FINANCIAL REPORT

CITY OF TUPELO, MISSISSIPPI - ELECTRIC DEPARTMENT

June 30, 2018 and 2017

CITY OF TUPELO, MISSISSIPPI - ELECTRIC DEPARTMENT

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INDEPENDENT AUDITORS' REPORT

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Mayor and City Council City of Tupelo, Mississippi

Report on the Financial Statements

We have audited the accompanying financial statements of the City of Tupelo-Electric Department as of and for the years ended June 30, 2018 and 2017, and the related notes to the financial statements, which collectively comprise the City of Tupelo – Electric Department's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the City of Tupelo-Electric Department as of June 30, 2018 and 2017, and the respective changes in financial position and cash flows thereof for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of a Matter

As discussed in Note 1, the financial statements of the City of Tupelo-Electric Department are intended to present the financial position and results of operations and the cash flows of the proprietary fund types of only that portion of the financial reporting entity of the City of Tupelo that is attributable to the transactions of the City of Tupelo-Electric Department. The financial statements are not intended to present fairly the financial position of the City of Tupelo and the results of operations and the cash flows of its proprietary fund types in conformity with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 6 and the other required supplementary information on pages 24 through 26, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued a report dated October 12, 2018 on our consideration of the City of Tupelo-Electric Department's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City of Tupelo-Electric Department's internal control over financial reporting and compliance.

Franks, Franks, Wilcomon & Hagood P.A.

FRANKS, FRANKS, WILEMON & HAGOOD, P.A. Tupelo, Mississippi October 12, 2018



Required Supplementary Information for the Year Ended June 30, 2018 and 2017

This section of the City of Tupelo - Electric Department's Financial Report presents our discussion and analysis of the City of Tupelo - Electric Department's financial performance during the fiscal years ending June 30, 2018 and 2017. Please read it in conjunction with the City of Tupelo - Electric Department's financial statements, which follow this section.

FINANCIAL HIGHLIGHTS

- The assets of the City of Tupelo Electric Department exceeded its liabilities at the close of the June 30, 2018 and 2017 fiscal years by \$32,582,541 and \$33,251,422, respectively. Of this amount, \$6,064,991 and \$7,045,781 may be used to meet the City of Tupelo – Electric Department's ongoing obligations to citizens and creditors.
- As of the close of the June 30, 2018 and 2017 fiscal years, the City of Tupelo Electric Department reported net position balances of \$32,582,541 and \$33,251,422, a decrease of \$668,881 and a decrease of \$757,393 in comparison to the prior year.
- The City of Tupelo Electric Department's total long-term debt outstanding at June 30, 2018 and 2017 was \$6,367,225 and \$0, respectively.
- The City of Tupelo Electric Department is a Proprietary fund of the City of Tupelo, Mississippi. The management's discussion and analysis and financial statements contained in this report present only the financial position and financial analysis of the Electric Department. It should not be used to evaluate the entire operation of the City of Tupelo or the total proprietary funds of the City of Tupelo. Proprietary funds are funds in which charges for services from customers in the form of a fee are reported. Proprietary funds provide both long and short-term financial information. The measurement focus of proprietary funds is upon determination of net income, financial position and change in financial position. These funds are maintained on the accrual basis of accounting. The Statement of Net Position, Statement of Revenues and Expenses, Statement of Changes in Net Position, and Statement of Cash Flows are all required statements.

FINANCIAL ANALYSIS

Table A-1 provides a summary of the City of Tupelo – Electric Department's net position at June 30, 2018 and 2017.

A large portion, 64.8% and 78.8%, of the City of Tupelo – Electric Department's net position reflects its investment in capital assets (such as land, buildings, machinery, and equipment), less any related debt used to acquire those assets that is still outstanding for the years ended June 30, 2018 and 2017, respectively. The City of Tupelo – Electric Department uses these capital assets to provide services to citizens; however, these assets are not available for future spending.

Table A-1

City of Tupelo – Electric Department's Statements of Net Position

	Total <u>6/30/18</u>	Total <u>6/30/17</u>
Current and Other Assets Capital Assets	\$ 24,881,360 27,466,186	\$ 19,478,743 26,205,641
Total Assets	52,347,546	45,684,384
Total Deferred Outflows	519,585	1,106,719
Current and Other Liabilities Long-Term Liabilities	8,325,410 11,667,951	7,543,190 5,845,951
Total Liabilities	19,993,361	13,389,141
Total Deferred Inflows	291,229	150,540
Net Position		
Net Investment in Capital Assets	21,098,961	26,205,641
Restricted for Capital Projects Unrestricted	5,418,589 <u>6,064,991</u>	- 7,045,781
Total Net Position	\$ <u>32,582,541</u>	\$ 33,251,422

Revenues and Expenses. Approximately 99.8% of the City of Tupelo – Electric Department's revenue comes from fees charged for services. A negligible portion of revenues come from investment earnings.

