

EAST BAY MUNICIPAL UTILITY DISTRICT
BASIC UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2014

Fourth quarter report which provides a continuing view of the District's financial position

**PREPARED BY THE
FINANCE DEPARTMENT**

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EAST BAY MUNICIPAL UTILITY DISTRICT
BASIC UNAUDITED FINANCIAL STATEMENTS
For the Year Ended June 30, 2014

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**EAST BAY MUNICIPAL UTILITY DISTRICT
BASIC UNAUDITED FINANCIAL STATEMENTS
For the Year Ended June 30, 2014**

Management's Discussion and Analysis (MDA) of Financial Condition and Results of Operations

Forward Looking Statements

This section presents management's analysis of the East Bay Municipal Utility District's (the District) financial condition and activities as of and for the year ended June 30, 2014. This information should be read in conjunction with the unaudited financial statements for the year ended June 30, 2014. The information in this MDA is presented under the following headings:

- Organization and Business
- The Basic Unaudited Financial Statements
- Financial Analysis – Water System
- Financial Analysis – Wastewater System
- Request for Information

ORGANIZATION AND BUSINESS

The District provides water and wastewater services to industrial, commercial, residential and public authority users. The Water System collects, transmits, treats, and distributes high-quality water to approximately 60% (332 square miles) of the developed area within Alameda and Contra Costa counties of California and serves a population of about 1.3 million. The Wastewater System intercepts and treats wastewater from residences and industries within an 88 square miles service area including the communities of Alameda, Albany, Berkeley, Emeryville, Oakland, Piedmont, and the Stege Sanitary District and serves a population of about 650,000. The District recovers cost of service primarily through user fees.

THE BASIC UNAUDITED FINANCIAL STATEMENTS

The District's basic unaudited financial statements are comprised of three components: Management Discussion and Analysis, Fund Financial Statements, and Notes to Basic Financial Statements. This quarterly financial report excludes the District's Fiduciary Fund that consists of the Pension and other Employee Benefit Trust. This is reported on an annual basis only and is included in the most recent Annual Audited Financial Reports for the year ended June 30, 2013, which is posted on the District website <http://www.ebmud.com>.

FINANCIAL ANALYSIS – WATER SYSTEM

Net Position

The Water System's net position increased by \$21.6 million or 2% during the year ended June 30, 2014. Changes in Deferred outflow and inflow of resources primarily reflect changes in the market value of interest rate SWAP agreements and downsize of SWAP agreement from refunding variable rate revenue bonds to fixed rate (see Note 6D). Components of the increase are shown in Table 1.

Table 1

Water System

Net Position

June 30, 2014 and June 30, 2013

(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Current and other assets	\$683,998	\$685,725	(\$1,727)	(0)%
Capital assets	3,567,648	3,484,655	82,993	2%
Deferred outflow of resources	30,756	74,848	(44,092)	(59)%
Total assets and deferred outflow	4,282,402	4,245,228	37,174	1%
Current and other liabilities	193,193	167,231	25,962	16%
Long-term liabilities	2,670,571	2,636,841	33,730	1%
Deferred inflow of resources	55,307	99,399	(44,092)	(44)%
Total liabilities and deferred inflow	2,919,071	2,903,471	15,600	1%
Net position:				
Net investment in capital assets	861,386	828,238	33,148	4%
Restricted	292,879	310,380	(17,501)	(6)%
Unrestricted	209,066	203,139	5,927	3%
Total net position	\$1,363,331	\$1,341,757	\$21,574	2%

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Results of Operation

For the year ended June 30, 2014, the Water System's change in net position decreased by \$4.1 million as compared to the same period in the previous fiscal year. This decrease was due to an increase in non-operating expenses and decrease in capital contribution. Total operating revenues increased by \$29.3 million or 9.0% primarily due to a rate increase of 9.75%. Total operating expenses increased \$17.5 million or 6% primarily due to an increase in raw water expenses of \$6.0 million from the purchase of additional drought water supply, water treatment and distribution expenses increased by \$8.0 million as a result of \$5.3 million increase in the maintenance of distribution mains. Total non-operating loss, net, decreased \$9.2 million primarily due to the reclassification of the change of equity in JPA partnership fund from amortization expense to non-operating expense. Capital contribution decreased \$6.8 million was a result of decrease of \$7.2 million in grant money received in current fiscal year compared to the prior year.

Table 2

Water System

Changes in Net Position

For the Years Ended June 30, 2014 and 2013
(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Operating revenue:				
Water	\$367,547	\$336,066	\$31,481	9%
Power	1,380	3,596	(2,216)	(62)%
Total operating revenues	368,927	339,662	29,265	9%
Operating expense:				
Raw water	41,066	33,076	7,990	24%
Water treatment and distribution	97,610	89,596	8,014	9%
Recreation areas, net	5,166	5,341	(175)	(3)%
Customer accounting and collecting	17,995	16,140	1,855	11%
Financial and risk management	16,379	16,637	(258)	(2)%
Facilities management	9,054	8,829	225	3%
General administration	50,052	53,339	(3,287)	(6)%
Depreciation on utility plant and vehicle	90,426	87,303	3,123	4%
Total operating expense	327,748	310,261	17,487	6%
Net operating income	41,179	29,401	11,778	40%
Nonoperating income (expense):				
Investment income	2,243	2,608	(365)	(14)%
Taxes and subventions	25,492	26,436	(944)	(4)%
Interest , amortization and bond expenses, net	(104,339)	(97,865)	(6,474)	7%
Increase (decrease) of equity in JPA partnership fund	(8,146)	-	(8,146)	100%
Other income	16,106	9,342	6,764	72%
Total nonoperating income (expense), net	(68,644)	(59,479)	(9,165)	15%
Loss before capital contributions	(27,465)	(30,078)	2,613	(9)%
Capital contributions	49,039	55,791	(6,752)	(12)%
Change in net position	21,574	25,713	(4,139)	(16)%
Total net position – beginning	1,341,757	1,316,044	25,713	2%
Total net position – ending	\$1,363,331	\$1,341,757	\$21,574	2%

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Liquidity

For the year ended June 30, 2014, Total combined current and non-current District Cash and Investments increased by \$20.6 million or 6% from \$371.5 million as of June 30, 2013 to \$392.1 million as of June 30, 2014. Net current District Cash and Cash Equivalents increased by \$74.6 million compared to the prior year primarily due to an increase of \$21.5 million from operating revenues, a decrease of \$15.3 million capital and related expenses, and an increase of \$38.7 million from the reallocation of investments between short-term and long-term investments. Non-current Investment decreased by \$26.0 million primarily due to the aforementioned reallocation of investments between short-term and long-term investments.

Table 3

Water System

Cash Flows

For the Years Ended June 30, 2014 and 2013

	(In thousands)			
	June 30, 2014	June 30, 2013	Variance	%
Net cash provided by operating activities	\$189,718	\$168,198	\$21,520	13%
Net cash provided by financing activities	25,492	26,436	(944)	(4)%
Net cash provided by (used in) capital and related financing activities	(196,729)	(212,066)	15,337	(7)%
Net cash provided by (used in) investing activities	28,099	(10,633)	38,732	(364)%
Net increase (decrease) in cash and cash equivalents	46,580	(28,065)	74,645	(266)%
Cash and cash equivalents:				
Beginning of year	129,361	157,426	(28,065)	(18)%
End of period	\$175,941	\$129,361	\$46,580	36%
Non-current investments	216,170	242,185	(26,015)	(11)%
Total District Cash and Investments	\$392,111	\$371,546	\$20,565	6%

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Cash and Investment by Fund

Total cash and investments available for operating and capital activities need are reported in current and noncurrent asset as unrestricted and restricted funds. Table 4 shows the composition of Water System's cash and investments for the years ended June 30, 2014 and 2013. Total cash and investment increased \$20.6 million or 6% as compared to the same period in the previous fiscal year. Significant activities were as follows: Water System reserved an additional \$35.0 million in revenue in the rate stabilization funds and used \$14.0 million in capital reserves to fund capital projects.

	<u>2014</u>	<u>2013</u>	<u>Variance</u>	<u>%</u>
Unrestricted cash and investments				
Operating reserves:				
Rate stabilization fund	\$85,000	\$50,000	\$35,000	70%
Working capital	59,200	56,700	2,500	4%
Self-insurance reserves	5,000	5,000	0	0%
Workers' compensation reserves	<u>3,200</u>	<u>3,200</u>	<u>0</u>	0%
Total operating reserves	<u>152,400</u>	<u>114,900</u>	<u>37,500</u>	33%
Capital reserves:				
Reserved for capital projects	174,307	188,347	(14,040)	(7)%
Vehicle replacement Fund	4,625	5,067	(442)	(9)%
Equipment replacement fund	<u>310</u>	<u>-</u>	<u>310</u>	NA
Total capital reserves	<u>179,242</u>	<u>193,414</u>	<u>(14,172)</u>	100%
Total unrestricted cash and investments	<u>331,642</u>	<u>308,314</u>	<u>23,328</u>	8%
Restricted Cash and Investments				
Bond interest and redemption fund	848	139	709	510%
Debt service reserve fund	29,368	34,175	(4,807)	(14)%
Funds received for construction	27,447	26,081	1,366	5%
FERC partnership fund	2,247	2,232	15	1%
Monetary reserve	534	534	0	0%
ABAG program restricted fund	<u>25</u>	<u>71</u>	<u>(46)</u>	<u>(65)%</u>
Total restricted cash and investments	<u>60,469</u>	<u>63,232</u>	<u>(2,763)</u>	<u>(4)%</u>
Total District Cash and Investments	<u><u>\$392,111</u></u>	<u><u>\$371,546</u></u>	<u><u>\$20,565</u></u>	<u><u>6%</u></u>

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Capital Contributions

Capital contributions primarily consist of System Capacity Charges (SCC) and Seismic Improvement Program (SIP) surcharges. Additionally, the District receives contributions when the District's facilities need to be relocated during construction projects. The District also receives state and federal grants to fund capital projects.

The Water System's SCC consists of charges collected from all applicants who request a new water service connection or a larger water meter size, and varies depending on geographic region. The SCC pays for the applicant's share of the capital facilities, including those that serve the entire water system such as the aqueducts and raw water facilities, regional facilities such as treatment plants and distribution facilities, and future water supply upgrades needed to meet long-term increases in water demand created by new customers. The portion of the SCC that pays for the future water supply is restricted and the remainder is unrestricted.

