gas and Electric Light Department (the "Department") and the Southwest Cooperative (the "Cooperative"), which comprise the proprietary fund consolidated statement of net position as of December 31, 2015, and the related proprietary fund consolidated statements of revenues, expenses and changes in net position and cash flows for the year then ended, the fiduciary fund statement of fiduciary net position as of December 31, 2015 and statement of changes in fiduciary net position for the year ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Department and the Cooperative's preparation and fair presentation of the consolidated 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 Department and the Cooperative's internal controls. 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 consolidated 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 proprietary and fiduciary fund financial statements referred to above present fairly, in all material respects, the respective financial position of the Department and the Cooperative as of December 31, 2015, and the respective changes in financial position and its cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

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

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that pension plan and other post-employment benefit plan schedules as listed on 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 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.

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

Emphasis of a Matter

As discussed in Note 1, the consolidated financial statements present only the Department and the Cooperative, and do not purport to, and do not, present fairly the financial position of the City of Westfield, Massachusetts, as of December 31, 2015, and the consolidated changes in its financial position or its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

As discussed in Note 3, City of Westfield Gas and Electric Light Department has adopted the provisions of GASB Statement No. 68, *Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27* and GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date – an amendment of GASB Statement No. 68*, effective January 1, 2015. Our opinion is not modified with respect to this matter.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated July 6, 2016 on our consideration of the Department and the Cooperative's internal controls over financial reporting and on our tests of their compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal controls over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Department and the Cooperative's internal controls over financial reporting and compliance.

Maureen Brothman Kalicka, P.C.

Holyoke, Massachusetts
July 6, 2016

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**PROPRIETARY FUND
CONSOLIDATED STATEMENT OF NET POSITION
DECEMBER 31, 2015**

ASSETS

Current assets

Cash	\$ 12,243,272
Accounts receivable, less reserve of \$617,999	3,487,011
Inventory - materials and supplies	2,438,944
Prepaid expenses	<u>69,980</u>
Total current assets	<u>18,239,207</u>

Restricted and designated assets

Cash in escrow	649,751
Cash for rate stabilization	5,851,963
MMWEC Reserve Trust	25,453,794
Deferred charges	<u>2,336,422</u>
Total restricted and designated assets	<u>34,291,930</u>

Noncurrent assets

Regulatory asset, net	670,416
Other investments	299,750
Deferred charges	476,354
Deferred debt service costs	<u>26,578</u>
Total noncurrent assets	<u>1,473,098</u>

Plant investment

Land	1,008,891
Electric	74,666,641
Gas	<u>56,905,526</u>
	132,581,058
Less: accumulated depreciation	<u>(53,668,962)</u>
Total plant investment, net	<u>78,912,096</u>

Deferred outflows of resources

Deferred outflows related to pensions	<u>2,231,521</u>
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Total assets	<u>\$ 135,147,852</u>
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LIABILITIES, DEFERRED INFLOWS AND RESOURCES AND NET POSITION

Current liabilities

Accounts payable	\$ 4,555,544
Accrued expenses	1,000,982
Payable to municipality	220,002
Current portion of general obligation bonds	990,219
Current portion of accrued compensated absences	<u>238,561</u>
Total current liabilities	<u>7,005,308</u>

Noncurrent liabilities

Accrued expenses	1,210,489
General obligation bonds	9,984,521
Accrued compensated absences	2,699,731
Other post-employment benefit obligation	6,603,590
Net pension liability	<u>12,128,814</u>
Total noncurrent liabilities	<u>32,627,145</u>

Total liabilities	<u>39,632,453</u>
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Deferred inflows of resources

Reserve for rate stabilization	37,553,511
Reserve for energy conservation	<u>493,403</u>
Total deferred inflows of resources	<u>38,046,914</u>

Net position

Net investments in capital assets	67,963,934
Restricted	
Escrow	649,751
Unrestricted	<u>(11,145,200)</u>
Total net position	<u>57,468,485</u>

Total liabilities, deferred inflows of resources and net position	<u>\$ 135,147,852</u>
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The accompanying notes are an integral part of these financial statements.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

PROPRIETARY FUND

**CONSOLIDATED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
FOR THE YEAR ENDED DECEMBER 31, 2015**

Operating revenues	
Residential	\$28,129,920
Commercial	26,049,277
Industrial	15,719,457
Municipal	3,244,990
Off-street lighting	141,627
Telecommunication income	529,286
Service income and finance charges	52,156
Rate stabilization fund transfers	<u>(976,739)</u>
Total operating revenues	<u>72,889,974</u>
Operating expenses	
Purchased power and gas	45,851,899
Distribution expenses	3,552,396
Maintenance	3,330,557
General and administrative	9,050,021
Pension and benefits	3,456,549
Environmental response expense	88,742
Depreciation and amortization	<u>3,865,703</u>
Total operating expenses	<u>69,195,867</u>
Operating income	<u>3,694,107</u>
Non-operating revenues (expenses)	
Miscellaneous income	666,677
Investment income	225,827
Interest expense	<u>(465,475)</u>
Total non-operating revenue, net	<u>427,029</u>
Income before transfers and contributions	4,121,136
Transfers out - in lieu of tax payments to City	(442,902)
Contributions in aid of construction	<u>1,104,194</u>
Change in net position	4,782,428
Net position, beginning of year (as restated)	<u>52,686,057</u>
Net position, end of year	<u>\$57,468,485</u>

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

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**PROPRIETARY FUND
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2015**

Cash flows from operating activities	
Cash received for services	\$ 73,825,012
Cash paid to power suppliers	(46,821,578)
Cash paid to employees for services	(11,114,341)
Cash paid for other operations	<u>(7,429,661)</u>
Net cash provided by operating activities	<u>8,459,432</u>
Cash flows from capital and related financing activities	
Cash received from contributions in aid of construction	1,104,194
Cash paid for capital expenditures	(5,765,466)
Cash paid for principal on general obligation bonds incurred for capital purposes	(952,466)
Cash received for premium on general obligation bonds incurred for capital purposes	75,000
Cash paid for interest on general obligation bonds incurred for capital purposes	<u>(465,475)</u>
Net cash used in capital financing activities	<u>(6,004,213)</u>
Cash flows from non-capital financing activities	
Cash paid for in lieu of tax payments	(430,400)
Cash received from non-operating revenues	<u>668,561</u>
Net cash provided by non-capital financing activities	<u>238,161</u>
Cash flows from investing activities	
Cash paid for purchases of investments	(248,648)
Cash received from investment earnings	<u>233,149</u>
Net cash used in investing activities	<u>(15,499)</u>
Net increase in cash	2,677,881
Cash, beginning of year	<u>17,796,790</u>
Cash, end of year	<u>\$ 20,474,671</u>
Cash included in:	
Unrestricted cash	\$ 12,243,272
Restricted and designated cash	8,231,399
Cash, end of the year	<u>\$ 20,474,671</u>

(Continued)

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**PROPRIETARY FUND
CONSOLIDATED STATEMENT OF CASH FLOWS (Continued)
FOR THE YEAR ENDED DECEMBER 31, 2015**

Cash flows from operating activities

Operating income	\$ 3,694,107
Adjustments to reconcile operating income to net cash provided by operating activities:	
Depreciation and amortization	3,865,703
Deferred outflows related to pension	(2,231,521)
Allowance for uncollectible accounts	(133,374)
Net changes in operating assets and liabilities:	
Accounts receivable	1,068,412
Inventory - materials and supplies	(251,935)
Prepaid expenses	(10,616)
Deferred charges and debt service costs	(347,479)
Accounts payable	(1,946,421)
Accrued expenses	1,659,084
Other post-employment benefit obligation	(31,098)
Net pension liability	2,231,521
Accrued compensated absences	(40,968)
Reserve for energy conservation	(42,725)
Reserve for rate stabilization	<u>976,742</u>
Net cash provided by operating activities	<u>\$ 8,459,432</u>

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

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**FIDUCIARY FUND
STATEMENT OF FIDUCIARY NET POSITION
OTHER POST-EMPLOYMENT BENEFIT OBLIGATION
DECEMBER 31, 2015**

Assets

Cash	\$ 4,580
Investments - mutual funds	<u>1,058,227</u>
Total assets	<u>1,062,807</u>

Net position

Held in trust for other post-employment benefit obligation	<u>\$ 1,062,807</u>
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The accompanying notes are an integral part of these financial statements.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

FIDUCIARY FUND

**STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
OTHER POST-EMPLOYMENT BENEFIT OBLIGATION
FOR THE YEAR ENDED DECEMBER 31, 2015**

Contributions	\$ 569,602
Investment income (expense):	
Realized gain	18,334
Unrealized loss	(38,797)
Other income	14,358
Management fees	<u>(3,087)</u>
Investment expense, net	<u>(9,192)</u>
Total additions	560,410
Net position, beginning of year	<u>502,397</u>
Net position, end of year	<u>\$ 1,062,807</u>

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

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

1. REPORTING ENTITY:

The City of Westfield Gas and Electric Light Department (the "Department") provides electric and gas services to its customers. The Department is classified under the proprietary fund category and enterprise fund type of the City of Westfield, Massachusetts (the "City"). These consolidated financial statements report only that portion of the financial reporting entity of the City that is attributable to the Department's (and Cooperative - see below) transactions. The Department grants credit to its customers, substantially all of whom are local residents, and commercial and industrial businesses. Approximately 70% of the Department's operating revenues were derived from its electric division during 2015.