Table A-2 and the narrative that follows consider the operations of City of Tupelo – Electric Department activities only for the years ended June 30, 2018 and 2017.

Table A-2

Revenues and Expenses of the City of Tupelo – Electric Department

	Total F.Y.E 6/30/18	Total F.Y.E. 6/30/17
Revenues		<u> </u>
Program Revenues:		
Charges for Services	\$ 54,885,848	\$ 56,979,369
Gain on Disposal of Electric Plant	-	99,178
Investment Income	115,647	32,667
Total Revenues	<u>55,001,495</u>	57,111,214
Expenses		
Power Cost	46,487,105	48,955,709
Distribution Expense – Operating	663,189	637,977
Maintenance – General Plant	364	1,845
Distribution Expense – Maintenance	871,156	941,040
Customer Accounting & Collection	537,883	601,642
Customer Service and Information	40,154	39,177
Sales Expense	42,340	39,884
Administrative and General	1,512,197	1,593,301
Depreciation Expense	1,931,895	1,734,668
Interest Expense	54,576	<u>-</u>
Bond Issuance Cost	206,460	<u>-</u>
Taxes and Equivalents	3,323,057	3,323,364
Total Expenses	55,670,376	57,868,607
Excess (Deficit) of Revenue		
Over (Under) Expenses	(668,881)	(757,393)
Transfers	(000,004)	(757,000)
Net Income (Loss)	(668,881)	(757,393)
Net Position – Beginning	33,251,422	34,008,815
Net Position – Ending	\$ <u>32,582,541</u>	\$ <u>33,251,422</u>

Business-Type Activities

The City of Tupelo – Electric Department net position decreased by \$668,881 for the fiscal year June 30, 2018 and decreased by \$757,393 for the June 30, 2017 fiscal year which was a 2.01% decrease and a 2.23% increase, respectfully.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets—In accordance with GASB 34, the City of Tupelo – Electric Department has recorded depreciation expense associated with all of its capital assets. The City's Electric Department investment in capital assets as of June 30, 2018 and 2017, amounted to \$27,466,186 and \$26,205,641, respectively, net of accumulated depreciation of \$30,896,172 and \$29,050,155. This investment in capital assets includes land, buildings, improvements other than buildings, machinery & equipment, and construction in progress.

Table A-3

City of Tupelo – Electric Department Capital Assets

	Total <u>6/30/18</u>	Total <u>6/30/17</u>
Land Distribution Equipment General Plant Transmission Equipment Construction-In-Progress Accumulated Depreciation	\$ 333,013 48,390,806 5,821,211 1,792,647 2,024,681 (30,896,172)	\$ 333,013 47,065,847 5,275,839 1,630,839 950,258 (29,050,155)
Total	\$ <u>27,466,186</u>	\$ <u>26,205,641</u>

Long-term Debt—At year-ends June 30, 2018 and 2017, the City of Tupelo – Electric Department had bonds payable in the amount of \$6,367,225 and \$0, respectively.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS AND RATES

The City of Tupelo – Electric Department revenues are dependent upon the customer base in the City of Tupelo, Mississippi and certain surrounding areas. The local economy and weather conditions can have a significant effect on the financial performance of the City of Tupelo – Electric Department. The City of Tupelo – Electric Department has one major customer that accounts for approximately 11.7% of the total revenues of the Electric Department. The City of Tupelo Electric Department anticipates no growth for next year in both revenue and expenditures. It is a practice for the Electric Budget to prepare for extreme weather to handle a larger than normal year without overcommitting to capital projects, therefore the Electric Department's Budget is higher than actual revenues and expenditures from fiscal year 2018.

CONTACTING THE CITY OF TUPELO FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, taxpayers, customers, and investors and creditors with a general overview of the City of Tupelo – Electric Department finances and to demonstrate the City of Tupelo – Electric Department's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the City of Tupelo – Electric Department, P.O. Box 1485 Tupelo, MS 38802-1485.



TUPELO, MISSISSIPPI STATEMENTS OF NET POSITION

ASSETS		Ju	ne 30	,
		2018		2017
ELECTRIC PLANT:			-	
In Service - at Cost	\$	58,362,358	\$	55,255,796
Less: Accumulated Provisions for Depreciation	_	30,896,172	_	29,050,155
Net Electric Plant		27,466,186	_	26,205,641
CURRENT ASSETS:				
Cash and Cash Equivalents		9,724,743		10,091,726
Accounts Receivable - (Net of Provision for Bad Debts				
of \$100,696 for 2018 and \$141,691 for 2017)		6,908,415		6,246,472
Unbilled Revenue		1,560,626		1,410,609
Other Accounts Receivable		267,792		244,555
Due from Municipality		5,024,009		0
Materials and Supplies		862,426		882,277
Prepaid Expenses		62,849		59,264
Other Current Assets	_	115,644	_	110,113
Total Current Assets		24,526,504	_	19,045,016
DEFERRED DEBITS AND OTHER ASSETS: Receivable from Customers for Energy				
Conservation Loans		303,467		385,513
Receivable from Central Service Association (CSA)		51,389		48,214
(,	_		_	- ,
Total Deferred Debits and Other Assets	_	354,856	_	433,727
TOTAL ASSETS	\$_	52,347,546	\$ _	45,684,384
DEFERRED OUTFLOWS OF RESOURCES	\$_	519,585	\$_	1,106,719