A flat Seismic Improvement Program (SIP) surcharge is imposed on each Single Family Residential or Multiple Family Residential account to pay for system-wide seismic improvements of the Water System being made from 1995-2025. The SIP surcharge is designed to recover costs of the SIP, the objective of which is to provide fire flow availability for real property, and provide continued water service to residential, commercial, industrial and public authority customers after a seismic event. SIP program costs are being paid over 30 years; the charge is effective on each water bill through February 28, 2025.

Table 5 shows the Water System's capital contributions received for the years ended June 30, 2014 and 2013:

Table 5				
Water System				
Capital Contributions				
For the Years Ended June 30, 2014 and 2013				
	(In thousands)			
	June 30,	June 30,		
	2014	2013	Variance	%
System capacity charges	\$20,365	\$22,673	(\$2,308)	(10)%
Earned contributions on construction	5,240	4,540	700	15%
Seismic improvement surcharge	22,682	20,585	2,097	10%
Grants and other reimbursements	752	7,993	(7,241)	(91)%
Total capital contributions	<u>\$49,039</u>	<u>\$55,791</u>	<u>(6,752)</u>	<u>(12)%</u>

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Capital Assets

The Water System had \$3.6 billion (net of accumulated depreciation) invested in a broad range of utility capital assets as of June 30, 2014. The investment in capital assets includes land, buildings, improvements, water treatment plants, aqueducts, water transmission and distribution mains, water storage facilities, pump stations, water recycling facilities, machinery and equipment.

Table 6
Water System
Capital Assets, Net of Depreciation
June 30, 2014 and June 30, 2013
(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Structures, buildings, and equipment (net)	\$3,269,155	\$3,176,727	\$92,428	2.9%
Land and rights-of-way	55,274	55,455	(181)	(0.3)%
Construction work in progress	243,219	252,473	(9,254)	(3.7)%
Totals	<u>\$3,567,648</u>	<u>\$3,484,655</u>	<u>\$82,993</u>	<u>2.4%</u>

Debt Administration

As of June 30, 2014, the Water System had total long-term debt outstanding of \$2.7 billion (net of unamortized costs).

Table 7
Water System
Long -Term Debt
(Net of Unamortized Costs)
June 30, 2014 and June 30, 2013
(In thousands)

	June 30, 2014	June 30, 2013	Amount	%
Revenue bonds	\$2,330,450	\$2,266,515	\$63,935	2.8%
Commercial paper	359,800	372,900	(13,100)	(3.5)%
Loans	16,011	17,002	(991)	(5.8)%
Totals	<u>\$2,706,261</u>	<u>\$2,656,417</u>	<u>\$49,844</u>	<u>1.9%</u>

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It is the policy of the District to maintain a reasonable balance between debt and current revenue financing of capital projects. The following targets provide the framework for financing capital projects:

Debt Service Coverage Ratio: Maintain an annual revenue bond debt coverage ratio of at least 1.6 times coverage.

Debt-Funded Capital Spending: Limit debt-funded capital to no more than 65% of the total capital program over each five-year planning period.

Commercial Paper/Variable Rate Debt (unhedged): Limit to 25% of outstanding long-term debt.

Revenue-supported debt authorization for the District can be approved by the District's board of directors, subject to a referendum process. At June 30, 2014, the Water System had \$527.3 million in authorized but unissued revenue bonds.

The Water System's debt ratings as of June 30, 2014 are outlined in Table 8.

Table 8
Water System
Credit Ratings
June 30, 2014

District debt by type	Rating by		
	Standard & Poor's	Moody's Investors Service	Fitch
Fixed Rate Revenue Bonds	AAA	Aa1	AA+
Variable Rate Revenue Bonds			
Long-term Underlying Rating	AAA	Aa1	AA+
SIFMA-Based Index Bonds	A-1+	VMIG-1	F1+
Extendable Commercial Paper	A-1+	P-1	F1+

FINANCIAL ANALYSIS – WASTEWATER SYSYTEM

Net Position

The Wastewater System's net position increased by \$13.6 million or 5% during the year ended June 30, 2014. Changes in Deferred outflow and inflow of resources primarily reflect changes in the market value of interest rate SWAP agreements (see Note 6D). Components of the increase are shown in Table 9.

Table 9

Wastewater System

Net Position

June 30, 2014 and June 30, 2013

(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Current and other assets	\$104,032	\$115,133	(\$11,101)	(10)%
Capital assets	676,980	666,551	10,429	2%
Deferred outflow of resources	14,997	15,904	(907)	(6)%
Total assets and deferred outflow	796,009	797,588	(1,579)	(0)%
Current and other liabilities	38,158	39,322	(1,164)	(3)%
Long-term liabilities	442,503	455,569	(13,066)	(3)%
Deferred inflow of resources	14,997	15,904	(907)	(6)%
Total liabilities and deferred inflow	495,658	510,795	(15,137)	(3)%
Net position:				
Net investment in capital assets	222,008	203,122	18,886	9%
Restricted	4,861	4,139	722	17%
Unrestricted	73,482	79,532	(6,050)	(8)%
Total net position	\$300,351	\$286,793	\$13,558	5%

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Results of Operation

For the year ended June 30, 2014, the Wastewater System's change in net position increased by \$2.3 million as compared to the previous fiscal year. This increase was primarily due to a net increase in operating income. Total operating revenues increased by \$5.8 million or 7%, mainly reflecting a rate increase of 9% in wastewater rates for the current fiscal year. Operating expenses increased by \$3.9 million or 5% primarily due to the increase in sewer lines and pumps expenses and sewer treatment plant operation expenses. Total non-operating income (loss) increased by \$0.9 million was primarily due to reduced interest and bond expenses. Capital contribution decreased by \$0.4 million was a result of less system capacity charges received in current fiscal year compare to prior year.

Table 10

Wastewater System

Changes in Net Position

For the Years Ended June 30, 2014 and 2013

(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Operating revenue:				
Sewer	\$72,345	\$68,050	\$4,295	6%
Power	1,099	693	406	59%
Wet weather facilities charges	19,389	18,321	1,068	6%
Total operating revenue	<u>92,833</u>	<u>87,064</u>	<u>5,769</u>	7%
Operating expense:				
Sewer lines and pumps	13,658	12,530	1,128	9%
Sewer treatment plant operations	31,748	28,683	3,065	11%
Customer accounting and collecting	2,328	2,378	(50)	(2)%
Financial and risk management	640	590	50	8%
General administration	7,672	8,351	(679)	(8)%
Depreciation on utility plant and vehicle	22,236	21,859	377	2%
Total operating expense	<u>78,282</u>	<u>74,391</u>	<u>3,891</u>	5%
Net operating income	14,551	12,673	1,878	15%
Nonoperating income (expense):				
Investment income	269	2,584	(2,315)	(90)%
Taxes and subventions	9,881	9,408	473	5%
Interest, amortization and bond expenses, net	(16,730)	(18,405)	1,675	(9)%
Other income	4,395	3,356	1,039	31%
Total nonoperating income (expense), net	<u>(2,185)</u>	<u>(3,057)</u>	<u>872</u>	(29)%
Income before contributions	12,366	9,616	2,750	29%
Capital contributions	<u>1,192</u>	<u>1,597</u>	<u>(405)</u>	(25)%
Change in net position	13,558	11,213	2,345	21%
Total net position – beginning	<u>286,793</u>	<u>275,580</u>	<u>11,213</u>	4%
Total net position – ending	<u>\$300,351</u>	<u>\$286,793</u>	<u>\$13,558</u>	5%

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Liquidity

For the year ended June 30, 2014, Total combined current and non-current District Cash and Investments decreased by \$9.3 million or 9% from \$105.4 million as of June 30, 2013 to \$96.1 million as of June 30, 2014. Net current District Cash and Cash Equivalents decreased by \$51.1 million compared to the prior year primarily due to an increase of \$6.5 million from operating revenue offset by a larger decrease of \$59.4 million from the reallocation of investments between short-term and long-term investments. Non-current Investment increased by \$7.4 million primarily due to the aforementioned reallocation of investments between short-term and long-term investments

Table 11

Wastewater System

Cash Flows

For the Years Ended June 30, 2014 and 2013

(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Net cash provided by operating activities	\$44,365	\$37,827	\$6,538	17%
Net cash provided by financing activities	9,881	9,408	473	5%
Net cash provided by (used in) capital and related financing activities	(63,816)	(65,154)	1,338	(2)%
Net cash provided by (used in) investing activities	(7,094)	52,346	(59,440)	(114)%
Net increase (decrease) in cash and cash equivalents	(16,664)	34,427	(51,091)	(148)%
Cash and cash equivalents:				
Beginning of year	88,240	53,813	34,427	64%
End of period	\$71,576	\$88,240	(\$16,664)	(19)%
Non-current investments	24,548	17,156	7,392	43%
Total District cash and investments	\$96,124	\$105,396	(\$9,272)	(9)%

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Cash and Investment by Fund

Total cash and investments available for operating and capital activities need are reported in current and noncurrent asset as unrestricted and restricted funds. Table 12 shows the composition of Wastewater System's cash and investments for the years ended June 30, 2014 and 2013. Total cash and investment decreased \$9.3 million or 9% as compared to the same period in the previous fiscal year. Significant activities were as follows: Wastewater System reserved an additional \$2.6 million in revenues in the rate stabilization funds, used \$5.7 million in borrowed funds and \$7.2 million in capital reserves to fund capital projects and equipment, and restricted \$2.2 million in Funds Received for Construction for the Private Sewer Lateral Incentive program.