Included in these financial statements (consolidated), are the Department and its blended component unit the Southwest Cooperative (the "Cooperative"). The Cooperative was formed in October 2006 for the sole purpose of constructing gas transmission facilities and pipelines to connect the supplier's source, located in Southwick, Massachusetts, to the gas distribution system currently operated by the Department. In accordance with the by-laws of the Cooperative, a majority of its members, officers and directors will consist of members of the Department's management. The entire capacity provided by this project is utilized by the Department. All significant intercompany accounts and transactions have been eliminated as part of the consolidation.

The Department established an Other Post-Employment Benefits Trust in 2014 as further described below. This Trust is classified as a fiduciary fund.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Recent accounting pronouncements

In February 2015, GASB issued SGAS No. 72, *"Fair Value Measurement and Application"* (GASB No. 72). GASB No. 72 addresses accounting and financial reporting issued related to fair value measurements. This statement requires investments to be measured at fair value, which is described as an exit price. This statement requires valuation techniques that are appropriate in the circumstances and for which sufficient data are available to be used to measure fair value. The valuation techniques should be consistent with one or more of the following approaches: the market approach, the cost approach, or the income approach. This statement establishes a hierarchy of inputs to the valuation techniques used to measure fair value. The hierarchy has three levels. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs, are inputs, other than quoted prices, included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs, such as management assumptions. A fair value takes into account the highest and best use for a nonfinancial asset. This statement requires disclosures to be made about fair value measurements, the level of fair value hierarchy, and valuation techniques. GASB No. 27 is effective for the Department in 2016. The Department is currently assessing the financial statement impact of adopting this statement, but does not believe that its impact will be material.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (CONTINUED)

Recent accounting pronouncements (continued)

In June 2015, GASB issued SGAS No. 75, *"Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions"* (GASB No. 75). The primary objective of GASB No. 75 is to improve accounting and financial reporting by state and local governments for postemployment benefits other than pensions (other postemployment benefits or OPEB). This statement replaces the requirements of SGAS No. 45 *"Accounting and Financial Reporting by Employers for Post Employment Benefits Other Than Pensions"*, as amended, and SGAS No. 57 *"OBEB Measurements by Agent Employers and Agent Multiple-Employer Plans"*. This statement establishes standards for measuring and recognizing liabilities, deferred outflows and deferred inflows of resources, and expenses. For defined benefit OPEB, GASB No. 75 identifies the methods and assumptions that are required to be used to project benefit payments, discount projected benefit payments to their actuarial present value, and attribute that present value to periods of employee service. Note disclosure and required supplementary information requirements about defined benefit OPEB also are addressed. In addition, this statement details the recognition and disclosure requirements for employers with payables to defined benefit OPEB plans that are administered through trusts that meet the specified criteria. This statement is effective for the Department in 2018. The Department is currently assessing the financial statement impact of adopting this statement.

In June 2015, GASB issued SGAS No. 76, *"The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments"* (GASB No. 76). GASB No. 76 established the hierarchy of GAAP for state and local governments. This statement supersedes SGAS No. 55, *"The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments"*. The GAAP hierarchy sets forth what constitutes GAAP for all state and local governmental entities. It establishes the order of priority of pronouncements and other sources of accounting and financial reporting guidance that a governmental entity should apply. Category A is comprised of GASB statements. Category B includes GASB Technical Bulletins, GASB Implementation Guides, and literature of the AICPA cleared by the GASB. GASB No. 76 is effective for the Department in 2016. The Department is currently assessing the financial statement impact of adopting this statement, but does not believe that its impact will be material.

Measurement focus and basis of accounting

The Department's accounting records are maintained in accordance with Generally Accepted Accounting Principles ("GAAP") for proprietary funds as promulgated by GASB. The Department's accounting records generally follow the Uniform System of Accounts for Public Utilities and Licensees prescribed by the U.S. Federal Energy Regulatory Commission ("FERC"), except as it relates to the accounting for contributions of utility property in aid of construction. The financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred (subject to adjustments resulting from rate stabilization changes), regardless of the timing of related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (CONTINUED)

Public utility regulation

Arrangements among the Department, outside agencies and other utilities covering interconnections, interchange of electric power, and sales of utility property are subject to regulation by FERC. The Department is subject to further regulation by the Massachusetts Department of Public Utilities ("DPU"). The Department, where appropriate, follows accounting treatment prescribed by these regulatory agencies.

Under Massachusetts Law, the rates of the Department are set by the Municipal Light Board and may be changed not more than once every three months. Rate schedules are filed with the DPU. While the DPU exercises general supervisory authority over the Department, the rates are not subject to DPU approval. Rates must be set such that net earnings from operations do not exceed 8% of the cost of the utility plant.

Massachusetts Municipal Wholesale Electric Company ("MMWEC")

MMWEC is a non-profit, public corporation and political subdivision of the Commonwealth of Massachusetts. They offer services ranging from power supply planning and resource development to risk management and regulatory support. The Department utilizes MMWEC for purchased power (ended in 2015) and investment of assets. The Cooperative utilizes MMWEC for accounting related management services.

Fiduciary fund - other post-employment benefits trust

The other post-employment benefit trust fund ("OPEB Trust") was established in 2014 by the Municipal Light Board pursuant to Chapter 32B, Section 20 of the General Laws of the Commonwealth of Massachusetts. The OPEB Trust constitutes the principal instrument of a plan established by the Municipal Light Board to fund the Department's annual actuarially determined OPEB contribution for retirees.

Fiduciary fund financial statements are reported using the flow of economic resources measurement focus and use the accrual basis of accounting. Fiduciary funds are used to account for assets held in a trustee capacity for others and cannot be used to support the Departments' programs.

Revenues and expenses

Utility revenues are based on authorized rates applied to each customer's use of energy. Rate changes are approved by the Department's Municipal Light Board and are filed with the DPU. These operating revenues are recognized on the basis of cycle billings rendered monthly. A five percent (5%) discount is offered to residential customers who pay within 15 days of being billed. Discounts are also offered to commercial and industrial customers up to five percent based on payment method and services purchased. Discounts for the year ended December 31, 2015 were \$973,378. These discounts are recorded net against revenues.

The Department and the Cooperative distinguish operating revenue and expenses from non-operating items. Operating revenues generally result from providing services and producing and delivering goods in connection with ongoing operations. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting the above definitions are reported as non-operating revenues and expenses.

Cash

Cash includes cash on hand and on deposit with the City, which is in the custody of and managed by the City Treasurer.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (CONTINUED)

Accounts receivable

Accounts receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a charge to earnings and a credit to the allowance for doubtful accounts based on its assessment of the current status of individual accounts. Management is required to comply with billing and termination procedures mandated by the DPU. These procedures require certain extended terms for payment prior to termination of services for heating customers. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the allowance and a credit to accounts receivable. No interest is charged on residential accounts. The Department obtains security interests for accounts where deemed appropriate.

Inventory – materials and supplies

Inventory is valued at the lower of cost (weighted average method) or market. Materials and supplies consist primarily of pipe, valves, utility poles, wire, meters, transformers and cable.

Restricted and designated assets

Cash, cash equivalents and investments, which are restricted under terms of legislation, certain agreements for payments to third parties or Municipal Light Board actions limiting the use of such funds, are included as restricted or designated assets. When the Department restricts funds for a specific purpose, and both restricted and unrestricted resources are available for use, it is the Department's policy to use restricted resources where required, then unrestricted resources as they are needed.

Investments are stated at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair values are based on quoted market prices. No investments are reported at amortized cost. Adjustments necessary to record investments at fair value are recorded in the statement of revenue, expenses, and net position as increases or decreases in investment income. Dividend and interest income is recorded when declared.

Investment securities are exposed to various risks, such as interest rate, market rate, and credit risks. Due to the level of risk associated with certain investment securities and the uncertainty related to changes in the value of the investment securities, it is at least reasonably possible that changes in values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net position. Massachusetts General Laws also place limitations on the nature of deposits and investments available to the Department.