TUPELO, MISSISSIPPI STATEMENTS OF NET POSITION

LIABILITIES		Jι	ıne 30	,
		2018		2017
CURRENT LIABILITIES:			_	
Accounts Payable	\$	5,053,520	\$	4,656,954
Accrued Expenses		262,912		239,252
Accrued Interest		54,576		0
Due to Municipality		11,566		21,684
Customer Deposits		2,662,836		2,625,300
Bonds Payable	_	280,000	_	0
Total Current Liabilities	_	8,325,410	_	7,543,190
NONCURRENT LIABILITIES:				
Budget Billing Advances		6		6
Net Pension Liability		5,270,811		5,446,490
Advances from TVA - For Energy Conservation Loans		309,909		399,455
Bonds Payable		6,087,225		000,400
Bonds r dyabic	_	0,001,220	_	
Total Noncurrent Liabilities		11,667,951	_	5,845,951
TOTAL LIABILITIES	\$_	19,993,361	\$_	13,389,141
DEFERRED INFLOWS OF RESOURCES	\$_	291,229	\$_	150,540
NET POSITION				
Net Investment in Capital Assets		21,098,961		26,205,641
Restricted for Capital Projects		5,418,589		0
Unrestricted		6,064,991	_	7,045,781
TOTAL NET POSITION	\$_	32,582,541	\$_	33,251,422

TUPELO, MISSISSIPPI STATEMENTS OF REVENUES AND EXPENSES

		For the years	end	ed June 30,
	•	2018		2017
OPERATING REVENUES:	•		_	
Residential Sales	\$	13,447,497	\$	13,442,998
Commercial Sales		7,923,364		7,792,954
Industrial Sales		30,624,369		32,827,588
Street and Athletic Lighting		1,099,796		1,098,576
Outdoor Lighting		829,445	-	822,802
Total Electric Revenues		53,924,471		55,984,918
Revenue from Late Payments		197,351		201,396
Customer Service Charge		158,778		200,000
Rent from Electric Property		345,237		326,085
Miscellaneous Revenue	•	260,011	=	266,970
Total Operating Revenues	,	54,885,848	-	56,979,369
OPERATING EXPENSES:				
Power Purchased		46,487,105		48,955,709
Distribution Expense - Operating		663,189		637,977
Maintenance - General Plant		364		1,845
Distribution Expense - Maintenance		871,156		941,040
Customer Accounting and Collection		537,883		601,642
Customer Service and Information		40,154		39,177
Sales Expense		42,340		39,884
Administrative and General		1,512,197		1,593,301
Depreciation Expense		1,931,895		1,734,668
Taxes and Equivalents		3,323,057	-	3,323,364
Total Operating Expenses	,	55,409,340	_	57,868,607
OPERATING INCOME (LOSS)	,	(523,492)	_	(889,238)
OTHER INCOME (EXPENSES):				
Gain on Disposal Electric Plant		-		99,178
Interest Expense		(54,576)		-
Bond Issuance Cost		(206,460)		-
Interest Income		115,647	_	32,667
Total Other Income		(145,389)	_	131,845
NET INCOME (LOSS)	\$	(668,881)	\$_	(757,393)

TUPELO, MISSISSIPPI STATEMENTS OF CHANGES IN NET POSITION

	For the years ended June 30,			ed June 30,
	_	2018		2017
Balance - Beginning of Year	\$	33,251,422	\$	34,008,815
Net Income (Loss) for the Years as Shown on Statements of Revenues and Expenses	_	(668,881)	_	(757,393)
Balance - End of Year	\$_	32,582,541	\$_	33,251,422