Table 12

Wastewater System

Cash and Investments by Fund

For the Years Ended June 30, 2014 and 2013

(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Unrestricted cash and investments				
Operating reserves:				
Rate stabilization fund	\$17,590	\$15,000	\$2,590	17%
Working capital	15,200	14,900	300	2%
Self-insurance reserves	1,700	1,700	-	0%
Workers' compensation reserves	600	600	-	0%
Total operating reserves	35,090	32,200	2,890	9%
Capital reserves:				
Reserved for capital projects	36,836	41,422	(4,586)	(11)%
Reserve funded CIP	14,430	14,390	40	0%
Equipment replacement fund	4,907	7,525	(2,618)	(35)%
Total capital reserves	56,173	63,337	(7,164)	(11)%
Total unrestricted cash and investments	91,263	95,537	(4,274)	(4)%
Restricted Cash and Investments				
Bond construction fund	-	5,720	(5,720)	(100)%
Capitalized interest fund	-	1,582	(1,582)	100%
Bond interest and redemption fund	109	19	90	474%
Debt service reserve fund	2,538	2,538	-	0%
Funds received for construction	2,214	-	2,214	100%
Total restricted cash and investments	4,861	9,859	(4,998)	(51)%
Total District Cash and Investments	\$96,124	\$105,396	(\$9,272)	(9)%

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Capital Contributions

Capital contributions primarily consist of System Capacity Charges. Additionally, the District receives contributions when the District's facilities need to be relocated during construction projects. The District also receives state and federal grants to fund capital projects. The decrease of \$0.4 million in total capital contribution was primarily due to a decrease in payment received for system capacity charges compared to 2013. The Wastewater System's Capacity Charges are treated as unrestricted funds and pay for the share of Wastewater facilities attributed to new customers. Table 13 shows the Wastewater System's capital contributions received for the years ended June 30, 2014 and 2013:

Table 13

Wastewater System
Capital Contributions

For the Years Ended June 30, 2014 and 2013
(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
System capacity charges	\$806	\$1,264	(\$458)	(36)%
Grants and other reimbursements	386	333	53	16%
Total capital contributions	<u>\$1,192</u>	<u>\$1,597</u>	<u>(\$405)</u>	<u>(25)%</u>

Capital Assets

The Wastewater System had \$677.0 million (net of accumulated depreciation) invested in a broad range of utility capital assets as of June 30, 2014. The investment in capital assets includes land, buildings, improvements, wastewater and wet weather treatment facilities, machinery and equipment.

Table 14

Wastewater System
Capital Assets, Net of Depreciation

June 30, 2014 and June 30, 2013

(In thousands)

	June 30, 2014	June 30, 2013	Variance	%
Structures, buildings, and equipment (net)	\$597,687	\$549,182	\$48,505	8.8%
Land and rights-of-way	20,231	20,048	183	0.9%
Construction work in progress	<u>59,062</u>	<u>100,321</u>	<u>(41,259)</u>	<u>(41.1)%</u>
Totals	<u>\$676,980</u>	<u>\$669,551</u>	<u>\$7,429</u>	<u>1.1%</u>

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Debt Administration

As of June 30, 2014, the Wastewater System had total long-term debt outstanding of \$455 million (net of unamortized costs).

Table 15
Wastewater System
Long -Term Debt
(Net of Unamortized Costs)
June 30, 2014 and June 30, 2013

	(In thousands)		Amount	%
	June 30, 2014	June 30, 2013		
General obligation bonds	\$15,225	\$18,812	(\$3,587)	(19.1)%
Revenue bonds	424,748	435,337	(10,589)	(2.4)%
Commercial paper	15,000	15,000	-	0.0%
Totals	<u>\$454,973</u>	<u>\$469,149</u>	<u>(\$14,176)</u>	<u>(3.0)%</u>

It is the policy of the District to maintain a reasonable balance between debt and current revenue financing of capital projects. The following targets provide the framework for financing capital projects:

Debt Service Coverage Ratio: Maintain an annual revenue bond debt coverage ratio of at least 1.6 times coverage.

Debt-Funded Capital Spending: Limit debt-funded capital to no more than 65% of the total capital program over each five-year planning period.

Commercial Paper/Variable Rate Debt (unhedged): Limit to 25% of outstanding long-term debt.

Revenue-supported debt authorization for the District can be approved by the District's board of directors, subject to a referendum process. At June 30, 2014, the Wastewater System had \$204.3 million in authorized but unissued revenue bonds.

The Wastewater System's debt ratings as of June 30, 2014 are outlined in Table 16.

Table 16
Wastewater System
Credit Ratings
June 30, 2014

District debt by type	Rating by		
	Standard & Poor's	Moody's Investors Service	Fitch
General Obligation Bonds	AAA	Aa1	—
Fixed Rate Revenue Bonds	AAA	Aa2	AA+
Variable Rate Revenue Bonds			
Long-term Underlying Rating	AAA	Aa2	AA+
SIFMA-Based Index Bonds	A-1+	VMIG-1	F1+
Extendable Commercial Paper	A-1+	P-1	F1+

REQUEST FOR INFORMATION

If you have any questions about this report or need additional information, please visit our website at <http://www.ebmud.com> or contact: the Controller, Accounting Division, P.O. Box 24055, Oakland, CA 94623-1055.

UNAUDITED

EAST BAY MUNICIPAL UTILITY DISTRICT
BALANCE SHEETS
JUNE 30, 2014 AND 2013
(DOLLARS IN THOUSANDS)

	Water System		Wastewater System		Total	
	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013
Current assets:						
Cash and cash equivalents (Note 2)	\$134,171	\$87,960	\$66,715	\$78,381	\$200,886	\$166,341
Investments (Note 2)	197,471	220,354	24,548	17,156	222,019	237,510
Receivables:						
Customer	41,909	47,566	5,512	6,504	47,421	54,070
Interest and other	2,268	5,002	2,081	2,905	4,349	7,907
Materials and supplies	6,177	6,641	-	-	6,177	6,641
Prepaid Insurance	1,133	1,115	-	-	1,133	1,115
Total current assets	<u>383,129</u>	<u>368,638</u>	<u>98,856</u>	<u>104,946</u>	<u>481,985</u>	<u>473,584</u>
Noncurrent assets:						
Restricted cash and investments (Note 2):						
Cash and cash equivalents	41,770	41,401	4,861	9,859	46,631	51,260
Investments	18,699	21,831	-	-	18,699	21,831
Total restricted cash and investments	<u>60,469</u>	<u>63,232</u>	<u>4,861</u>	<u>9,859</u>	<u>65,330</u>	<u>73,091</u>
Other assets:						
Equity in JPA partnership fund	240,260	253,720	-	-	240,260	253,720
Other	140	135	315	328	455	463
Total other assets	<u>240,400</u>	<u>253,855</u>	<u>315</u>	<u>328</u>	<u>240,715</u>	<u>254,183</u>
Capital assets (Note 3):						
Structures, buildings, and equipment	4,779,391	4,600,402	969,603	899,906	5,748,994	5,500,308
Less accumulated depreciation	(1,510,236)	(1,423,675)	(371,916)	(353,724)	(1,882,152)	(1,777,399)
Subtotal	<u>3,269,155</u>	<u>3,176,727</u>	<u>597,687</u>	<u>546,182</u>	<u>3,866,842</u>	<u>3,722,909</u>
Land and rights-of-way	55,274	55,455	20,231	20,048	75,505	75,503
Construction in progress	243,219	252,473	59,062	100,321	302,281	352,794
Total capital assets, net	<u>3,567,648</u>	<u>3,484,655</u>	<u>676,980</u>	<u>666,551</u>	<u>4,244,628</u>	<u>4,151,206</u>
Total noncurrent assets	<u>3,868,517</u>	<u>3,801,742</u>	<u>682,156</u>	<u>676,738</u>	<u>4,550,673</u>	<u>4,478,480</u>
Total assets	<u>4,251,646</u>	<u>4,170,380</u>	<u>781,012</u>	<u>781,684</u>	<u>5,032,658</u>	<u>4,952,064</u>
Deferred outflows of resources						
Accumulated decrease in fair value of hedging derivatives	30,756	74,848	14,997	15,904	45,753	90,752
Total deferred outflows	<u>30,756</u>	<u>74,848</u>	<u>14,997</u>	<u>15,904</u>	<u>45,753</u>	<u>90,752</u>
Total assets and deferred outflows	<u>\$4,282,402</u>	<u>\$4,245,228</u>	<u>\$796,009</u>	<u>\$797,588</u>	<u>\$5,078,411</u>	<u>\$5,042,816</u>

(Continued)

UNAUDITED

EAST BAY MUNICIPAL UTILITY DISTRICT
BALANCE SHEETS
JUNE 30, 2014 AND 2013
(DOLLARS IN THOUSANDS)

	Water System		Wastewater System		Totals	
	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013
Current liabilities:						
Current maturities of long-term debt and Commercial Paper (Note 5 & 6)	\$35,690	\$19,576	\$12,470	\$13,580	\$48,160	\$33,156
Accounts payable and accrued expenses (Note 4)	70,837	60,616	9,149	9,198	79,986	69,814
Current reserve for claims	7,903	6,498	780	845	8,683	7,343
Accrued interest	8,552	8,930	1,811	1,854	10,363	10,784
Total current liabilities	<u>122,982</u>	<u>95,620</u>	<u>24,210</u>	<u>25,477</u>	<u>147,192</u>	<u>121,097</u>
Noncurrent liabilities:						
Advances for construction	7,850	6,571	-	-	7,850	6,571
OPEB liabilities (Note 8)	18,363	16,367	3,322	2,965	21,685	19,332
Reserve for claims (Note 9)	30,125	30,130	4,589	4,728	34,714	34,858
Other liabilities	13,873	18,543	6,037	6,152	19,910	24,695
Long-term liabilities, net of current maturities (Note 5 & 6)	<u>2,670,571</u>	<u>2,636,841</u>	<u>442,503</u>	<u>455,569</u>	<u>3,113,074</u>	<u>3,092,410</u>
Total noncurrent liabilities	<u>2,740,782</u>	<u>2,708,452</u>	<u>456,451</u>	<u>469,414</u>	<u>3,197,233</u>	<u>3,177,866</u>
Total liabilities	<u>2,863,764</u>	<u>2,804,072</u>	<u>480,661</u>	<u>494,891</u>	<u>3,344,425</u>	<u>3,298,963</u>
Deferred inflows of resources						
Derivative instrument (Note 6)	30,756	74,848	14,997	15,904	45,753	90,752
Swap Novation (Note 6F)	<u>24,551</u>	<u>24,551</u>	<u>-</u>	<u>-</u>	<u>24,551</u>	<u>24,551</u>
Total deferred inflows	<u>55,307</u>	<u>99,399</u>	<u>14,997</u>	<u>15,904</u>	<u>70,304</u>	<u>115,303</u>
Total liabilities and deferred inflows	<u>2,919,071</u>	<u>2,903,471</u>	<u>495,658</u>	<u>510,795</u>	<u>3,414,729</u>	<u>3,414,266</u>
Net position (Note 7):						
Net investment in capital assets	861,386	828,238	222,008	203,122	1,083,394	1,031,360
Restricted for construction	19,597	19,510	2,214	1,582	21,811	21,092
Restricted for debt service	30,216	34,314	2,647	2,557	32,863	36,871
Restricted for JPA	240,260	253,720	-	-	240,260	253,720
Restricted - other	2,806	2,836	-	-	2,806	2,836
Unrestricted	<u>209,066</u>	<u>203,139</u>	<u>73,482</u>	<u>79,532</u>	<u>282,548</u>	<u>282,671</u>
Total net position	<u>1,363,331</u>	<u>1,341,757</u>	<u>300,351</u>	<u>286,793</u>	<u>1,663,682</u>	<u>1,628,550</u>
Total liabilities and net position	<u><u>\$4,282,402</u></u>	<u><u>\$4,245,228</u></u>	<u><u>\$796,009</u></u>	<u><u>\$797,588</u></u>	<u><u>\$5,078,411</u></u>	<u><u>\$5,042,816</u></u>