Cash in escrow

As a requirement of the related ground lease (Note 16), the Cooperative has an escrow agreement with the Town of Southwick, Massachusetts. The interest bearing escrow account is considered security for the Cooperative's lease payments and compliance with all of the terms, conditions, provisions, and obligations of the lease agreement. Interest earned on this account must remain in the account and be used to offset future lease payments.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (CONTINUED)

Other investments

This consists of the Department's equity in New England Hydro-Transmission Electric Company ("Hydro-Quebec"). The Department has joined with other utilities on committing to equity sponsorship of a project known as Hydro-Quebec Phase II. The Department owns .2554% of the outstanding common stock. The Department uses the equity method of accounting for the investment because the investment is under common control with other municipal utilities. Under the equity method, investments are recorded at cost and increased or decreased by the Department's pro-rata share of earnings or losses and distributions. Investment income is recorded as earned. The investment is carried at cost, which approximates fair value.

In addition, the Department joined with other utilities to invest in Public Utility Mutual Insurance Company ("PUMIC"). PUMIC provides general insurance to members of the Public Utilities Risk Management Association. The Department invested \$266,000 in 1999 and is a founding member. The investment is carried at cost, which approximates fair value.

Deferred charges

Under the terms of the Department's member agreement with Massachusetts Municipal Wholesale Electric Company ("MMWEC"), the Department is required to prepay various operating expenses, working capital requirements, and/or research expenditures for various projects that are operational, under construction, or in the planning stages. The Department charges these items to expense when MMWEC indicates that the expense has been incurred.

Plant investment

The utility plant is stated at cost which includes material and labor. Maintenance and repairs are charged to operating expense as incurred, and significant renewals and betterments are capitalized. As assets are retired or otherwise disposed of, the Department and the Cooperative calculate or estimate the related cost and accumulated depreciation which are removed from the accounts. Any profit or loss on disposition is credited or charged to income in the year retired. The Department and the Cooperative evaluated the fair value of its assets and no adjustment for impairment was deemed necessary by management. The Department and Cooperative capitalize additions to plant with an original cost of \$1,000 or more.

Depreciation

Depreciation is computed using the straight-line method at a composite rate as prescribed by DPU. Depreciation was calculated using a composite rate of 3% for 2015. Depreciation expense for the year ended December 31, 2015 was \$3,828,458.

Amortization

The regulatory asset is being amortized on a straight-line basis over 276 months.

Construction in progress

Construction in progress consists principally of the costs related to direct materials, direct labor, direct purchased services, and indirect costs, including general and administrative costs, related to any utility plant assets under construction. Construction in progress is stated at cost. Any internal costs that were capitalized were limited to those costs that can be directly identified with the design, engineering, or construction of a specific project.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (CONTINUED)

Compensated absences

The Department recognizes vacation and sick leave costs (including related employee benefits) as they are earned under the following plans. Management personnel are given from 23 personal days up to 48 personal days. Earned days not taken are accumulated indefinitely. Employees approaching retirement are entitled, under certain conditions, to be compensated at their daily rate then in effect, for up to 175 days of accumulated personal time. At retirement, all accumulated personal days in excess of 175 days will be compensated one day for each four days of accumulated personal days.

Employees under the labor agreement are granted 18 days of sick leave, from one to six weeks of vacation and up to three personal days each year and one personal day shall be earned for each calendar quarter of perfect attendance. Earned days not taken for sick leave are accumulated indefinitely. Earned days not taken for vacation may be accumulated up to 10 days. Employees approaching retirement are entitled, under certain conditions, to use up to 140 days of accumulated sick time prior to the end of their service. If the time is not taken it will be paid in a lump sum at \$50 per day up to a maximum of 50 additional days. All other time is paid based upon the full number of days earned.

Accrued vacation and sick leave as of December 31, 2015 was \$2,672,670. Accrued vacation and sick leave for retired employees as of December 31, 2015 was \$265,622 and may be paid over five years from date of retirement.

Net position

The Department and the Cooperative classify net position into three components as follows:

Net investment in capital assets – This component of net position consists of capital assets, net of accumulated depreciation, reduced by the outstanding debt balances. Deferred inflows and outflows of resources that are attributable to the acquisition, construction or improvement of those assets are also included.

Restricted – This component of net position consists of assets with constraints placed on their use, either externally or internally. Constraints include those imposed by grants or laws and regulations of other governments, or by law through constitutional provisions or enabling legislation or by the Board. These restricted assets are reduced by liabilities and deferred inflows of resources related to those assets.

Unrestricted – This component of net position consists of net amount of the assets, deferred outflows of resources, liabilities, and deferred inflows of resources that do not meet the definition of “Net investment in capital assets” or “Restricted”.

Contributions in aid of construction

The Department records contributions in aid of construction from customer contributions, primarily relating to expansions to the Department’s distribution facilities, on the consolidated statements of revenues, expenses, and changes in net position. Contributions of capital are valued at estimated market cost. For rate-making purposes, the Department does not recognize such revenues when received; rather contributions in aid of construction is included in plant as such costs are amortized over the estimated useful lives of the related distribution facilities.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (CONTINUED)

Presentation of sales taxes

The Commonwealth of Massachusetts imposes a sales tax of 6.25% as of December 31, 2015 on all of the Department's sales except to exempt and residential use customers. The Department collects that sales tax from customers and remits the entire amount to the State. The Department's accounting policy is to exclude the tax collected and remitted to the State from revenues and operating expenses.

Use of estimates

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 and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

3. ACCOUNTING CHANGES:

In June 2012, GASB issued GASB No. 68, *"Accounting and Financial Reporting for Pensions - An Amendment of GASB Statement No. 27"* ("GASB No. 68"). The primary objective of GASB No. 68 is to improve accounting and financial reporting by state and local governments for pensions. This statement establishes standards for measuring and recognizing liabilities, deferred outflows and deferred inflows of resources, and expenses. For defined benefit pensions, this statement identifies the methods and assumptions that should be used to project benefit payments, discount projected benefit payments to their actuarial present value, and attribute that present value to periods of employee service. Note disclosure and required supplementary information requirements about pensions also are addressed.

This statement is effective for the Department January 1, 2015. The implementation impacted the consolidated statement of net position when the net pension liability and the corresponding deferred outflows of resources were recorded. The Department has updated Note 12 - Pensions Plans to include the requirements of GASB No. 68.

A prior period adjustment had been made to unrestricted net position to reflect the adoption of GASB 68 by recording the beginning of year net pension liability.

The effect on the beginning net position is summarized as follows:

	Net Investment in Capital Assets	Restricted - Escrow	Unrestricted	Total Net Position
Net position as previously stated, December 31, 2014	\$ 65,153,278	\$ 665,978	\$ (3,235,906)	\$ 62,583,350
Net pension liability	-	-	(9,897,293)	(9,897,293)
Net position as restated, December 31, 2014	\$ 65,153,278	\$ 665,978	\$ (13,133,199)	\$ 52,686,057

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

3. ACCOUNTING CHANGES: (CONTINUED)

In November 2013, GASB issued SGAS No. 71, "*Pension Transition for Contributions Made Subsequent to the Measurement Date, an amendment of GASB Statement No. 68*" (GASB No. 71). GASB No. 71 addresses an issue regarding application of the transition provisions of GASB No. 68. The issue relates to amounts associated with contributions, if any, made by a state or local government employer or non-employer contributing entity to a defined benefit pension plan after the measurement date of the government's beginning net pension liability. GASB No. 71 amends paragraph 137 of GASB No. 68 to require that, at transition, a government recognize a beginning deferred outflow of resources for its pension contributions, if any, made subsequent to the measurement date of the beginning net pension liability. This statement is effective for the Department in 2015 and the Department has applied it simultaneously with the implementation of GASB No. 68.