TUPELO, MISSISSIPPI STATEMENTS OF CASH FLOWS

	For the year	s end	ed June 30,
	2018	_	2017
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from Customers \$ Payments to Suppliers Payments to Employees Payments for Other Services and Charges Other Receipts (Payments)	54,012,359 (46,330,850) (2,075,240) (4,045,183) 32,761	\$	57,364,689 (49,468,564) (2,010,737) (4,173,338) 12,417
Net Cash Provided (Used) by Operating Activities	1,593,847	-	1,724,467
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:	:		
Due To (From) Municipality	(5,034,127)	-	21,684
Net Cash Provided (Used) by Noncapital Financing Activities	(5,034,127)	-	21,684
CASH FLOWS FROM CAPITAL AND RELATED FINANCING A	CTIVITIES:		
Purchases of Capital Assets Cost of Removal Net of Salvage Proceeds from Bonds Bond Issue Costs Other Receipts Conservation Advances from TVA Budget Billing Advances	(3,079,426) (113,014) 6,367,225 (206,460) - (89,546)	-	(1,203,333) (88,098) - - 99,178 (105,254) 6
Net Cash Provided (Used) by Capital and Related Financing Activities	2,878,779	-	(1,297,501)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Interest and Dividends Receivable from Customers for Energy Conservation Loans (Increase) Decrease in Receivable from CSA	115,647 82,046 (3,175)	-	32,667 110,737 (3,173)
Net Cash Provided (Used) by Investing Activities	194,518	-	140,231
Net Increase (Decrease) in Cash Equivalents	(366,983)		588,881
Cash and Cash Equivalents - Beginning of Year	10,091,726	-	9,502,845
Cash and Cash Equivalents - End of Year \$	9,724,743	\$	10,091,726

TUPELO, MISSISSIPPI STATEMENTS OF CASH FLOWS

		For the years	ende	d June 30,
	·	2018		2017
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:		_		_
Operating Income (Loss)	\$	(523,492)	\$	(889,238)
Adjustment to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense		1,931,895		1,734,668
Net Pension Expense		552,144		616,423
Provision for Uncollectible Accounts		(40,995)		(28,554)
Change in Assets and Liabilities:				
Accounts Receivable		(620,948)		126,286
Unbilled Revenue		(150,017)		250,450
Other Accounts Receivable		(23,237)		51,327
Materials and Supplies		19,851		20,905
Prepaid Expenses		(3,585)		(1,990)
Other Current Assets		(5,531)		(1,772)
Accounts Payable		396,566		(276,947)
Accrued Expenses		23,660		96,230
Customer Deposits	_	37,536		26,679
Net Cash Provided (Used) by Operating Activities	\$	1,593,847	\$	1,724,467



NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The City of Tupelo, Mississippi - Electric Department is an Enterprise fund of the City of Tupelo. The Department provides electric utility service for customers within the City and in a limited surrounding area.

The accounting policies of the Department conform to accounting principles generally accepted in the United States of America as applicable to governments. The following is a summary of significant accounting policies:

Fund Accounting

Governmental basis reports are organized on the basis of funds, each of which is considered to be a separate accounting entity. The transactions of each fund are accounted for with a separate set of self-balancing accounts that include its assets, liabilities, fund balances, revenues, and expenditures/expenses. Resources are allocated to and accounted for in the individual funds based upon the purposes for which they are to be spent and the means by which spending activities are controlled.

Proprietary Funds

Proprietary Funds are accounted for on a flow of economic resources measurement focus. The accounting objectives are a determination of net income, financial position and changes in cash flow. All assets and liabilities associated with a Proprietary Fund's activities are included on its balance sheet. The following are the Proprietary Fund types:

Enterprise Funds

The Enterprise Funds are used for activities which are financed and operated in a manner similar to private business enterprise where the intent of the governing body is that the costs (expenses, including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges, or where the governing body has decided that periodic determination of revenues earned, expenses incurred, or net income is appropriate for capital maintenance, public policy, management control, accountability or other purposes.

Measurement Focus/Basis of Accounting

Measurement focus refers to what is being measured; basis of accounting refers to when revenues and expenditures are recognized and reported in the financial statements. Basis of accounting relates to the timing of the measurements made, regardless of the measurement focus applied.

The Proprietary Fund Types are accounted for on an economic resources measurement focus using the accrual basis of accounting. Revenues are recorded when they are earned, including unbilled water and sewer services which are accrued. Expenses are recorded at the time liabilities are incurred.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Electric Plant

The electric plant is carried at cost. Additions to plant are recorded at cost, which includes materials, labor and overhead. Plant retirements including original cost and removal cost less salvage are charged against appropriate accumulated depreciation accounts. The cost of current repairs and maintenance is charged to appropriate operating expenses and clearing accounts. The cost of renewals and replacements are capitalized.

Straight-line depreciation is provided on a composite basis at prescribed rates that approximate the useful life of the assets. Current rates in effect are: transmission plant - 3%, distribution plant - 2.25% to 5% and general plant - 2% to 10%.

Inventories

Inventories are priced at average cost.

Accounts Receivable

The Department's Customer Accounts Receivable balance, net of unbilled receivables, for June 30, 2018 and 2017 was \$6,908,415 and \$6,246,472, respectively. The net provision for bad debts is calculated by comparing actual annual write offs for the past five 5 years to annual sales revenue. When accounts are 90 to 120 days past due, they are turned over to a collection agency. If the agency is unable to collect the account it is written off as a bad debt, after approval of the Council. All bad debts are written off twice a year. If an account that has been previously written off is collected, it is posted to the bad debt reserve account.