UNAUDITED

EAST BAY MUNICIPAL UTILITY DISTRICT
STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
FOR THE YEARS ENDED JUNE 30, 2014 AND 2013
(DOLLARS IN THOUSANDS)

	Water System		Wastewater System		Total	
	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013
Operating revenue:						
Water	\$367,547	\$336,066	-	-	\$367,547	\$336,066
Sewer	-	-	\$72,345	\$68,050	72,345	68,050
Power	1,380	3,596	1,099	693	2,479	4,289
Wet weather facilities charges	-	-	19,389	18,321	19,389	18,321
Total operating revenue	<u>368,927</u>	<u>339,662</u>	<u>92,833</u>	<u>87,064</u>	<u>461,760</u>	<u>426,726</u>
Operating expense:						
Raw water	41,066	33,076	-	-	41,066	33,076
Water treatment and distribution	97,610	89,596	-	-	97,610	89,596
Recreation areas, net	5,166	5,341	-	-	5,166	5,341
Sewer lines and pumping	-	-	13,658	12,530	13,658	12,530
Sewer treatment plant operations	-	-	31,748	28,683	31,748	28,683
Customer accounting and collecting	17,995	16,140	2,328	2,378	20,323	18,518
Financial and risk management	16,379	16,637	640	590	17,019	17,227
Facilities management	9,054	8,829	-	-	9,054	8,829
General administration	50,052	53,339	7,672	8,351	57,724	61,690
Depreciation on utility plant and vehicle	90,426	87,303	22,236	21,859	112,662	109,162
Total operating expense	<u>327,748</u>	<u>310,261</u>	<u>78,282</u>	<u>74,391</u>	<u>406,030</u>	<u>384,652</u>
Net operating income (loss)	<u>41,179</u>	<u>29,401</u>	<u>14,551</u>	<u>12,673</u>	<u>55,730</u>	<u>42,074</u>
Nonoperating income (expense):						
Investment income	2,243	2,608	269	2,584	2,512	5,192
Taxes and subventions	25,492	26,436	9,881	9,408	35,373	35,844
Interest and amortization of bond expenses, net of capitalized interest of \$7,637 and \$7,836 for the Water System and \$3,470 and \$2,934 for the Wastewater System in 2014 and 2013, respectively	(104,339)	(97,865)	(16,730)	(18,405)	(121,069)	(116,270)
Increase (decrease) of equity in JPA partnership fund	(8,146)	-	-	-	(8,146)	-
Other income	16,106	9,342	4,395	3,356	20,501	12,698
Total nonoperating income (expense), net	<u>(68,644)</u>	<u>(59,479)</u>	<u>(2,185)</u>	<u>(3,057)</u>	<u>(70,829)</u>	<u>(62,536)</u>
Income (loss) before capital contributions	<u>(27,465)</u>	<u>(30,078)</u>	<u>12,366</u>	<u>9,616</u>	<u>(15,099)</u>	<u>(20,462)</u>
Capital contributions	<u>49,039</u>	<u>55,791</u>	<u>1,192</u>	<u>1,597</u>	<u>50,231</u>	<u>57,388</u>
Change in net position	<u>21,574</u>	<u>25,713</u>	<u>13,558</u>	<u>11,213</u>	<u>35,132</u>	<u>36,926</u>
Total net position - beginning	<u>1,341,757</u>	<u>1,316,044</u>	<u>286,793</u>	<u>275,580</u>	<u>1,628,550</u>	<u>1,591,624</u>
Total net position - ending	<u>\$1,363,331</u>	<u>\$1,341,757</u>	<u>\$300,351</u>	<u>\$286,793</u>	<u>\$1,663,682</u>	<u>\$1,628,550</u>

UNAUDITED

EAST BAY MUNICIPAL UTILITY DISTRICT
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2014 AND 2013
(DOLLARS IN THOUSANDS)

	Water System		Wastewater System		Total	
	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013
Cash flows from operating activities						
Cash received from customers	\$374,584	\$333,279	\$93,825	\$86,431	\$468,409	\$419,710
Cash received from other income	16,106	9,342	4,395	3,356	20,501	12,698
Cash payments for judgments and claims	(5,154)	(5,669)	(196)	(131)	(5,350)	(5,800)
Cash payments to suppliers for goods and services	(49,634)	(22,678)	(27,256)	(24,492)	(76,890)	(47,170)
Cash payments to employees for services	(146,184)	(146,076)	(26,403)	(27,337)	(172,587)	(173,413)
Net cash provided by operating activities	<u>189,718</u>	<u>168,198</u>	<u>44,365</u>	<u>37,827</u>	<u>234,083</u>	<u>206,025</u>
Cash flows from noncapital financing activities:						
Tax receipts	<u>25,492</u>	<u>26,436</u>	<u>9,881</u>	<u>9,408</u>	<u>35,373</u>	<u>35,844</u>
Net cash provided by financing activities	<u>25,492</u>	<u>26,436</u>	<u>9,881</u>	<u>9,408</u>	<u>35,373</u>	<u>35,844</u>
Capital and related financing activities:						
Capital contributions	49,039	55,791	1,192	1,597	50,231	57,388
Proceeds from advances for construction	1,279	2,462	-	-	1,279	2,462
Proceeds from sale of capital assets	6,454	439	-	-	6,454	439
Net proceeds and premiums from sale of bonds	535,210	90,102	15,879	1,240	551,089	91,342
Acquisition and construction of capital assets	(203,942)	(204,500)	(34,059)	(36,230)	(238,001)	(240,730)
Change in Investment in JPA	5,314	-	-	-	5,314	-
Principal retirement on long-term debt and commercial paper	(482,665)	(943)	(29,743)	(13,303)	(512,408)	(14,246)
Amount paid to refunding bond escrow agent	(1,826)	(57,455)	(305)	-	(2,131)	(57,455)
Costs and discounts from issuance on long-term debt	(875)	(273)	(7)	-	(882)	(273)
Interest paid on long-term debt	(104,717)	(97,689)	(16,773)	(18,458)	(121,490)	(116,147)
Net cash provided by (used in) capital and related financing activities	<u>(196,729)</u>	<u>(212,066)</u>	<u>(63,816)</u>	<u>(65,154)</u>	<u>(260,545)</u>	<u>(277,220)</u>
Cash flows from investing activities:						
Proceeds from securities	524,430	262,124	15,716	64,291	540,146	326,415
Expenditures from purchases of securities	(498,415)	(276,118)	(23,108)	(14,065)	(521,523)	(290,183)
Interest received on investments	<u>2,084</u>	<u>3,361</u>	<u>298</u>	<u>2,120</u>	<u>2,382</u>	<u>5,481</u>
Net cash provided by (used in) investing activities	<u>28,099</u>	<u>(10,633)</u>	<u>(7,094)</u>	<u>52,346</u>	<u>21,005</u>	<u>41,713</u>
Net increase (decrease) in cash and cash equivalents	<u>46,580</u>	<u>(28,065)</u>	<u>(16,664)</u>	<u>34,427</u>	<u>29,916</u>	<u>6,362</u>
Cash and cash equivalents:						
Beginning of year	<u>129,361</u>	<u>157,426</u>	<u>88,240</u>	<u>53,813</u>	<u>217,601</u>	<u>211,239</u>
End of period	<u><u>\$175,941</u></u>	<u><u>\$129,361</u></u>	<u><u>\$71,576</u></u>	<u><u>\$88,240</u></u>	<u><u>\$247,517</u></u>	<u><u>\$217,601</u></u>

(Continued)

UNAUDITED

EAST BAY MUNICIPAL UTILITY DISTRICT
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2014 AND 2013
(DOLLARS IN THOUSANDS)

	Water System		Wastewater System		Total	
	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013
Reconciliation of net operating income (loss) to net cash provided by operating activities:						
Net operating income (loss)	\$41,179	\$29,401	\$14,551	\$12,673	\$55,730	\$42,074
Adjustments to reconcile net operating income to net cash provided by operating activities:						
Depreciation on utility plant and vehicle	90,426	87,303	22,236	21,859	112,662	109,162
Depreciation within recreation areas	1,547	1,537	-	-	1,547	1,537
Amortization	22,522	25,639	1,394	1,176	23,916	26,815
Other income	16,106	9,342	4,395	3,356	20,501	12,698
Changes in assets/liabilities:					0	0
Materials and supplies	464	132	-	-	464	132
Prepaid insurance	(18)	(32)	-	-	(18)	(32)
Customer receivables	5,657	(6,383)	992	(633)	6,649	(7,016)
Other assets	2,888	908	808	(876)	3,696	32
OPEB liability	1,996	2,859	357	530	2,353	3,389
Reserve for claims	1,400	(826)	(204)	(596)	1,196	(1,422)
Accounts payable and accrued expenses	5,551	18,318	(164)	338	5,387	18,656
Net cash provided by operating activities	<u>\$189,718</u>	<u>\$168,198</u>	<u>\$44,365</u>	<u>\$37,827</u>	<u>\$234,083</u>	<u>\$206,025</u>
Schedule of Non-Cash Activities						
Change in Fair Market Value	<u>(\$417)</u>	<u>(\$968)</u>	<u>(\$60)</u>	<u>(\$97)</u>	<u>(\$477)</u>	<u>(\$1,065)</u>

UNAUDITED

EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2014
(Dollars in thousands)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
--

A. *Description of the Primary Government*

The East Bay Municipal Utility District (the District or EBMUD) was formed in May 1923 under the provisions of the Municipal Utility District Act of 1921, as amended in 1941. The District is comprised of two financially independent entities: the Water System and the Wastewater System. These two entities are governed by the same elected seven-member board of directors which determines such matters as rates and charges for services, approval of contracts, and District policies. The Water System provides administrative and other support services to the Wastewater System. These costs are charged to the Wastewater System.