4. RESTRICTED AND DESIGNATED ASSETS:

Restricted and designated assets include accounts deposited with various third parties. These funds are segregated by management for specific outlays and contingencies and are recorded at fair value. Fair value is based on quoted market prices at December 31st. Balances at December 31, 2015, consist of the following:

	Cash and cash equivalents	Investments	Total
Segregated cash:			
Escrow	\$ 649,751	\$ -	\$ 649,751
Rate stabilization	5,851,963	-	5,851,963
	<u>6,501,714</u>	<u>-</u>	<u>6,501,714</u>
MMWEC Reserve Trust:			
Electric	18,997	22,525,672	22,544,669
Gas	1,198	2,907,927	2,909,125
	<u>20,195</u>	<u>25,433,599</u>	<u>25,453,794</u>
Deferred charges:			
Purchase power	209,430	484,744	694,174
Prepaid Energy New England	1,500,060	-	1,500,060
Prepaid PASNY fund	-	142,188	142,188
	<u>1,709,490</u>	<u>626,932</u>	<u>2,336,422</u>
Total	<u>\$ 8,231,399</u>	<u>\$ 26,060,531</u>	<u>\$ 34,291,930</u>

Investments included in restricted and designated assets at December 31, 2015 consist of:

	Cost	Fair value	Unrealized gain/(loss)
Cash and cash equivalents	\$ 4,436,832	\$ 4,436,832	\$ -
U.S. treasury securities	10,321,764	10,320,211	(1,553)
U.S. agency securities	9,270,710	9,266,480	(4,230)
Municipal bonds	2,034,462	2,037,008	2,546
Total	<u>\$ 26,063,768</u>	<u>\$ 26,060,531</u>	<u>\$ (3,237)</u>

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

4. RESTRICTED AND DESIGNATED ASSETS: (CONTINUED)

The Department's total return on its invested assets consisted of the following components reported on the statement of revenues, expenses and changes in net position at December 31, 2015:

Interest income	\$	233,149
Unrealized loss		(7,322)
Total investment income	\$	<u>225,827</u>

At December 31, 2015, the Department's bond investments were as follows:

	Fair value	Maturity			
		Less than 1 year	1 - 5 years	6 - 10 years	Over 10 years
U.S. treasury securities	\$ 10,320,211	\$ 9,951,279	\$ 368,932	\$ -	\$ -
U.S. agency securities	9,266,480	500,001	5,897,404	640,196	2,228,879
Municipal bonds	2,037,008	1,633,486	403,522	-	-
	<u>\$ 21,623,699</u>	<u>\$ 12,084,766</u>	<u>\$ 6,669,858</u>	<u>\$ 640,196</u>	<u>\$ 2,228,879</u>

At December 31, 2015, the Department's bond investments were rated as follows:

	Standard & Poor's	Moody's Investment
U.S. treasury securities	AA+	AAA
U.S. agency securities	AA+	AAA
Municipal bonds	AA+ to AA-	AA1 to AA3

The following risk policies are in accordance with those used by the City of Westfield and administered by the City Treasurer's Office:

Interest rate risk

The Department does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

Credit risk

The Department limits investments in bonds with a minimum quality rating of Baa or equivalent as rated by one or more recognized bond rating services, however, 10% of the market value of fixed income investments may be invested in bonds with a minimum quality rating of Ba or equivalent as rated by one or more recognized bond rating services.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

4. RESTRICTED AND DESIGNATED ASSETS: (CONTINUED)

Concentration of credit risk

The Department places no limit on the amount it may invest in one issuer. The following are the concentrations of risk greater than five percent:

	December 31, 2015
U.S. agency securities:	
Federal National Mortgage	20%
Federal Home Loan Mortgage	17%

Custodial credit risk – cash

Custodial credit risk is the risk that in the event of a bank failure, the Department's deposits may not be returned. The Department does not have a deposit policy for custodial credit risk. The Department maintains cash balances at various financial institutions located in Massachusetts. These balances are insured by the Federal Deposit Insurance Corporation ("FDIC") up to \$250,000. At certain times during the year, the cash balances may exceed the insurance limit. Based on cash balances at December 31, 2015 as reflected in the consolidated financial statements, the uninsured balance could be as high as approximately \$17,578,000. The Department has not experienced any loss on such accounts and management monitors the credit worthiness of these financial institutions through the City of Westfield Treasurer's Office.

Custodial credit risk - investments

For an investment, custodial risk is the risk that, in the event of the failure of the counterparty the Department will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. Of the Department's \$26,060,531 in investments, none are uninsured and unregistered investments for which the securities are held by the counterparty, or by its trust department, but not in the Department's name. The Department has no policy on custodial credit risk.

5. OTHER INVESTMENTS:

Other investments consist of the following at December 31, 2015:

Hydro-Quebec Phase II	\$	33,750
Public Utility Mutual Insurance Company		266,000
	\$	<u>299,750</u>

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

6. FIDUCIARY FUND:

The assets and net position of this trust are reported in the Department's Statement of Fiduciary Net Position.

Investments (at fair value) of the OPEB Trust consist of the following at December 31, 2015:

Cash	\$	4,580
Fixed income mutual funds		475,691
Equity mutual funds:		
Futures strategy fund		21,261
Mid cap growth fund		33,037
Large cap fund		319,696
Small cap select fund		21,367
Real estate equity fund		34,345
Emerging markets		32,024
Diversified international fund		53,608
Mid cap value fund		34,184
Select 40 fund		33,014
Total equity mutual funds		<u>582,536</u>
Total	\$	<u>1,062,807</u>

7. REGULATORY ASSET:

The accounting policies of the Department conform to accounting principles generally accepted in the United States of America applicable to rate-regulated enterprises and historically reflect the effects of the rate-making process. In 2010, the Union Street LNG peaking facility was abandoned. The Commissioners of the Department (with approval by the Massachusetts Department of Public Utilities) voted to include the unrecovered cost of its investment, with a full return on investment, in future rates as amortization of a regulatory asset. Management believes it is probable that the Department will recover their investment in the regulatory asset.

Regulatory asset - cost	\$	856,641
Less: accumulated amortization		<u>(186,225)</u>
	\$	<u>670,416</u>

Amortization expense on the regulatory asset was \$37,245 for the year ended December 31, 2015 and is estimated at the same amount for each of the next five years.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

8. PLANT INVESTMENT:

A summary of plant investment at December 31, 2015 is as follows:

	<u>Balance December 31, 2014</u>	<u>Increases</u>	<u>Decreases</u>	<u>Balance December 31, 2015</u>
<i>Plant investment not being depreciated:</i>				
Land	\$ 1,008,891	\$ -	\$ -	\$ 1,008,891
<i>Total plant investment not being depreciated</i>	<u>1,008,891</u>	<u>-</u>	<u>-</u>	<u>1,008,891</u>
<i>Plant investment being depreciated:</i>				
Plant investment	106,959,168	4,219,458	(66,555)	111,112,071
Office and computer equipment	5,862,166	459,829	(981,000)	5,340,995
Transportation equipment	4,195,499	35,709	-	4,231,208
Equipment	<u>11,027,423</u>	<u>1,050,470</u>	<u>(1,190,000)</u>	<u>10,887,893</u>
<i>Total plant investment being depreciated</i>	<u>128,044,256</u>	<u>5,765,466</u>	<u>(2,237,555)</u>	<u>131,572,167</u>
<i>Less accumulated depreciation for:</i>				
Plant investment	(39,737,799)	(2,913,542)	64,671	(42,586,670)
Office and computer equipment	(3,583,735)	(256,922)	981,000	(2,859,657)
Transportation equipment	(2,800,011)	(254,987)	-	(3,054,998)
Equipment	<u>(5,954,630)</u>	<u>(403,007)</u>	<u>1,190,000</u>	<u>(5,167,637)</u>
<i>Total accumulated depreciation</i>	<u>(52,076,175)</u>	<u>(3,828,458)</u>	<u>2,235,671</u>	<u>(53,668,962)</u>
<i>Total plant investment being depreciated, net</i>	<u>75,968,081</u>	<u>1,937,006</u>	<u>(1,882)</u>	<u>77,903,205</u>
Total plant investment, net	\$ <u>76,976,972</u>	\$ <u>1,937,006</u>	\$ <u>(1,882)</u>	\$ <u>78,912,096</u>

9. DEFERRED OUTFLOWS OF RESOURCES:

Deferred outflows of resources related to pension at December 31, 2015, consists of the following:

Deferred outflows – earnings	\$ 1,290,045
Deferred outflows – experience	76,183
Deferred outflows – assumption changes	<u>865,293</u>
Total	\$ <u>2,231,521</u>

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

10. LONG-TERM DEBT:

General obligation bonds

The following bonds were issued by the Department, through the City, for the financing of plant investment. Bond premiums and discounts are deferred and 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>Date of Issue</u>	<u>Maturity Dates</u>	<u>Interest Rate</u>	<u>Amount of Original Issue</u>	<u>Outstanding Balance 2015</u>
11/15/96	11/15/16	4.95%	\$ 1,000,000	\$ 50,000
02/01/06	08/01/24	4.00%	2,100,000	1,100,000
02/01/08	02/01/18	3.08%	520,155	147,676
04/01/08	04/01/28	4.34%	6,000,000	3,795,000
04/04/14	03/01/32	4.30%	6,233,950	5,882,064
				<u>10,974,740</u>
Less current portion of bonds				<u>(990,219)</u>
General obligation bonds, long-term portion				<u>\$ 9,984,521</u>