Cash Equivalents

For purposes of the statements of cash flows, the Department considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Estimates

Management and the Council use estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could differ from those estimates. Significant estimates used in preparing these financial statements include those assumed in computing the net pension liability, as mentioned in Note 7. It is as least reasonably possible that the significant estimates used will change within the next year.

Encumbrances

Encumbrance accounting, under which purchase orders, contracts, and other commitments for the expenditures of monies are recorded in order to reserve that portion of the applicable appropriation, is not used by the Department.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Concentrations of Credit Risks

The Department sells electric utility service to local customers with its facilities located in Tupelo, Mississippi. The Department extends credit to customers located within the City and surrounding areas.

DEFERRED OUTFLOWS/INFLOWS OF RESOURCES

In addition to assets and liabilities, the statement of net position will sometimes report a separate section for deferred outflows and deferred inflows of resources. These separate financial statement elements, deferred inflows and deferred outflows, represent a consumption of net position that apples to future periods (deferred outflows) or an acquisition of net position that apples to future periods (deferred inflows). The Department has deferred outflows and inflows related to pensions. See Note 7 for further details.

LONG-TERM DEBT AND BOND DISCOUNTS / PREMIUMS

In the financial statements, outstanding debt is reported as liabilities. Bond discounts or premiums are capitalized and amortized over the terms of the respective bonds using a straight line method.

Pensions

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

Reclassifications

Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.

NOTE 2 - CASH, OTHER DEPOSITS AND CASH INVESTMENTS

The collateral for public entities' deposits in financial institutions is now held in the name of the State Treasurer under a program established by the Mississippi State Legislature and is governed by Section 27-105-5 Miss. Code Ann. (1972). Under this program, the entity's funds are protected through a collateral pool administered by the State Treasurer. Financial institutions holding deposits of public funds must pledge securities as collateral against those deposits. In the event of failure of a financial institution, securities pledged by that institution would be liquidated by the State Treasurer to replace the public deposits not covered by the Federal Depository Insurance Corporation.

NOTE 3 - ELECTRIC PLANT

The following is a summary of the electric plant at June 30, 2018 and 2017:

Transmission	2018	2017
	\$ 31,802	\$ 31,802
Land and Land Rights Poles and Fixtures	. ,	
Overhead Conductors	1,178,860	1,017,052
Overnead Conductors	613,787	613,787
Total Transmission	1,824,449	<u>1,662,641</u>
Distribution Equipment		
Land & Land Rights	180,345	180,345
Station Equipment	10,998,726	10,638,744
Poles, Towers Etc.	7,558,175	7,290,790
Overhead Conductors and Devices	5,434,064	5,285,851
Underground Conductors and Devices	1,927,848	1,927,848
Underground Conduit	3,925,117	3,707,231
Line Transformers	8,782,931	8,675,994
Service	1,301,999	1,301,999
Meters	2,094,549	2,113,845
Installations on Customer's Premises	2,215,343	2,153,538
Street Lights and Signal System	4,152,054	3,970,007
Total Distribution Equipment	48,571,151	47,246,192
General Plant		
Land and Land Rights	120,866	120,866
Structure and Improvements	1,950,100	1,935,876
Office Furniture and Equipment	81,184	77,594
Transportation Equipment	1,259,826	1,202,156
Stores Equipment	8,065	8,065
Tools, Shop and Garage Equipment	142,633	145,695
Power Operated Equipment	2,260,099	1,794,703
Communications Equipment	52,107	50,304
Miscellaneous Equipment	<u>67,197</u>	61,446
Total General Plant	5,942,077	5,396,705
Total Plant In Service	56,337,677	54,305,538
Construction Work In Progress	2,024,681	950,258
Total Plant	58,362,358	55,255,796
Less: Accumulated Depreciation	30,896,172	29,050,155
Net Electric Plant	\$ <u>27,466,186</u>	\$ <u>26,205,641</u>

NOTE 4 - RECEIVABLE FROM CUSTOMERS FOR ENERGY CONSERVATION LOANS

Receivables from customers for energy conservation loans represent unbilled amounts due from customers as a result of their participation in an energy conservation program sponsored by the Tennessee Valley Authority (TVA) in which the customers install energy conservation measures approved by a TVA energy advisor. The installation charges are paid by the Department and billed to the customer over a period of time on the customer's monthly utility bill. TVA reimburses the Department for amounts paid out under the program. Repayments are made to TVA by the Department as collections are made from the customers.

NOTE 5 - ADVANCES FROM TVA FOR ENERGY CONSERVATION LOANS

Advances from TVA for energy conservation loans represent the amounts advanced by TVA, net of repayments, under the energy conservation loan program referred to in Note 4.