B. *Basis of Presentation*

The unaudited financial information for the year ended June 30, 2014 has been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP) for interim financial information and therefore do not contain all of the information and footnotes required by GAAP for annual financial statements. The financial statements should be read in conjunction with EBMUD's Annual Audited Financial Report for the year ended June 30, 2013 which is posted on our web site <http://www.ebmud.com>.

The accounts of the District are organized and operated on a fund basis. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, net assets, revenues, and expenses.

The basic financial statements include prior year comparative information. A complete presentation of the prior year information can be found in the District's Annual Audited Financial Reports for the year ended June 30, 2013.

The District reports the following major proprietary (enterprise) funds:

The **Water System** is engaged in the collection, transmission, and distribution of water to communities within Alameda and Contra Costa counties of California.

The **Wastewater System** is engaged in the interception and treatment of wastewater from residences and industries in the California communities of Alameda, Albany, Berkeley, Emeryville, Oakland, Piedmont, and the Stege Sanitary District.

In the opinion of EBMUD, the accompanying unaudited condensed financial statements contain all adjustments necessary for the fair presentation of the results for the year ended June 30, 2013. These adjustments consist only of normal recurring adjustments. The results for interim periods are not necessarily indicative of the results for any future periods.

Management's discussion and analysis (MD&A) precedes the Basic Unaudited Financial Statements and provides a narrative introduction, overview, and analysis of the basic financial statements. This Basic Unaudited Financial Statement and MD&A complement each other and should be read in conjunction with each other.

EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2014
(Dollars in thousands)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
--

C. Basis of Accounting

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

When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as they are needed.

In addition, the accounting policies of the District conform to accounting policies generally accepted in the United States of America for water utilities. The accounts are maintained substantially in accordance with the Uniform System of Accounts for Water Utilities followed by investor-owned and major municipally-owned water utilities.

Balance Sheet – The balance sheet is designed to display the financial position of the District. The District's fund equity is reported as net position, which is broken down into three categories defined as follows:

- Net investment in capital assets – This component of net position consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.
- Restricted – This component of net position consists of net position subject to constraints placed on its use through external constraints imposed by creditors (such as through debt covenants), grantors, contributors, or law or regulations of other governments. It also pertains to constraints imposed by law or constitutional provisions or enabling legislation.
- Unrestricted – This component of net position consists of net position that does not meet the definition of "restricted" or "net investment in capital assets".

Statement of Revenues, Expenses, and Changes in Net Position – The statement of revenues, expenses, and changes in net position is the operating statement for proprietary funds. Revenues are reported by major source. This statement distinguishes between operating and non-operating revenues and expenses and presents a separate subtotal for operating revenues, operating expenses, and operating income.

EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2014
(Dollars in thousands)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
--

D. Use of Estimates and Assumptions

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

E. Capital Assets

Utility Plant – at Original Cost

The cost of additions to utility plant and replacement of retired units of property are capitalized. Cost includes material, direct labor and fringe benefits, transportation, and such indirect items as engineering, supervision, and interest on borrowed funds during construction, net of interest earned on unspent construction proceeds. Repairs, maintenance, and minor purchases of equipment are charged to expenses as incurred.

The depreciated cost of capital assets, plus removal costs, less salvage, is charged to expense upon retirement.

Water Supply Management Program

Costs incurred in this program are debt funded and capitalized in construction in progress. These costs are transferred to utility plant upon completion of the project and depreciated over their useful life. Debt service costs on the debt used to finance the program are recovered in future periods through connection fees and rates and charges for service to those benefiting from the program.

Preliminary Survey and Investigation Costs

The District capitalizes initial costs incurred to study and evaluate certain potential long-term capital projects. These costs are transferred to property, plant and equipment upon completion of the project and are depreciated over the life of the asset. In the event the project is abandoned, these costs are expensed.

Contract Water Rights

The District has contracted with the US Bureau of Reclamation for water deliveries from the Central Valley Project through February 2046 (Long Term Renewal Contract), with the anticipation of subsequent renewals of 40 year terms. Payments under the contract include reimbursement based on the amounts of water delivered to EBMUD of Capital costs for CVP storage and conveyance facilities (EBMUD's current allocation is \$4,510) and the O&M Deficit (EBMUD's current balance is \$6,781).

F. Depreciation

Depreciation of capital assets is computed on a straight-line basis using the estimated service lives of the related assets (5 to 100 years).

EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2014
(Dollars in thousands)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
--

G. Restricted and Unrestricted cash and investments

The District segregates cash and investments into funds that are “Restricted” and “Unrestricted.” Funds are “restricted” when limitations on use of the resources are imposed by creditors, grantors, contributors, laws or regulations of other governments, or imposed by law through constitutional provision or by enabling legislation. “Unrestricted” resources are committed by the Board of Directors through the passage of a resolution, or constrained for a specific purpose by committees or officials with authority delegated by the Board. The exception is the Reserve for Capital Projects which is anticipated but not committed or constrained to be used for the District’s capital improvement program.

Unrestricted cash and investments are further categorized into Operating and Capital Reserves:

Operating Reserves:

- Rate Stabilization Fund (RSF) reserve is established by Policy 4.02, as adopted by the Board of Directors in the bi-annual budget, to maintain at least 20% of projected annual water volume sales for Water and at least 5% of projected annual operating and maintenance expenses for Wastewater. Funding of the RSF is consistent with Bond documents. In Fiscal Year 2014, the District combined the Rate Stabilization Fund and the Contingency and Rate Stabilization Reserve into a single Rate Stabilization Fund (RSF) reserve to enhanced transparency.
- Working Capital is established by Policy 4.02, as adopted by the Board of Directors in the bi-annual budget, to maintain at least three times the District’s monthly operating and maintenance expenses.
- Self-insurance reserve is established by Policy 4.02, as adopted by the Board of Directors in the bi-annual budget, to maintain 1.25 times the expected annual costs.
- Workers' compensation reserve is established by Policy 4.02, as adopted by the Board of Directors in the bi-annual budget, to maintain levels equal to the estimated future liability for workers’ compensation claims.

Capital Reserves:

- Reserve for Capital Projects comprises the resources available for cash funding of the District’s capital improvement program as projected in conjunction with the bi-annual budget.
- Reserve Funded CIP (Wastewater) balance is a specific designation [Board Motion 029-94] used to fund wet and dry weather eligible construction projects.
- Vehicle Replacement Fund [Board Motion 94-030] is financed by deposits based on internal user rate charges, and used to reimburse operational expenditures and vehicle replacement purchases.
- Equipment Replacement Fund was established by the District with the implementation of the Wastewater Capacity Fees effective July 1, 1984. The balance in this account represents funds set aside for future wastewater department equipment replacements.

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EAST BAY MUNICIPAL UTILITY DISTRICT
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NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
--

Restricted :

- Debt funded construction funds are the proceeds of bond or commercial paper issues that are restricted for use on eligible projects in the District's capital program. The current year current balance is \$0 for Water and Wastewater.
- Debt Service Reserve fund is created and required to be maintained at a specified level in connection with certain series of the District's outstanding bonds. Amounts in a Bond Reserve Fund may only be used (a) for the payment of principal of and interest on the related series of bonds in the event the District fails to transfer the required payment from the related system Revenue Fund (the respective designated part of the General Fund) (b) for the payment of redemption of all of the related series of bonds then outstanding or (c) for the payment of the final principal and interest payments on the related series of bonds. The current year balance is \$29,368 for Water and \$2,538 for Wastewater.
- Funds received for construction reflect advances received from applicants for work to be performed by the District and the unspent future water supply component of system capacity charges. This fund is used for the construction of major facilities, applicant requested services, and the design and construction of water supply improvement program projects. The current year balance is \$27,447 for Water (\$19,037 for Future Water Supply projects, \$8,410 for Applicant Work) and \$2,214 for Wastewater (Private Lateral Sewer incentive Program).
- Bond Interest and Redemption fund is required, under the District's bond indentures, in order for the District to transfer funds to the Trustee for the payment of principal and interest on the outstanding bonds one business day prior to the date such payment is due. The District uses the Bond Interest and Redemption Fund to segregate funds accumulated for such payments. In addition, under certain of the interest rate swap agreements related to the District's outstanding bonds, the District is required to post collateral to the swap counterparty to the extent that the District's total exposure for termination payments under the swap agreement exceeds the threshold amount specified in the applicable swap agreement. The District also uses the Bond Interest and Redemption Fund to segregate District funds held by the applicable custodian to satisfy this collateral posting obligation. The current year balance is \$848 for Water and \$109 for Wastewater.
- Capitalized Interest fund is restricted by the specific bond Issue for the purpose of defraying that bond issue's debt service payments for a specified period. The current year balance is \$0 for Water and Wastewater.
- FERC partnership fund of \$2 million was established January 11, 1999, in compliance with Federal Energy Regulatory Commission (FERC) order which brought resolution to its Mokelumne River Proceeding. The District will manage the fund and income derived from investing the funds will provide operating support to Joint Settlement agreement with US Fish and Wildlife and California Fish and Game to protect the Mokelumne River Ecosystem from Pardee Reservoir to the Delta. The principal and any unused earnings shall remain the property of the District and will revert to the District upon expiration of the agreement in March 2031 or upon withdrawal of any party to the agreement. The current balance in the fund is \$2,247.

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EAST BAY MUNICIPAL UTILITY DISTRICT
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NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
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- Monetary Reserve represents money on deposit in the name of the District with the Automated Power Exchange Inc. (APX) in accordance with the terms and conditions of the Automated Power Exchange Inc. California Master Service Agreement of July 15, 1999, entered between the District and APX for the sale and purchase of electric power. The funds held on deposit shall be withdrawn by the Depository and Clearing Agent in the event that sufficient funds are not deposit in the District settlement account to cover power exchange transactions. The current balance in the fund is \$534.
- ABAG (Association of Bay Area Governments) Restricted Fund was established as an interest bearing account for Regional General Permit effort by 7 local water agencies in October 2013. The agreement between the District and ABAG, approved by Board motion 029-12 on March 13, 2012, requires the District to collect deposits and pay invoices in accordance with a cost allocation agreed among the water agencies. The current balance in the fund is \$25.