Annual principal and interest payments due for each of the next five years and thereafter for the years ended December 31 are as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2016	\$ 990,219	\$ 440,312	\$ 1,430,531
2017	824,638	414,034	1,238,672
2018	808,475	383,847	1,192,322
2019	760,219	351,594	1,111,813
2020	760,219	318,156	1,078,375
2021 – 2025	3,652,764	1,068,085	4,720,849
2026 – 2030	2,504,431	387,288	2,891,719
2031 – 2032	673,775	37,200	710,975
Total	<u>\$ 10,974,740</u>	<u>\$ 3,400,516</u>	<u>\$ 14,375,256</u>

11. NONCURRENT LIABILITIES:

A summary of the changes in noncurrent liabilities as of December 31, 2015 is as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Amounts due within one year</u>
Accrued compensated absences	\$ 2,979,260	\$ 589,897	\$ (630,865)	\$ 2,938,292	\$ 238,561
Other post-employment benefit obligation	6,634,688	1,166,154	(1,197,252)	6,603,590	-
Net pension liability (see Note 3)	9,897,293	2,231,521	-	12,128,814	-
General obligation bonds	11,852,206	75,000	(952,466)	10,974,740	990,219
Total	<u>\$ 31,363,447</u>	<u>\$ 4,062,572</u>	<u>\$ (2,780,583)</u>	<u>\$ 32,645,436</u>	<u>\$ 1,228,780</u>

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

12. PENSION PLANS:

Plan description

Qualifying employees of the Department are members of the City of Westfield Contributory Retirement System (the System). The System is a cost-sharing multiple-employer public employee retirement system administered by the Westfield Retirement Board (the Board). Massachusetts General Laws (MGL), Chapter 32, assigns authority to establish the System and amend benefit provisions of the plan; which is regulated by the Public Employees Retirement Administration Commission (PERAC). The System is a defined benefit pension plan that covers substantially all employees of its member employers except for current and retired teachers. The System issues a publicly available financial report in accordance with guidelines established by the Commonwealth's PERAC. That report may be obtained by contacting the System at 59 Court Street, Westfield, Massachusetts.

Benefits provided

The System provides retirement, disability, and death benefits to plan members and beneficiaries. Members become vested after 10 years of creditable service and are eligible for retirement allowance benefits up to a maximum of 80% of a member's highest three-year average annual rate of regular compensation. Retirement benefits are determined as a percentage of the member's final three-year (five-year for members hired on or after April 2, 2012) final average compensation times the member's years of creditable service prior to retirement. The percentage is based on the age of the member at retirement and his or her Group classification. The authority for amending these provisions rests with the Massachusetts Legislature.

Employees who resign from service and who are not eligible to receive a retirement allowance or are under the age of 55 are entitled to request a refund of their accumulated total deductions. Survivor benefits are extended to eligible beneficiaries of members whose death occurs prior to or following retirement.

Cost of living adjustments granted between 1981 and 1997 and any increases in other benefits imposed by the Commonwealth's State law during those years are borne by the Commonwealth and are deposited into the pension fund. Cost-of-living adjustments granted after 1997 must be approved by the Board and are borne by the System.

Contributions

MGL Chapter 32 governs the contributions of plan members and the Department. Plan members are required to contribute to the System at rates ranging from 5% to 9% based upon their membership date of gross regular compensation with an additional 2% contribution after exceeding \$30,000 in annual covered compensation. The Department is required to pay into the System its share of the system-wide actuarial determined contribution that is apportioned among the employers based on active current payroll. Administrative expenses are funded through investment earnings. The Department's proportionate share of the required contribution to the System for the year ended December 31, 2015 was \$1,374,643, representing 23.50% of the covered payroll, an actuarially determined amount that, when combined with plan member contributions, is expected to finance the costs of benefits earned by plan members during the year and an additional amount to finance any unfunded accrued liability.

Pension liability

As of December 31, 2015, a reported liability of \$12,128,814 is the Department's proportionate share of the net pension liability measured as of December 31, 2015. The net pension liability was determined using the total pension liability and the actuarial assumptions as of the January 1, 2015 and updated to the measurement date of December 31, 2015. This net pension liability is based on the Department's proportional percentage of 15.33% at December 31, 2015.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

12. PENSION PLANS: (CONTINUED)

Pension expense

For the year ended December 31, 2015, the Department recognized a pension cost of \$1,588,184 and reported deferred outflows related to pensions of \$2,231,521. Since the System performs an actuarial valuation bi-annually, there are no reported differences between the expected and actual experience or a change of assumptions as of December 31, 2015.

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

For years ended December 31,	
2016	\$ 535,630
2017	535,630
2018	535,630
2019	520,147
2020	104,550

Actuarial assumptions

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

Valuation date	January 1, 2015
Actuarial cost method	Individual Entry Age Normal
Amortization method	Total payments increase 5.0% per year.
Remaining amortization period	18 years from July 1, 2016
Asset valuation method	Market value adjusted by accounts payable and receivables adjusted to phase in over 5 years investment gains and losses above or below the expected rate of investment return. The actuarial value of assets must be no less than 90% of the adjusted market value nor more than 100% of the adjusted market value.
Investment rate of return	7.75% per year.
Projected salary increase	Service based table with ultimate rates of 4.25%, 4.50% and 4.75% for Groups 1, 2 and 4, respectively.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

12. PENSION PLANS: (CONTINUED)

Actuarial assumptions (continued)

Cost of living adjustments 3.0% of first \$13,000.

Mortality rates Pre-retirement: the RP-2000 Employee Table projected 20 years with a Scale AA (gender distinct).
Post-retirement: the RP-2000 Healthy Annuitant Table projected 15 years with a Scale AA (gender distinct).
For disabled retirees, this table is set forward 2 years.

Long-term expected rate of return

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighing the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

Best estimates of arithmetic real rates of return for each major class included in the pension plan's target asset allocation as of December 31, 2015 are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
Domestic Large Capital Equity	26.0%	7.75%
Internationally Developed Equity	18.0%	8.25%
Real Estate	12.0%	6.50%
Private Equity	12.0%	9.75%
Core Fixed Income	9.0%	4.25%
Emerging Markets Equity	6.0%	9.50%
Domestic Middle Capital Equity	6.0%	8.00%
Domestic Small Capital Equity	6.0%	8.00%
Tips Fixed Income	2.0%	4.50%
High Yield Fixed Income	2.0%	6.00%
Other Alternatives	1.0%	7.00%
Total	100.0%	

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

12. PENSION PLANS: (CONTINUED)

Rate of return

For the year ended December 31, 2015, the annual money-weighted rate of return (which expresses investment performance), net of investment expense was 7.75%.

Discount rate

The discount rate used to measure the total pension liability was 7.75%. The projection of cash flows used to determine the discount rate assumed that contributions from participating employers will be made based on the actuarial determined rates based on the Board's funding policy, which establishes the contractually required rates by Statute and in accordance with Section 22D and Section 22F of MGL Chapter 32. Based on those assumptions, the System's fiduciary net position was projected to be available to make all projected future benefit payments to current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the net pension liability to changes in the discount rate

The following presents the City's proportionate share of the net pension liability calculated using the discount rate of 7.75%. As well as what the Department's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (6.75%) or 1-percentage-point higher (8.75%) than the current rate:

	1% Decrease (6.75%)	Current Discount Rate (7.75%)	1% Increase (8.75%)
Department's net pension liability	\$ 16,775,538	\$ 12,128,814	\$ 8,182,531

Other post-employment benefit obligation ("OPEB")

The Department has previously adopted the provisions of GASB 45 *"Accounting and Financial Reporting by Employers for Post-Employment Benefits Other Than Pensions"*. GASB 45 requires the Department to attribute the cost of post-employment benefits to the time during which the employee is working for the employer.

Plan Description: The Department offers medical insurance benefits to eligible retirees, their dependents, or their survivors via participation in plans offered by the City and the Westfield Retirement system with benefits provided by Blue Cross Blue Shield of Massachusetts and Health New England. Premiums are calculated based on prior year claim experiences and amounts needed to fund the plan operations.

The number of participants as of January 1, 2014 and January 1, 2012, the effective dates of the OPEB valuation are as follows:

	2014	2012
Active members	72	78
Retirees	94	67
Total	166	145

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

12. PENSION PLANS: (CONTINUED)

Other post-employment benefit obligation ("OPEB") (continued)

Funding Policy: The contribution requirements of plan members and the Department are established and may be amended through City policy and member contracts. Participants contribute 35% of the premiums for their selected benefit.