NOTE 6 - RECEIVABLE FROM CENTRAL SERVICE ASSOCIATION

The Department is a member of the Central Service Association. At June 30, 2018 and 2017, the amount loaned to C.S.A. by the Department was \$51,389 and \$48,214. Repayment of the loan will begin upon retirement of the debt for a new building constructed to house the Central Service Association. Interest is payable yearly and the rate at June 30, 2018 and 2017 was 1.25% and 1.25%, respectively. Interest income in the amount of \$406 and \$418 was received for years ended June 30, 2018 and 2017, respectively.

NOTE 7 - DEFINED BENEFIT PENSION PLAN

Plan Description - Employees of the City of Tupelo-Electric Department are provided a defined benefit pension plan through the Public Employees' Retirement System of Mississippi (PERS), a cost-sharing agent multiple-employer pension plan. The Public Employees' Retirement System of Mississippi (PERS) was created with the purpose to provide pension benefits for all state and public education employees, sworn officers of the Mississippi Highway Safety Patrol, other public employees whose employers have elected to participate in the System, and elected members of the State Legislature and the President of the Senate. PERS issues a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained by writing to Public Employees' Retirement System of Mississippi, PERS Building, 429 Mississippi Street, Jackson, MS 39201 or by calling (601) 359-3589 or 1-800-444-PERS.

Benefits Provided - For the cost-sharing plan participating members who are vested and retire at or after age 60 or those retire regardless of age with at least 30 years of creditable service (25 years of creditable service for employees who became members of PERS before July 1, 2011) are entitled, upon application, to an annual retirement allowance payable monthly for life in an amount equal to 2.00% of their average compensation for each year of creditable service up to and including 30 years (25 years for those who became members of PERS before July 1, 2011), plus 2.50% for each additional year of creditable service with an actuarial reduction in the benefit for each year of creditable service below 30 years or the number of years in age the member is below 65, whichever is less. Average compensation is the average of the employee's earnings during the four highest compensated years of creditable service. A member may elect a reduced retirement allowance payable for life with the provision that, after death, a beneficiary receives benefits for life or for a specified number of years. Benefits vest upon completion of eight years of membership service (four years of membership service for those who became members of PERS before July 1, 2007). PERS

NOTE 7 - DEFINED BENEFIT PENSION PLAN - continued

also provides certain death and disability benefits. In the event of death prior to retirement of any member whose spouse and/or children are not entitled to a retirement allowance, the deceased member's accumulated contributions and interest are paid to the designated beneficiary. A Cost-of-Living Adjustment (COLA) payment is made to eligible retirees and beneficiaries. The COLA is equal to 3.0 percent of the annual retirement allowance for each full fiscal year of retirement up to the year in which the retired member reaches age 60 (55 for those who became members of PERS before July 1, 2011), with 3.0 percent compounded for each fiscal year thereafter.

Employee membership data related to the Plan, as of June 30, 2017 was as follows:

Inactive Members or Beneficiaries Currently	
Receiving Benefits	102,260
Inactive Members Assumed Eligible for a	
Benefit at Retirement Date	16,682
Inactive Members Assumed Not to Receive	
Service Retirement Benefits	50,170
Active Members	152,382
Total	321,494

Contributions - The contribution requirements of PERS members and employers are established and may be amended only by the State of Mississippi Legislature. PERS members are required to contribute 9.00% of their annual covered salary and the City of Tupelo is required to contribute at an actuarially determined rate. The current rate is 15.75% of annual covered payroll. The contributions are deducted from the employees' wages or salary and remitted by the City to PERS on a monthly basis. By law, employer contributions are required to be paid. The employer's actuarially determined contribution and member contributions are expected to finance the costs of benefits earned by members during the year, the cost of administration, as well as an amortized portion of any unfunded liability.

For the year ended June 30, 2018, the City of Tupelo-Electric Department's total payroll for all employees was \$2,098,900. Total covered payroll was \$2,065,238. Covered payroll refers to all compensation paid by the Electric Department to active employees covered by the Plan.

Pension Liabilities, Pension Expense, Deferred Outflows of Resources, and Deferred Inflows of Resources Related to Pensions- At June 30, 2018, the City of Tupelo-Electric Department reported a liability of \$5,270,811 for its proportionate share of the net pension liability. The net pension liability was measured as of June 30, 2017, and the total pension liability percentage used to calculate the net pension liability was determined by an actuarial valuation as of that date. The City of Tupelo-Electric Department's proportion of the net pension liability was based on a projection of the City of Tupelo-Electric Department's long-term share of contributions to the pension plan relative to the projected contributions of all participating entities, actuarially determined. At June 30, 2017, the City of Tupelo-Electric Department's proportion was 0.031707%.