H. Deferred Amount on Bond Refunding

Gains and losses incurred in connection with debt refunding transactions are deferred and amortized over the shorter of the life of the refunded debt or the new debt.

I. Cash and Cash Equivalents

For purposes of the statement of cash flows, the District considers all highly liquid investments with original maturities of three months or less at the date of purchase to be cash equivalents.

J. District Investments

Investments are stated at fair value. Included in investment income (loss) is the net change in the fair value of investments, which consists of the realized gains or losses and the unrealized appreciation (depreciation) of those investments.

Measurement of the fair value of investments is based upon quoted market prices, if available. The estimated fair value of investments that have no quoted market price is determined based on equivalent yields for such securities or for securities of comparable maturity, quality, and type as obtained from market makers.

Each of the financial instruments invested in by the District represents a potential concentration of credit risk. However, as the portfolio and the components of the various instruments are diversified, and issuers of securities are dispersed throughout many industries and geographic locations, the concentrations of credit risk are limited.

K. Material and Supplies

Material and supplies inventories are valued at cost, which approximates market, using the average-cost method.

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EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
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NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
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L. Compensated Absences

Compensated absences as of June 30, 2014 and June 30, 2013, respectively, are included on the balance sheet in accounts payable and accrued expenses. In previous years, trends have shown that the District employees utilize the accruals annually, therefore, amounts payable are accrued and reported as a current liability on the financial statements only.

M. Revenue

Water billings include charges for water flow, elevation, and a monthly meter charge. Customer water meters are read on a cyclical basis throughout a monthly or bimonthly period. Bills are rendered and revenue is recognized in the period that meters are read.

Wastewater treatment billings are a combination of flow, strength charges, and a monthly service charge. Customer bills are rendered on a cyclical basis throughout a monthly or bimonthly period, and revenue is recognized in the period in which bills are rendered.

Wet weather facilities charges are designed to finance the operating and capital costs related to wet weather sewage flows and are billed annually on the property tax bill.

N. Interest Rate Swap

The District entered into interest rate swap agreements to modify interest rates on some outstanding debt. In addition to the net interest expense resulting from these agreements, the termination value of the interest rate swap agreements is reflected on the balance sheet.

O. Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position or balance sheet will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position or fund balance that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then.

In addition to liabilities, the statement of financial position or balance sheet will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position or fund balance that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time.

P. Reclassification

For the year ended June 30, 2014 and 2013, certain classifications have been changed to improve financial statement presentation. For comparative purposes, prior year balances have been reclassified to conform with the fiscal year 2014 and 2013 presentation.

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EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2014
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NOTE 2 - CASH AND INVESTMENTS

A. Classification

Reconciliations of cash and investments reported on the financial statements as of June 30, 2014, are as follows:

<i>District Enterprise Funds:</i>	Water System	Wastewater System	Total
Cash and investments included in current assets	\$331,642	\$91,263	\$422,905
Cash and investments included in restricted assets	60,469	4,861	65,330
Total District cash and investments	392,111	96,124	488,235
Less non-current investments	(216,170)	(24,548)	(240,718)
District cash and cash equivalents	<u>\$175,941</u>	<u>\$71,576</u>	<u>\$247,517</u>

B. District Investments Authorized by the California Government Code and the District's Investment Policy

The District's Investment Policy and the California Government Code allow the District to invest in the following, provided the credit ratings of the issuers are acceptable to the District; and approved percentages and maturities are not exceeded. The table below also identifies certain provisions of the California Government Code, or the District's Investment Policy where the District's Investment Policy is more restrictive.

Authorized Investment Type	Maximum Maturity	Minimum Credit Quality	Maximum in Portfolio	Maximum Investment In One Issuer
Repurchase Agreements	270 Days	N/A	20%	10%
State of California Local Agency Investment Fund (LAIF Pool)	Upon Demand	N/A	\$50,000 per account	N/A
U.S. Treasury Bonds, Notes and Bills	5 Years	N/A	up to 100%	N/A
U.S. Government Agency and U.S. Government-Sponsored Enterprise Obligation	5 Years	N/A	up to 100%	40% in each Agency
Bankers' Acceptances	180 Days	N/A	40%	10%
Commercial Paper	270 Days	A1, P1, or F1	25%	10%
Negotiable Certificates of Deposit	5 Years	AA	30%	10%
Time Certificates of Deposits - Banks or Savings and Loans	5 Years	N/A	30%	10%
Medium Term Corporate Notes	5 Years	AA	30%	10%
Money Market Mutual Funds	N/A	AAA	40%	10%
Municipal Bonds	5 Years	AA	40%	10%
California Asset Management Program (CAMP)	Upon Demand	Highest Rating	10%	10%

The District does not enter into reverse repurchase agreements.

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EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
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NOTE 2 - CASH AND INVESTMENTS (Continued)

C. District Investments Authorized by Debt Agreements

The District must maintain required amounts of cash and investments with trustees or fiscal agents under the terms of certain debt issues. These funds are unexpended bond proceeds or are pledged reserves to be used if the District fails to meet its obligations under these debt issues. The California Government Code requires these funds to be invested in accordance with District resolutions, bond indentures or State statutes. The table below identifies the investment types that are authorized for investments held by fiscal agents. The table also identifies certain provisions of these debt agreements:

Authorized Investment Type	Minimum Credit Quality
Repurchase Agreements	Top Four Short Term Rating Category
U.S. Treasury Bonds, Notes and Bills	N/A
U.S. Government Agency and U.S. Government-Sponsored Enterprise Obligation	N/A
State Obligations	Not lower than the District's bond rating
Commercial Paper	Top Rating Category
Negotiable Certificates of Deposit	FDIC insured or collateralised
Time Certificates of Deposits - Banks or Savings and Loans	FDIC insured or collateralised
Corporate Notes and Bonds	Not lower than District's bond rating
Variable Rate Obligations	Not lower than District's bond rating
Cash Sweep Agreements	Top Rating Category
Guaranteed Investment Contract	Not lower than District's bond rating
Shares of Beneficial Interest	Top Rating Category

D. Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Normally, the longer the maturity of an investment the greater the sensitivity of its fair value to changes in market interest rates. The District generally manages its interest rate risk by holding investments that mature in five years or less and holding the investment to maturity.

Information about the sensitivity of the fair values of the District's and System's investments (including investments held by bond trustees) to market interest rate fluctuations is provided as part of the annual financial report.

The District participates in the Local Agency Investment Fund (LAIF) that is regulated by California Government Code Section 16429 under the oversight of the Treasurer of the State of California. They report their investment in LAIF at the fair value amount provided by LAIF, which is the same as the value of the pool share. The balance available for withdrawal is based on the accounting records maintained by LAIF, which are recorded on an amortized cost basis. Included in LAIF's investment portfolio are collateralized mortgage obligations, mortgage-backed securities, other asset-backed securities, loans to certain state funds, and floating rate securities issued by federal agencies, government-sponsored enterprises, United States Treasury Notes and Bills, and corporations.

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EAST BAY MUNICIPAL UTILITY DISTRICT
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FOR THE YEAR ENDED JUNE 30, 2014
(Dollars in thousands)

NOTE 2 - CASH AND INVESTMENTS (Continued)
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E. Credit Risk

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical credit rating organization. This information is presented annually on EBMUD's Comprehensive Annual Financial Report.

F. Concentration Risk

Significant District investments in the securities of any individual issuers, other than U. S. Treasury securities, LAIF, and mutual funds are presented in the annual audited financial statements.

G. Foreign Currency Risk

Foreign currency risk, the risk that changes in foreign exchange rates will adversely affect the fair values of an investment or deposit, is presented in the annual audited financial statements.

H. Custodial Credit Risk

Custodial credit risk for *cash on deposits* is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover its deposits or will not be able to recover collateral securities that are in the possession of an outside party. The custodial credit risk for *investments* is the risk that, in the event of the failure of the counterparty (e.g., broker-dealer) to a transaction, the District will not be able to recover the value of its investment or collateral securities that are in the possession of another party.

California Law requires banks and savings and loan institutions to pledge government securities with a market value of 110% of the District's cash on deposit, or first trust deed mortgage notes with a market value of 150% of the deposit, as collateral for these deposits. Under California Law this collateral is held in a separate investment pool by another institution in the District's name and places the District ahead of general creditors of the institution.

The District invests in individual investments and in investment pools. Individual investments are evidenced by specific identifiable *securities instruments*, or by an electronic entry registering the owner in the records of the institution issuing the security, called the *book entry* system. In order to increase security, the District employs the Trust Department of a bank or trustee as the custodian of certain District managed investments, regardless of their form.

I. Joint Powers Authority

DRSD/EBMUD Regional Water Authority - On June 28, 1995, the Dublin San Ramon Service District (DSRSD) and East Bay Municipal Utility District (District) entered into a Joint Powers Agreement (JPA) and established the DSRSD/EBMUD Recycled Water Authority (DERWA) with the purpose of creating a recycled water program in the San Ramon and Livermore-Amador Valleys. The JPA governing body is not substantially the same as the District and its independent Board consists of two directors each from the DSRSD and District. The JPA books and records are being maintained separately from DSRSD and the District. The DSRSD and District made member contributions to fund the JPA start-up and continue to fund capital projects at the request of the JPA

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**EAST BAY MUNICIPAL UTILITY DISTRICT
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FOR THE YEAR ENDED JUNE 30, 2014
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NOTE 2 - CASH AND INVESTMENTS (Continued)

on an as needed basis. Although DERWA has a significant relationship with the District, DERWA does not provide services solely to the District, and therefore is presented discretely. The District's share of the facility was booked in FY 2011.

Freeport Regional Water Authority - The Freeport Regional Water Project (FRWP) is a regional water supply project undertaken by the District in partnership with the Sacramento County Water Agency (SCWA). In February 2002, with the support of the United States Bureau of Reclamation, the District and SCWA formed the Freeport Regional Water Authority (FRWA) under a joint powers agreement to develop the FRWP. The FRWP provides the permanent infrastructure to allow the District to receive water deliveries pursuant to the Long-Term Renewal Central Valley Project Contract at a new point of diversion along the Sacramento River. In addition to providing the District up to 100 MGD of supplemental water in dry years as described above, the FRWP can provide up to 85 MGD to SCWA in all years. The District's share of the facilities was booked in FY 2012 and the value is reduced based on the useful life of FRWP.