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

Year Ended December 31,	Annual Required Contribution (a)	Interest on Existing NOO (b)	ARC Adjustment (c)	Annual OPEB Cost (a)+(b)+(c) (d)	Annual Contribution Amount (e)	Net Increase in NOO (d) - (e) (f)	NOO as of Year End (g)
2015	\$ 1,117,092	\$ 464,428	\$ (415,366)	\$ 1,166,154	\$ 1,197,252	\$ (31,098)	\$ 6,603,590
2014	\$ 1,076,753	\$ 468,328	\$ (407,621)	\$ 1,137,460	\$ 1,193,167	\$ (55,707)	\$ 6,634,688
2013	\$ 1,657,382	\$ 222,539	\$ (242,401)	\$ 1,637,520	\$ 510,590	\$ 1,126,930	\$ 6,690,395

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

Year Ended	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2015	\$ 1,166,154	102.67%	\$ 6,603,590
2014	1,137,460	104.90%	6,634,688
2013	1,637,520	31.18%	6,690,395

Funded Status and Funding Progress: Actuarial valuations of an ongoing plan involve estimates of the value reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

12. PENSION PLANS: (CONTINUED)

Other post-employment benefit obligation ("OPEB") (continued)

The schedule of funding progress below presents multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Valuation Date	Actuarial Accrued Liability	Value of Assets*	Required Supplementary Information				Interest Rate
			Unfunded Actuarial Accrued Liability (UAAL)	Funded Status	Annual Covered Payroll	UAAL as a % of Payroll	
1/1/2014	\$12,596,639	-	\$12,596,639	0%	\$6,846,000	184%	7.00%
1/1/2012	\$19,800,938	-	\$19,800,938	0%	\$6,961,000	284%	4.00%

*After January 1, 2014, the Department has contributed \$1,069,602 to the OPEB Trust.

Actuarial Methods and Assumptions: Projections of benefits for financial reporting purposes are based on the substantive plan and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point and do not explicitly reflect the potential effects of legal or contractual funding limitation. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with long-term perspective of the calculations.

In the January 1, 2014 actuarial valuation, the projected unit credit cost method was used. The actuarial assumptions included a 7% investment rate of return and an annual medical cost trend rate of 8%, reduced by decrements to an ultimate rate of 5% after 6 years. The unfunded actuarial accrued liability ("UAAL") is being amortized over a closed 24 year amortization with payments increasing at 3.25% per year. Differences between the expected and actual UAAL in future years will be amortized over 24 years.

Plan information

These plans issue publicly available financial reports that include financial statements and required supplementary information. The reports may be obtained by contacting:

Westfield Contributory Retirement System
59 Court Street, PO Box 106
Westfield, Massachusetts 01086

13. RESERVE FOR RATE STABILIZATION:

The Municipal Light Board, in their capacity as the governing body for the Department, have taken various regulatory actions that result in differences between the recognition of revenues and expenses for rate-making purposes and their treatment under generally accepted accounting principles. Rate stabilization is intended to defer the need for future rate increases when costs exceed existing rates. Amounts may be either transferred into this fund (which reduces revenues), or amounts are transferred out of this fund (which increases revenues). The Commissioners authorize rate stabilization fund transfers on an event driven basis.

During 2015, the Department used \$2,259,845 to offset the cost of power. The Department increased the reserve liability by \$3,236,584 during 2015. The balance available to offset future costs is \$37,553,511 at December 31, 2015.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

14. RELATED PARTY TRANSACTIONS:

The Department provides electric sales and service to the City. Total electric sales were \$2,273,617 for the year ended December 31, 2015. Amounts due from the City for electric sales and service totaled \$187,546 at December 31, 2015.

In lieu of tax payments required by the City for their fiscal year ended June 30, 2015 was \$440,000. These amounts are paid in equal monthly payments. The Department also accrued the remaining contributions for the in lieu of tax payments to the City of \$220,002 for the year ended December 31, 2015. The Cooperative paid \$2,902 for taxes as of December 31, 2015.

The Cooperative has an Agency Contract with Massachusetts Municipal Wholesale Electric Company ("MMWEC") whereby MMWEC is to serve as the Cooperative's agent in all matters with respect to financing the transmission facilities and pipelines and the performance of the Cooperative's administrative obligations under what is known as the Transportation Contract. On behalf of the Cooperative, MMWEC records and accounts for bills received and paid. During the year ended December 31, 2015, the Cooperative incurred charges related to accounting and administrative expense of \$3,703. As of December 31, 2015, the Cooperative had a balance due to MMWEC of \$627.

The Cooperative utilized legal services provided by a member of its Board of Directors. The Cooperative paid \$4,226 in 2015 for those services.

15. COMMITMENTS AND CONTINGENCIES:

Commitments

The Department purchases power through agreements with various public and investor owned utilities. At December 31, 2015, the Department was committed under various short and long-term agreements for the purchase of power from generating units currently operating, under construction, and planned for construction. The objective of these commitments is to obtain sufficient power at the lowest energy cost available to meet the current and long-term needs of the Department's customers.

The Department is a participant in certain projects of the Massachusetts Municipal Wholesale Electric Company (MMWEC), created as a means to develop a bulk power supply for its members and other utilities. MMWEC is authorized to construct, own or purchase ownership interests in, and to issue revenue bonds to finance electric facilities (Projects). MMWEC has acquired ownership interests in electric facilities operated by other entities and also owns and operates its own electric facilities. MMWEC sells all of the capability (Project Capability) of each of its Projects to its Members and other utilities (Project Participants) under Power Sales Agreements (PSAs). Among other things, the PSAs require each Project Participant to pay its pro rata share of MMWEC's costs related to the Project, which costs include debt service on the revenue bonds issued by MMWEC to finance the Project, plus 10% of MMWEC's debt service to be paid into a Reserve and Contingency Fund.

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

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

15. COMMITMENTS AND CONTINGENCIES: (CONTINUED)

Commitments (continued)

As of December 31, 2015, total capital expenditures by participants and MMWEC toward capital projects amounted to \$1,626,959,000 of which approximately \$112,673,000 represents the amount attributable to the Department's Project capability. MMWEC's debt outstanding for the Projects from Power Supply Project Revenue Bonds totals \$112,510,000 of which \$8,080,000 is attributable to the Department's share of Project capability, although such amount is not allocated to the Department's statement of net position. As of December 31, 2015, MMWEC's total future debt service requirement on outstanding bonds issued for the Projects is \$121,353,000, of which \$8,628,000 is anticipated to be billed to the Department in the future.

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

		<u>Annual costs</u>
For years ended December 31, 2016	\$	5,700,000
2017		1,876,000
2018		1,052,000
	\$	<u>8,628,000</u>

In addition, under the PSAs, the Department is required to pay to MMWEC its share of the Operation and Maintenance (O&M) costs of the Projects in which it participates. The Department's total O&M costs including debt service under the PSAs was \$16,339,000 for the year ended December 31, 2015.

Under the Hydro-Quebec support agreement, the Department provides support payments to Hydro-Quebec to cover its pro rata share of costs relating to the Phase II facilities. Support payments were \$136,559 for the year ended December 31, 2015. The Project agreement includes requirements that the participant make equity contributions, provide credit support and furnish certain guarantees. In addition, the Project contains a step-up-mechanism which requires participants to assume obligations of other participants who are in default, subject to certain limitations. The Department's potential liability cannot be reasonably estimated at this time.

The Department has an electric supply agreement with Nextera Energy formerly FPL Energy. The agreement provides for a total of 140,256 MWH at a fixed price of \$48.65/MWH purchased over the term of the contract from January 2013 through December 2016.

The Department has a gas supply agreement with Direct Energy Business Marketing, LLC. The agreement provides for a fixed gas price ranging from \$4.232/MMBtu to \$19.60/MMBtu for 500 to 1,000 MMBtu purchased per day from November 2014 to October 2017.

The Department has a solar energy supply agreement with Twiss Street Solar LLC. The agreement provides for an estimated total of 27,452,411 kWH at a fixed price of ranging from \$0.075/kWH to \$0.0995/kWH purchased over the term of the contract from June 1, 2015 through May 2035.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

15. COMMITMENTS AND CONTINGENCIES: (CONTINUED)

Workers' compensation

The Department participates in the City's self-insurance program covering workers compensation risks. Coverage for risks in excess of predetermined limits is placed with a commercial carrier. The Department is assessed and recognizes an amount equal to claims paid by the City for the Department's employees, administrative costs, and insurance premiums. The Department is responsible for administering their portion of the workers compensation program. The City only assesses the Department for insurance premiums because the Department pays all claims for their employees and has contracted with a third party to administer the plan. There was no accrued liability for self-insurance costs for 2015. The amount of expense incurred for workers compensation for the year ended December 31, 2015 was \$170,922.

Unpaid claims, beginning of year	\$	54,838
Incurrd claims (including IBNR's)		163,040
Claim payments		(109,232)
Unpaid claims, end of year	\$	<u>108,646</u>

General liability

The Department is self-insured for general liability insurance for the first \$500,000 per occurrence with a maximum of \$2,000,000 in the aggregate. There were no general liability claims paid for the year ended December 31, 2015. The Department has had no amount of settlements exceeding insurance coverage for each of the past three years.