For the year ended June 30, 2018, the City of Tupelo-Electric Department recognized pension expense of \$552,144. At June 30, 2018, the City of Tupelo-Electric Department reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

NOTES TO FINANCIAL STATEMENTS June 30. 2018 and 2017

NOTE 7 - DEFINED BENEFIT PENSION PLAN - continued

		Deferred		Deferred
		Outflows of		Inflows of
	_	Resources	-	Resources
Difference Between Expected and				
Actual Experience	\$	75,725	\$	38,460
Changes of Assumptions		117,150		8,981
Changes in Proportion of Net Pension Liability		1,435		176,115
City Pension Contributions Subsequent				
to the Measurement Date		325,275		-
Net Difference Between Projected and				
Actual Investment Earnings	_	-	-	67,673
Total	\$	519,585	\$	291,229

The \$325,275 of deferred outflows of resources resulting from the Electric Department's contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ending June 30, 2018. Other amounts reported as deferred outflows of resources and deferred inflows of resources will be recognized in pension expense as follows:

Fiscal Year Ending June 30,		Amount
2019	\$	(2,266)
2020		17,066
2021		(9,907)
2022	_	(101,812)
Total	\$	(96,919)

Actuarial Assumptions - The total pension liability was determined by an actuarial valuation as of June 30, 2017, using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation 3.00%

Salary increases 3.75 – 18.50%, average, including inflation

Investment rate of return 7.75%, net of pension plan investment expense, including inflation

Mortality rates for June 30, 2017 were based on the RP-2014 Healthy Annuitant Blue Collar Table projected Scale BB to 2022, with rates set forward one year for males with adjustments.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period July 1, 2012 to June 30, 2016. The experience report is dated April 18, 2017.

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

NOTE 7 - DEFINED BENEFIT PENSION PLAN - continued

The target asset allocation and best estimates of arithmetic real rates of return for each major asset class as of June 30, 2017, are summarized in the following table:

	Long-Term				
	Expected				
	Target		Real Rate		
Asset Class	Allocation	_	of Return		
U.S. Broad	27.00	%	4.60	%	
International Equity	18.00		4.50		
Emerging Markets Equity	4.00		4.75		
Global	12.00		4.75		
Fixed Income	18.00		0.75		
Real Assets	10.00		4.50		
Private Equity	8.00		5.10		
Emerging Debt	2.00		2.25		
Cash	1.00	_	0.00		
Total	100.00				

Discount Rate -The discount rate used to measure the total pension liability was 7.75%. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate (9.00%) and that employer contributions will be made at the current employer contribution rate (15.75%). Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the City of Tupelo-Electric Department's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate -The following presents the City of Tupelo-Electric Department's proportionate share of the net pension liability using the discount rate of 7.75 %, as well as what the City of Tupelo-Electric Department's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (6.75 %) or 1-percentage-point higher (8.75 %) than the current rate:

		Electric Department's
	Discount	Proportionate Share
	Rate	of Net Pension Liability
1% Decrease	6.75%	\$ 6,913,021
Current Discount Rate	7.75%	5,270,811
1% Increase	8.75%	3,907,420

Plan Fiduciary Net Position-Detailed information about the Plan's fiduciary net position is available in the separately issued Public Employees' Retirement System of Mississippi (PERS) financial report.

NOTE 8 - LONG-TERM DEBT

BONDS PAYABLE

The Department issued series 2018 special obligation bonds during the year to provide financing for the cost of improvement, repair and extension of the electric system of the City of Tupelo. The bonds are dated April 12, 2018, with a maturity date of May 1, 2033. The bonds have a coupon rate ranging from 2% to 5% with principal and interest payments due semiannually commencing November 1, 2018.

During the fiscal year, the following changes occurred in long-term debt:

	Bala	nces			Balances
	July 1,		Additions	Reductions	June 30,
Special Obligation Bonds	\$	-	\$ 5,740,000	\$ -	\$ 5,740,000
Premium		-	627,225	-	627,225
	\$	-	\$ 6,367,225	\$ -	\$ 6,367,225

The annual debt service requirements to maturity are as follows:

Fiscal Year Ending			
June 30,	Principal	Interest	Total
2019	\$ 280,000	\$ 267,090	\$ 547,090
2020	300,000	248,100	548,100
2021	305,000	239,100	544,100
2022	315,000	229,950	544,950
2023	325,000	220,500	545,500
2024-2028	1,850,000	877,750	2,727,750
2029-2033	2,365,000	366,000	2,731,000
Total	\$ 5,740,000	\$ 2,448,490	\$ 8,188,490

NOTE 9 - ECONOMIC DEPENDENCY

Sales to one major customer during the years ended June 30, 2018 and 2017 totaled approximately \$6,409,034 and \$7,144,610, respectively. This represented approximately 11.7% and 12.5% of the Department's total revenues for the years ended June 30, 2018 and 2017, respectively.