NOTE 3 – CAPITAL ASSETS

A. Summary

The District capitalizes all assets with a historical cost of at least \$5 and a useful life of at least five years. Contributed property is recorded at estimated fair market value at the date of donation.

The purpose of depreciation is to spread the cost of capital assets equitably among all customers over the life of these assets, so that each customer's bill includes a pro rata share of the cost of these assets. The amount charged to depreciation expense each year represents that year's pro rata share of depreciable capital assets.

Depreciation of all capital assets in service, excluding land, is charged as an expense against operations each year and the total amount of depreciation taken over the years, called accumulated depreciation, is reported on the balance sheet as a reduction in the book value of the capital assets.

Capital assets are depreciated using the straight line method of depreciation, which means the cost of the asset is divided by its expected useful life in years and the result is charged to expense each year until the asset is fully depreciated. The District has assigned the useful lives listed below to capital assets:

Utility plant:	Years
Source of supply	25-100
Raw water transmission and storage	20-100
Interception and outfall	60-75
Pumping	25-75
Treatment	20-75
Distribution	25-75
Power Generation	25-75
Equipment	5-20
Plant Structures	25-75
Other	5-40

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EAST BAY MUNICIPAL UTILITY DISTRICT
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NOTE 4 – ACCOUNTS PAYABLE & ACCRUED EXPENSES

Accounts payable and accrued expenses at June 30, 2014 and 2013, consist of:

	Water System		Wastewater System		Total	
	June 30	June 30,	June 30	June 30,	June 30	June 30,
	2014	2013	2014	2013	2014	2013
Accounts payable	\$27,262	\$13,848	\$2,911	\$3,537	\$30,173	\$17,385
Accrued salaries	3,454	2,800	600	492	4,054	3,292
Accrued compensated absences	25,625	23,452	4,232	4,066	29,857	27,518
Other	14,496	20,516	1,406	1,103	15,902	21,619
Total	<u>\$70,837</u>	<u>\$60,616</u>	<u>\$9,149</u>	<u>\$9,198</u>	<u>\$79,986</u>	<u>\$69,814</u>

NOTE 5 – EXTENDABLE COMMERCIAL PAPER NOTES

The District's Board of Directors has authorized a short-term commercial paper borrowing program of up to the lesser of either (1) the average of the total annual revenue for the three preceding years or (2) 25% of the District's total outstanding bonds. As of March 31, 2014, the District had \$475 million authorized for this program. The proceeds from the issuance of commercial paper are restricted as to use. Under this program, which must be authorized by the Board of Directors every seven years and is subject to the right of referendum, the Water System or the Wastewater System may issue commercial paper and bank notes at prevailing interest rates for periods of not more than 270 days from the date of issuance. The program was last authorized on March 10, 2009.

The District replaced the commercial paper program with an extendable commercial paper program in March 2009. Under the extendable commercial paper program, no liquidity support agreement (line of credit) with a commercial bank is needed. Instead, the District limits the term of the extendable commercial paper to 120 days, and the investor agrees to extend the maturity of their investment by 150 days at a higher interest rate in the event of a failed remarketing, giving the District sufficient time to find a replacement investor or refund the extendable commercial paper with a different form of debt (e.g. fixed or variable rate revenue bonds) to repay the investor.

As of June 30, 2014, \$359.8 million in Water Series and \$15.0 million in Wastewater Series extendable commercial paper notes were outstanding under this program. The Water Series included terms of 50 to 119 days and interest rates ranging from 0.07% to 0.11% as of June 30, 2014, and terms of 51 to 119 days and interest rates ranging from 0.14% to 0.20% as of June 30, 2013. The Wastewater Series included the term of 84 days and an interest rate of 0.11% as of June 30, 2014, and terms of 97 days and an interest rate of 0.17% as of June 30, 2013. There were no unused proceeds as of June 30, 2014. It is the District's practice to use extendable commercial paper as a portion of the District's long-term variable rate debt exposure.

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EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
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NOTE 6 – LONG-TERM DEBT

A. Composition and Changes

The District generally incurs long-term debt to finance projects or purchase assets which will have useful lives equal to or greater than the related debt. The District's debt issues and transactions for the year ending June 30, 2013 are presented in the annual audited financial statements.

B. Description of the District's Long-Term Debt Issues

General obligation and revenue bonds are generally callable at future dates. The general obligation bonds are repaid from property taxes levied on property within the District.

Revenue-supported debt can be authorized by the District's Board of Directors, subject to a referendum process.

The net revenues of the Water System are pledged toward the repayment of the Water Revenue Bonds and the State Water Resources Control Board Parity Loans of the Water System. The net revenues of the Wastewater System are pledged toward the repayment of the Wastewater Revenue Bonds and the State Water Resources Control Board Parity Loans of the Wastewater System.

The District is subject to certain revenue bond covenants on outstanding debt, the most restrictive of which requires the setting of rates and charges to yield net revenue, as defined, equal to at least 110% of the current annual debt service requirements of the combined senior and subordinated Water System and Wastewater System Revenue Bonds, respectively. The District has designated \$102.6 million (\$85.0 million for the Water System and \$17.6 million for the Wastewater System) in net revenues as a rate stabilization fund, which is available to satisfy the coverage requirements for debt service in future years. There have never been any draws for this purpose.

Water Issuance During the Year

2014 Water System Revenue Refunding Bonds, Series 2014A – The District issued \$128.3 million principal amount of Series 2014A Bonds on May 19, 2014, to refund \$144.4 million principal amount of the District's Water System Subordinated Revenue Bonds, Series 2005A and to pay the costs of issuance of the Bonds. The Series 2014A Bonds are special obligations of the District and are payable solely from and secured by a pledge of Subordinated Water Revenues. Principal payments commence on June 1, 2027 and are payable annually on June 1 thereafter. Interest payments are payable on June 1 and December 1 of each year, commencing December 1, 2014.

The refunding of Water System Revenue Bonds, Series 2014A created an economic gain of \$18.9 million.

EAST BAY MUNICIPAL UTILITY DISTRICT
NOTES TO SUPPLEMENTARY INFORMATION
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NOTE 6 – LONG-TERM DEBT (Continued)
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2014 Water System Revenue Refunding Bonds, Series 2014B - The District issued \$242.7 million principal amount of Series 2012B Bonds on May 19, 2014. A portion of the proceeds of the Series 2014B Bonds was applied to refund \$95.3 million principal amount of the District's Water System Subordinated Revenue Refunding Bonds variable rate Series 2008A, as well as \$15.1 million principal amount of the District's Water System Subordinated Revenue Refunding Bonds variable rate Series 2008B Bonds, \$147.6 million principal amount of the District's Water System Subordinated Revenue Refunding Bonds variable rate Series 2011A Bonds, to pay the costs of terminating certain interest rate swap agreements related to the Water System Revenue Bonds to be refunded, and to pay the costs of issuance of the Bonds. The Series 2014B Bonds are special obligations of the District and are payable solely from and secured by a pledge of Subordinated Water Revenues. Principal payments commence on June 1, 2015, and are payable annually on June 1 thereafter. Interest payments are payable on June 1 and December 1 of each year, commencing December 1, 2014.

The refunding of Water System Revenue Bonds, Series 2014B created an economic gain of \$0.7 million.

2014 Water System Revenue Bonds, Series 2014C – The District issued \$75.0 million principal amount of Series 2014C Bonds on June 26, 2014, to provide additional funding to finance improvements to the Water System of the District and pay the costs of issuance of the Bonds. The Series 2014C Bonds are special obligations of the District and are payable solely from and secured by a pledge of Subordinated Water Revenues. Principal payments commence on June 1, 2041 and are payable annually on June 1 thereafter. Interest payments are payable on June 1 and December 1 of each year, commencing December 1, 2014.

Wastewater Issuance During the Year

Wastewater System General Obligation Refunding Bonds, Series G – The District issued \$14.2 million principal amount of General Obligation Refunding Bonds, Series G on February 20, 2014 to refund \$15.3 million principal amount of the District's Wastewater General Obligation Refunding Bonds, Series F, and paying the cost of issuance of the Bonds. The General Obligation Bonds are payable as to both principal and interest from ad valorem taxes which may be levied upon all property within the Wastewater System. Principal payments commence on April 1, 2015 and are payable annually on April 1 thereafter. Interest payments are payable on April 1 and October 1 of each year, commencing October 1, 2014.

The refunding of Wastewater GO F Bonds created an economic gain of \$1.4 million.

EAST BAY MUNICIPAL UTILITY DISTRICT
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NOTE 6 – LONG-TERM DEBT (Continued)

C. Variable Rate Debt

The District has a number of bond issues with variable interest rates. The Water Series 2008A Bonds, and Wastewater Series 2008C Bonds are subject to purchase on the demand of the holder with seven days prior notice at a price equal to the principal plus accrued interest. The remarketing agent is authorized to use its best efforts to sell the repurchased bonds at a price equal to 100 percent of the principal amount by adjusting the interest rate. In the event that they not sold, under Standby Bond Purchase Agreements (SBPAs) issued by banks for the above variable rate debt issues, the trustee or the remarketing agent is entitled to draw an amount sufficient to pay the purchase price of delivered bonds. The District is required to pay an annual commitment fee to the banks issuing SBPAs. Expiration dates of these SBPAs are presented below by debt issue. In addition, the remarketing agent receives an annual fee of seven basis points of the outstanding principal amount of the bonds.

The Water Series 2009A Bonds and Wastewater Series 2011A Bonds are subject to mandatory tender for purchase by the District on the dates indicated in the table below (or on certain earlier dates as may be selected by the District). On those dates the bonds are remarketed, at which point a new mandatory tender date is established. In connection with each remarketing of the bonds the District enters into remarketing agreements and pays the remarketing agent a fee.