Sackett Street facility

The Department's Sackett Street facility has been owned and operated by the Department since 1899 and, until 1953, was the site of a coal gasification plant. On November 21, 1991, the Massachusetts Department of Environmental Protection (MDEP) notified the Department of a potential imminent hazard associated with the former coal gasification plant site. The MDEP mandated that further testing be performed to determine if hazardous materials were present. As a result of testing, MDEP concluded that hazardous materials are present and that an imminent hazard does exist. The Department has commenced assessment action and implementation of a contingency plan as required by Chapter 21E of the Massachusetts General Laws. During 2015, the Department incurred costs of \$86,852 relating to this project.

Environmental matters

The Department is subject to regulation by federal, state and local authorities with respect to air and water quality, handling and disposal of toxic substances and hazardous and solid wastes, and handling and use of chemical products. The Department could incur significant additional environmental costs associated with the operation of its own system, through ownership interests in joint ventures or through long-term contractual arrangements with other electric generating and transmitting entities. The Department could also encounter significant costs to remedy the environmental effects of prior waste handling activities. The extent of future environmental cleanup costs including environmental remediation costs is not estimable due to factors such as the unknown magnitude of possible contamination, the appropriate remediation methods, the possible effects of future legislation or regulation, and the possible effects of technological changes related to future cleanup and the difficulty of determining future liability, if any, for cleanup of sites at which the Department has or may designated a potentially responsible party by the Environmental Protection Agency or other agencies. However, considering known facts, existing laws, regulatory practices, and possible insurance and rate treatment, management does not believe such matters will have a material adverse effect on the Department's financial position.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2015

15. COMMITMENTS AND CONTINGENCIES: (CONTINUED)

Litigation

The Department is also involved in various legal proceedings and litigation arising in the ordinary course of business. In the opinion of management, the outcome of such proceedings and litigation will not materially affect the Department's financial position.

Construction programs

The Department has budgeted construction expenditures of approximately \$5,736,250 for 2016. As of December 31, 2015, approximately \$65,700 has been committed. The Department anticipates funding these expenditures through operations.

Deregulation

The Department maintains the exclusive rights to supply electricity in the City of Westfield. If the Department were to open its geographic borders and allow competition from other providers, the potential impact on the Department's revenue cannot be reasonably estimated.

16. OPERATING LEASES:

The Cooperative has a 50 year ground lease agreement with the Town of Southwick. The lease expires in 2057 with ten renewal options for five years each. The lease grants the Cooperative certain rights to use land for the purpose of constructing, installing, and operating a natural gas pipeline facility and conduits for telecommunication lines and other purposes from the Tennessee Gas Transmission Line to the Town line with the City of Westfield and further on to the point of distribution in the City of Westfield.

Lease payments are due on an annual basis per a payment schedule, which covers the initial 26 years. For the remainder of the lease, the annual lease payments are adjusted based on the Consumer Price Index.

Future minimum commitments due are as follows at December 31:

2016	\$	17,729
2017		18,616
2018		19,547
2019		20,524
2020		21,550
2021-2057		1,781,077
	\$	<u>1,879,043</u>

Lease expense was \$16,885 for the year ended December 31, 2015.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015

16. OPERATING LEASES: (CONTINUED)

The Department leases various office and transportation equipment under non-cancelable operating leases with monthly payments ranging from \$219 to \$7,603 due through December 2020. Rent expense totaled approximately \$171,000 for the year ended December 31, 2015. The following is a schedule of future minimum lease payments required under operating lease at December 31:

2016	\$	133,751
2017		45,066
2018		26,627
2019		16,522
2020		14,626
Total	\$	<u>236,592</u>

17. COLLECTIVE BARGAINING AGREEMENTS:

The entire work force of the Department is covered by two collective bargaining agreements. One of these agreements, the Management Guild, covers approximately 26% of the work force and expired on February 28, 2014, but remains in effect from year to year thereafter until a successor agreement is signed. The other contract with I.B.E.W. covers the remaining 74% of the work force and is in place through March 31, 2019.

18. SUBSEQUENT EVENTS:

Management has evaluated subsequent events through July 6, 2016, the date on which the consolidated financial statements were available to be issued.

REQUIRED SUPPLEMENTARY INFORMATION

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**REQUIRED SUPPLEMENTARY INFORMATION
PENSION PLAN SCHEDULES
FOR THE YEAR ENDED DECEMBER 31, 2015**

The Schedule of Proportionate Share of the Net Pension Liability represents multiyear trend information relating to the Department's proportion of the net pension liability and related ratios related to participation in the City of Westfield Contributory Retirement System at the measurement date of December 31, 2015.

Schedule of the Department's proportionate share of the net pension liability:

Department's share of the net pension liability	15.33%
Department's proportionate share net pension liability	<u>\$ 12,128,814</u>
Department's share of covered employee payroll**	\$ 5,850,103
Net pension liability percentage of covered-employee payroll	207.3%
Plan fiduciary net position as a percentage of the total pension liability	71.4%

Note: these schedules are intended to present information for 10 years. Until a 10-year trend is compiled, the information is presented for those years of which the information is available.

**Indicates covered employee payroll as reported in the retirement system January 1, 2015 funding valuation report.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**REQUIRED SUPPLEMENTARY INFORMATION
PENSION PLAN SCHEDULES
FOR THE YEAR ENDED DECEMBER 31, 2015**

The Schedule of the Employer Contributions presents multiyear trend information on the Department's required and actual payments to the pension plan and related ratios related to participation in the City of Westfield Contributory Retirement System at the measurement date of December 31, 2014.

Schedule of the Department's contributions:

Actuarially determined contribution *	\$ 1,374,643
Less: Contributions in relation to the actuarially determined contribution	<u>1,374,643</u>
Contribution deficiency (excess)	<u>\$ -</u>
Department's share of covered employee payroll**	\$ 5,850,103
Contributions percentage of covered-employee payroll	23.5%

Note: these schedules are intended to present information for 10 years. Until a 10-year trend is compiled, the information is presented for those years of which the information is available.

* Based on the results of the January 1, 2015 actuarial valuation (including assumptions and methods) as reported for the City's fiscal year ended June 30, 2015.

**Indicates covered employee payroll as reported in the retirement system January 1, 2015 funding valuation report.

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

REQUIRED SUPPLEMENTARY INFORMATION OTHER POST-EMPLOYMENT BENEFIT PLAN SCHEDULE SCHEDULE OF FUNDING PROGRESS AND EMPLOYER CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2015

Schedule of funding progress

Other Post-Employment Benefits							UAAL as a
Actuarial Valuation Date	Actuarial Value of Assets (A)	Actuarial Accrued Liability (AAL) (B)	Unfunded AAL (UAAL) (B-A)	Funded Ratio (A/B)	Covered Payroll (C)	Percentage of Covered Payroll ((B-A)/C)	Interest Rate
1/1/2014	\$ -	\$ 12,596,639	\$ 12,596,639	0%	\$ 6,846,000	184.0%	7.00%
1/1/2012	\$ -	\$ 19,800,938	\$ 19,800,938	0%	\$ 6,961,000	284.5%	4.00%

Schedule of contribution funding

Other Post-Employment Benefits			
Actual			
Year Ended	Annual OPEB Cost	Contributions Made	Percentage Contributed
12/31/2015	\$ 1,166,154	\$ 1,197,252	102.7%
12/31/2014	\$ 1,137,460	\$ 1,193,167	104.9%
12/31/2013	\$ 1,637,520	\$ 510,590	31.2%

The information presented in the above Required Supplementary Schedule was determined as part of the actuarial valuation at the date indicated. Additional information as of the latest actuarial valuation can be found in the notes to basic financial statements.