Issue	SBPA Expiration or SIFMA Bond mandatory purchase date	Interest Rate	Swap Rate
Water System Revenue			
Subordinated Bonds:			
Series 2008A-1	12/9/2016	Reset Weekly	See below
Series 2008A-2	7/1/2015	Reset Weekly	See below
Series 2008A-3	7/1/2015	Reset Weekly	See below
Series 2008A-4	12/9/2016	Reset Weekly	See below
Series 2009A-1	12/1/2015	Weekly SIFMA Index + 0.20%	See below
Series 2009A-2	12/1/2015	Weekly SIFMA Index + 0.20%	See below
Wastewater System Revenue			
Subordinated Bonds:			
Series 2008C	12/9/2016	Reset Weekly	See below
Series 2011A	7/8/2015	Weekly SIFMA Index + 0.32%	See below

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EAST BAY MUNICIPAL UTILITY DISTRICT
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NOTE 6 – LONG-TERM DEBT (Continued)

D. Interest Rate Swap Agreements

The District has entered into a number of matched interest rate swap contracts with providers in which the District contracted to pay a fixed rate on the nominal amount of outstanding bonds, in exchange for a floating rate payment, set monthly, two business days prior to the end of each month. The combination of variable rate bonds and a floating-rate swap creates synthetic fixed-rate debt for the District. The synthetic fixed rate on the bonds protects the District against increases in short-term interest rates. The terms, fair value, and credit risk of each of the swap agreements are discussed below.

Term and credit risks. The terms and credit ratings of the outstanding swaps, as of June 30, 2014, are included below. The District's swap agreements contain scheduled reductions to outstanding notional amounts that are expected to follow scheduled reductions in the associated bonds.

Related Bond Issue	Notional Amount	Effective Date	Counterparty	Counterparty Credit Ratings (Moody's/ S&P)	Issuer Pays	Issuer Receives	Maturity/ Termination Date
2008A Water System Refunding Bonds	37,240	6/2/2005	JP Morgan Chase & Co.	Aa3/A+	3.115%	62.3% of 30-day LIBOR	6/1/2038
2008A Water System Refunding Bonds	37,240	6/1/2011	Bank of America National Assoc.	A2/A	3.115%	62.3% of 30-day LIBOR	6/1/2038
2008A Water System Refunding Bonds	16,195	6/1/2012	Merrill Lynch Capital Services	Baa2/A-	3.115%	62.3% of 30-day LIBOR	6/1/2038
2008A Water System Refunding Bonds	14,575	9/25/2008	The Bank of New York Mellon	Aa2/AA-	3.115%	62.3% of 30-day LIBOR	6/1/2038
2009A Water System Refunding Bonds	61,725	6/1/2012	Deutsche Bank AG	A2/A	3.407%	91.0% of SIFMA	6/1/2026
2009A Water System Refunding Bonds	20,350	5/23/2007	Merrill Lynch Capital Services	Baa2/A-	3.407%	91.0% of SIFMA	6/1/2026
2011A Wastewater System Refunding Bonds	59,950	12/16/2008	Dexia Credit Local	Baa2/BBB	3.098%	62.3% of 3-month LIBOR	6/1/2038
2008C Wastewater System Refunding Bonds	24,550	3/5/2003	Citigroup, Inc.	Baa2/A-	3.468%	65% of 30-day LIBOR	6/1/2027
2008C Wastewater System Refunding Bonds	24,550	3/5/2003	JP Morgan Chase & Co.	Aa3/A+	3.468%	65% of 30-day LIBOR	6/1/2027

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NOTE 6 – LONG-TERM DEBT (Continued)

The effect of these transactions is structured to result in the approximate equivalent of the District paying a fixed rate on the bonds, since the inflow of payments from the LIBOR or SIFMA-based swaps are anticipated to approximate the outflow of payments on the variable rate bonds. Only the net difference in interest payments to the swap providers is made under the swap contracts.

Fair value. The fair value of the swaps takes into consideration the prevailing interest rate environment, the specific terms and conditions of a given transaction and any upfront payments that may have been received. The fair value was estimated using the zero-coupon discounting method. This method calculates the future payments required by the swap, assuming that the current forward rates implied by the LIBOR swap yield curve are the market's best estimate of future spot interest rates. These payments are then discounted using the spot rates implied by the current yield curve for a hypothetical zero-coupon rate bond due on the date of each future net settlement on the swaps. The fair values of each swap at June 30, 2014, are included below:

<u>Related Bond Issuance</u>	<u>Fair Value</u>
2008A Water System Refunding Bonds	(19,543)
2009 Water System Refunding Bonds	(11,213)
2011A Wastewater System Refunding Bonds	(8,131)
2008C Wastewater System Refunding Bonds	(6,866)
	<u>(\$45,753)</u>

Credit risk. As of June 30, 2014, the District was not exposed to credit risk on its outstanding swaps because the swaps had a negative fair value of \$45.8 million. The District faces a maximum possible loss equivalent to the swaps' fair value. However, if interest rates increase and the fair value of the swaps were to become positive, the District would be exposed to credit risk.

The District will be exposed to interest rate risk only if the counterparty to the swap defaults or if the swap is terminated. The swap agreements contain provisions that determine if and when the District or the counterparty must provide collateral. The agreements require full collateralization of the fair value of the swap should the counterparty's credit rating fall below a certain threshold. On June 30, 2014, the District was not required to provide collateral to any SWAP counterparty.

Basis risk. Basis risk is the risk that the interest rate paid by the District on underlying variable rate bonds to bondholders temporarily differs from the variable swap rate received from the applicable counterparty. The District is exposed to basis risk as the District receives payments based on LIBOR and/or SIFMA Municipal Swap Index to offset the actual variable interest rate the District pays on its bonds. The District is exposed to basis risk should the floating rate that it receives on a swap be less than the actual variable rate the District pays on the bonds. Depending on the magnitude and duration of any basis risk shortfall, the expected cost of the basis risk may vary. As of June 30, 2014, the District has basis difference on its swaps ranging from a positive 7 basis points (the District receives more from its swap floating rate payment than it pays out on its variable rate debt) to negative basis difference of 22 basis points.

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NOTE 6 – LONG-TERM DEBT (continued)
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Termination risk. The District or the counterparty may terminate if the other party fails to perform under the terms of the SWAP contract. The District will be exposed to variable rates if the providers to the swap contracts default or if the swap contracts are terminated as it will lose the hedge provided by the SWAP. A termination of the swap contracts may also result in the District's making or receiving a termination payment based on market interest rates at the time of the termination. If at the time of termination the swap has a negative fair value, the District would be liable to the counterparty for a payment equal to the swap's fair value.

E. Senior Lien Bonds

The District has a senior lien bond resolution that was adopted by the Board in 1982 for the purpose of issuing revenue bonds to finance the District's capital program. In 1990, the District adopted a subordinated lien bond indenture to provide more flexibility in the way the debt may be structured, for example by permitting variable rate debt issuance. The senior lien bonds have the first claim on the District's net revenues to pay debt service, followed by the subordinated lien bonds. Since 1990 no senior lien bonds have been issued and the last of the senior lien bonds were retired in 1997. To improve the marketability of the District's bonds to investors, the District closed the senior lien bond resolution for the Water and Wastewater systems in September 2010. The District's future bond issues will be known as Water or Wastewater "Revenue Bonds."

F. SWAP Novation

The District exchanged the counterparty of the 2002 Water System Refunding Bonds swap counterparty from Citigroup Financial Products Inc. to The Bank of New York Mellon by executing a swap novation transaction for \$113,550 on December 14, 2011. In accordance with GASB 64 pronouncement effective periods beginning after June 15, 2011, the fair value of the swap at the date of novation is recorded as a \$24,551 deferred liability and loss. The fair value of the new swap with The Bank of New York Mellon is reported at the fair value similar to existing swaps. The elimination of the \$24,551 liability and booking of the associated gain will be made at the maturity/ termination date of the bonds and underlying swap on June 1, 2025.

G. GASB 65

With the early implementation of GASB 65, *Items Previously Reported as Assets and Liabilities*, the District has restated the deferred bond issuance costs previously recognized. The net impact to the ending balance of net position is shown on the Statement of Revenues, Expenses and Changes in Net Position.

EAST BAY MUNICIPAL UTILITY DISTRICT
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NOTE 7 – NET POSITION

Net Position is the excess of all the District's assets and deferred outflows over all its liabilities and deferred inflows, regardless of fund. Net Position is divided into three captions. These captions apply only to Net Position and are described below:

Net Investment in Capital Assets describes the portion of Net Position which is represented by the current net book value of the District's capital assets, less the outstanding balance of any debt issued to finance these assets and any related deferred outflows and inflows.

Restricted describes the portion of Net Position which is restricted as to use by the terms and conditions of agreements with outside parties, governmental regulations, laws, or other restrictions which the District cannot unilaterally alter. These principally include developer fees received for use on capital projects, funds restricted for debt service and fees charged for the provision of future water resources.

Unrestricted describes the portion of Net Position which is not restricted to use.

NOTE 8 – NET OPEB OBLIGATION (NOO)

OPEB (Other Pension Employee Benefits) liability is calculated and revised annually.

NOTE 9 – RISK MANAGEMENT

The District has purchased commercial insurance for general, property, public officials' liability and workers' compensation.

The District's liability, property, and workers' compensation risks are insured by commercial insurance carriers, all of which are subject to the District's self-insurance retentions, which vary by type of coverage as shown below:

Coverage	Policy Limit	Self-insurance retention
Workers' Compensation	Statutory Limit	\$5,000
All risk property (except flood)	\$200,000	500
Flood	25,000	1,500
Liability	90,000	10,000 Water/ 10,000 Wastewater
Crime	10,000	25
Boiler and Machinery	10,000	25
Pardee and Camanche Dams	10,000	50
Main Wastewater Treatment Plant	10,000	50

Settled claims have not exceeded the District's policy limits in any of the past five fiscal years. Reserve for claims balance is calculated and revised annually.

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NOTE 10 - CONTINGENT LIABILITIES

The District is a defendant in a number of lawsuits which have arisen in the normal course of business. The ultimate outcome of these matters is not presently determinable. In the opinion of the District, these actions when finally adjudicated will not have a material adverse effect on the financial position of the District.

NOTE 11 – CONTROLS & PROCEDURES

The management of EBMUD is responsible for establishing and maintaining adequate internal controls to assure that EBMUD's operations are effective and efficient, applicable laws and regulations are followed, and financial reports are reliable. The internal controls are designed to provide reasonable, but not absolute, assurance that these objectives are met. The concept of reasonable assurance recognizes that the cost of control should not exceed the benefits likely to be derived, and that cost-benefit analyses require estimates and judgments by management.