(Continued)

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

**REQUIRED SUPPLEMENTARY INFORMATION
OTHER POST-EMPLOYMENT BENEFIT PLAN SCHEDULE
SCHEDULE OF FUNDING PROGRESS AND EMPLOYER CONTRIBUTIONS (Continued)
FOR THE YEAR ENDED DECEMBER 31, 2015**

Actuarial methods:

Valuation date	January 1, 2014
Actuarial cost method	Projected unit credit cost method
Amortization method	Closed amortization over 24 years

Actuarial assumptions:

Investment rate of return	7.0% per year
Medical/drug cost trend rate	8.0% trending down to an ultimate rate of 5.0% per year after 6 years

Plan membership:

Current active members	72
Current retirees, beneficiaries and dependents	<u>94</u>
Total	<u>166</u>

SUPPLEMENTARY INFORMATION

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

CONSOLIDATING STATEMENT OF NET POSITION DECEMBER 31, 2015

ASSETS

	<u>WG&E</u>	<u>Cooperative</u>	<u>Eliminations</u>	<u>Total</u>
Current assets				
Cash	\$ 11,740,574	\$ 502,698	\$ -	\$ 12,243,272
Accounts receivable, less reserve of \$617,999	3,525,569	33,500	(72,058)	3,487,011
Inventory - materials and supplies	2,438,944	-	-	2,438,944
Prepaid expenses	14,080	55,900	-	69,980
Total current assets	<u>17,719,167</u>	<u>592,098</u>	<u>(72,058)</u>	<u>18,239,207</u>
Restricted and designated assets				
Cash in escrow	-	649,751	-	649,751
Cash for rate stabilization	5,851,963	-	-	5,851,963
MMWEC Reserve Trust	25,453,794	-	-	25,453,794
Deferred charges	2,336,422	-	-	2,336,422
Total restricted and designated assets	<u>33,642,179</u>	<u>649,751</u>	<u>-</u>	<u>34,291,930</u>
Noncurrent assets				
Regulatory asset, net	670,416	-	-	670,416
Other investments	299,750	-	-	299,750
Deferred charges	476,354	-	-	476,354
Deferred debt service costs	26,578	-	-	26,578
Note receivable - Southwest Cooperative	5,712,644	-	(5,712,644)	-
Total noncurrent assets	<u>7,185,742</u>	<u>-</u>	<u>(5,712,644)</u>	<u>1,473,098</u>
Plant investment				
Land	559,305	449,586	-	1,008,891
Electric	74,666,641	-	-	74,666,641
Gas	51,253,213	5,652,313	-	56,905,526
	126,479,159	6,101,899	-	132,581,058
Less: accumulated depreciation	(52,613,188)	(1,055,774)	-	(53,668,962)
Total plant investment, net	<u>73,865,971</u>	<u>5,046,125</u>	<u>-</u>	<u>78,912,096</u>
Deferred outflows of resources				
Deferred outflows related to pensions	2,231,521	-	-	2,231,521
Total assets	<u>\$134,644,580</u>	<u>\$ 6,287,974</u>	<u>\$ (5,784,702)</u>	<u>\$135,147,852</u>

LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND NET POSITION

	<u>WG&E</u>	<u>Cooperative</u>	<u>Eliminations</u>	<u>Total</u>
Current liabilities				
Accounts payable	\$ 4,585,655	\$ 14,637	\$ (44,748)	\$ 4,555,544
Accrued expenses	1,000,982	27,310	(27,310)	1,000,982
Payable to municipality	220,002	-	-	220,002
Current portion of general obligation bonds	990,219	-	-	990,219
Current portion of accrued compensated absences	<u>238,561</u>	<u>-</u>	<u>-</u>	<u>238,561</u>
Total current liabilities	<u>7,035,419</u>	<u>41,947</u>	<u>(72,058)</u>	<u>7,005,308</u>
Noncurrent liabilities				
Accrued expenses	1,210,489	-	-	1,210,489
General obligation bonds	9,984,521	-	-	9,984,521
Accrued compensated absences	2,699,731	-	-	2,699,731
Other post-employment benefit obligation	6,603,590	-	-	6,603,590
Net pension liability	12,128,814	-	-	12,128,814
Note payable - Westfield Gas and Electric Light Department	<u>-</u>	<u>5,712,644</u>	<u>(5,712,644)</u>	<u>-</u>
Total noncurrent liabilities	<u>32,627,145</u>	<u>5,712,644</u>	<u>(5,712,644)</u>	<u>32,627,145</u>
Total liabilities	<u>39,662,564</u>	<u>5,754,591</u>	<u>(5,784,702)</u>	<u>39,632,453</u>
Deferred inflows of resources				
Reserve for rate stabilization	37,553,511	-	-	37,553,511
Reserve for energy conservation	<u>493,403</u>	<u>-</u>	<u>-</u>	<u>493,403</u>
Total deferred inflows of resources	<u>38,046,914</u>	<u>-</u>	<u>-</u>	<u>38,046,914</u>
Net position				
Net investment in capital assets	62,917,809	(666,519)	5,712,644	67,963,934
Restricted				
Escrow	-	649,751	-	649,751
Unrestricted	<u>(5,982,707)</u>	<u>550,151</u>	<u>(5,712,644)</u>	<u>(11,145,200)</u>
Total net position	<u>56,935,102</u>	<u>533,383</u>	<u>-</u>	<u>57,468,485</u>
Total liabilities, deferred inflows of resources and net position	<u>\$ 134,644,580</u>	<u>\$ 6,287,974</u>	<u>\$ (5,784,702)</u>	<u>\$ 135,147,852</u>

CITY OF WESTFIELD GAS AND ELECTRIC LIGHT DEPARTMENT

CONSOLIDATING STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION FOR THE YEAR ENDED DECEMBER 31, 2015

	WG&E				
	Gas	Electric	Cooperative	Eliminations	Total
Operating revenues					
Residential	\$ 10,216,736	\$ 17,913,184	\$ -	\$ -	\$ 28,129,920
Commercial	10,076,546	15,972,731	402,000	(402,000)	26,049,277
Industrial	1,888,192	13,831,265	-	-	15,719,457
Municipal	971,372	2,273,618	-	-	3,244,990
Off-street lighting	-	141,627	-	-	141,627
Telecommunication income	102,967	426,319	-	-	529,286
Service income and finance charges	31,294	20,862	-	-	52,156
Rate stabilization fund transfers	(1,970,252)	993,513	-	-	(976,739)
Total operating revenues	<u>21,316,855</u>	<u>51,573,119</u>	<u>402,000</u>	<u>(402,000)</u>	<u>72,889,974</u>
Operating expenses					
Purchase power and gas	13,885,826	32,368,073	-	(402,000)	45,851,899
Distribution expenses	1,110,717	2,441,679	-	-	3,552,396
Maintenance	898,698	2,431,859	-	-	3,330,557
General and administrative	1,552,767	7,392,474	116,030	(11,250)	9,050,021
Pension and benefits	906,577	2,549,972	-	-	3,456,549
Environmental response expense	88,742	-	-	-	88,742
Depreciation and amortization	1,546,156	2,162,847	156,700	-	3,865,703
Total operating expenses	<u>19,989,483</u>	<u>49,346,904</u>	<u>272,730</u>	<u>(413,250)</u>	<u>69,195,867</u>
Operating income	<u>1,327,372</u>	<u>2,226,215</u>	<u>129,270</u>	<u>11,250</u>	<u>3,694,107</u>
Non-operating revenues (expenses)					
Miscellaneous income	120,845	557,082	-	(11,250)	666,677
Investment income	40,027	236,126	700	(51,026)	225,827
Interest expense	(154,060)	(311,415)	(51,026)	51,026	(465,475)
Total non-operating revenue (expense), net	<u>6,812</u>	<u>481,793</u>	<u>(50,326)</u>	<u>(11,250)</u>	<u>427,029</u>
Income before transfers and contributions	<u>\$ 1,334,184</u>	<u>\$ 2,708,008</u>	<u>\$ 78,944</u>	<u>\$ -</u>	<u>4,121,136</u>
Transfers out - in lieu of tax payments to City					(442,902)
Contributions in aid of construction					<u>1,104,194</u>
Change in net position					4,782,428
Net position, beginning of year (as restated)					<u>52,686,057</u>
Net position, end of year					<u>\$ 57,468,485</u>



**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL
REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF
FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH
GOVERNMENT AUDITING STANDARDS**

To the Municipal Light Board and Manager of the
City of Westfield Gas and Electric Light Department

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the consolidated financial statements of the City of Westfield Gas and Electric Light Department (the "Department") and the Southwest Cooperative (the "Cooperative"), which comprise the proprietary fund consolidated statement of net position as of December 31, 2015, and the related proprietary fund consolidated statements of revenues, expenses and changes in net position, and cash flows for the year then ended, the fiduciary fund statement of fiduciary net position as of December 31, 2015 and statement of changes in fiduciary net position for the year ended and the related notes to the consolidated financial statements, and have issued our report thereon dated July 6, 2016.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered the Department and the Cooperative's internal controls over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Department and the Cooperative's internal controls. Accordingly, we do not express an opinion on the effectiveness of the Department and the Cooperative's internal controls.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Department and the Cooperative's consolidated financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that may have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Department and the Cooperative's consolidated financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

We noted certain matters that we reported to management of the Department in a separate letter dated July 6, 2016.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance, and the results of that testing, and not to provide an opinion on the effectiveness of the Department and the Cooperative's internal controls or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Department and the Cooperative's internal controls and compliance. Accordingly, this communication is not suitable for any other purpose.

Maureen Beuther Kalicka, P.C.

Holyoke, Massachusetts
July 6, 2016