NOTE 10 - DUE FROM / TO MUNICIPALITY

The Electric Department is an Enterprise Fund of the City of Tupelo, thus it has certain inter-fund transfers with other Departments. Customers are billed for electric, water, and sanitation services on the same bill. The Electric Department collects the bills and then disburses the fees collected to the respective departments/funds of the City. The City of Tupelo Accounting and Finance Department provides accounting services to the Electric Department for which it reimburses the General Fund for the cost of services provided. The Electric Department also reimburses the City a portion of the Mayor and City Council salaries based on the amount of time their duties were devoted to the Electric Department. The Electric Department makes in lieu property tax payments to the General Fund based on the Electric Department properties located in the City.

The Department has certain quasi-external transactions, which are reported as revenues and receivables as if they involved organizations external to the City that consist of utility billings to the City departments. Thus, the receivable related to the sale of electric power to the City is recorded in accounts receivable.

The amount due from the Water and Sewer fund at June 30, 2018, is related to the special obligation bond proceeds yet to be transferred to the Electric Department as mentioned in Note 8.

The balance of Due From Municipality and Due To Municipality at June 30, 2018 and 2017, consisted of the following:

Due From Municipality:		2017
General Fund	\$ -	\$ -
Water and Sewer Fund	<u>5,024,009</u>	-
Total	\$ <u>5,024,009</u>	\$ -
Due To Municipality:		
Solid Waste Management	\$ 11,566	\$ 21,117
Water and Sewer Fund	-	567
Total	\$ 11,566	\$ 21,684

NOTE 11 - RISK MANAGEMENT

The Department is exposed to various risks of losses related to torts: theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. Significant losses are covered by commercial insurance for all major programs of the City except for certain employment practices liabilities, certain environmental liabilities, worker's compensation liabilities funded through a public entity risk pool, and catastrophic natural disasters that may exceed insurance coverages for which the City retains the risk of loss.

Risk of loss related to workers compensation for injuries to City employees is covered through the Mississippi Municipal Workers' Compensation Group, a public entity risk pool. The pool was formed on March 28, 1989, by the Mississippi Nonprofit Corporation Act, pursuant to Section 71-3-75, Mississippi Code Annotated (1972), to provide public entities within the State of Mississippi workers compensation and employers' liability coverage. The City pays premiums to the pool for its worker's compensation insurance coverage based on total payroll. The participation agreement provides that the pool will be self-sustaining through member premiums. The risk of loss is remote for claims exceeding the pool's retention liability. Expenditures and claims are recognized when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. In determining claims, events that might create claims, but for which none have been reported, are considered. For insured programs there have been no significant reductions in insurance coverage. Settlement amounts have not exceeded insurance coverage for the current year or the three prior years.

The City Attorney estimates that the amount of actual or potential claims against the City as of June 30, 2018 and 2017, will not materially affect the financial condition of the City. Therefore, no provisions have been made for estimated claims. There have been no material claims paid by the City during the current or prior year.

NOTE 12 - COMMITMENTS AND CONTINGENCIES

Under its wholesale power agreement, the Department is committed to purchase its power from the Tennessee Valley Authority. The rates paid for such purchases are subject to review annually.

NOTE 13 - SUBSEQUENT EVENTS

Date of Management Evaluation

Management has evaluated subsequent events through October 12, 2018, the date on which the financial statements were available to be issued.



TUPELO, MISSISSIPPI Schedule of the Department's Proportionate Share of the Net Pension Liability For the year ended June 30, 2018

	2018		2017		2016		2015	-
A. Tupelo Electric's proportion of net pension liability (%)	0.031707	' %	0.030491	%	0.030470	%	0.032011	%
B. Tupelo Electric's proportionate share of net pension liability	\$ 5,270,811	\$	5,446,490	\$	4,560,118	\$	3,580,761	
C. Tupelo Electric's covered employee payroll	\$ 2,065,238	3 \$	2,074,070	\$	1,967,778	\$	1,903,784	
D. Tupelo Electric's proportionate share of net pension liability as a percentage of its covered employee payroll (%)	255.22	2 %	262.60	%	231.74	%	188.09	%
E. Plan fiduciary net position as a percentage of total pension liability	61.49	%	57.47	%	61.70	%	67.21	%

TUPELO, MISSISSIPPI

Schedule of the Department's Contributions For the year ended June 30, 2018

	_	2018	2017	-	2016		2015	-	2014	
A. Statutorily required contributions	\$	325,275 \$	326,666	\$	309,925	\$	299,846	\$	308,146	
B. Contributions in relation to statutorily required cont.	\$	325,275 \$	326,666	\$	309,925	\$	299,846	\$	308,146	
C. Contribution deficiency (excess)	\$	- \$	-	\$	-	\$	-	\$	-	
D. Department's covered employee payroll	\$	2,065,238 \$	2,074,070	\$	1,967,778	\$	1,903,784	\$	1,956,483	
E. Contributions as a % of covered employee payroll		15.75 %	15.75	%	15.75	%	15.75	%	15.75	%

CITY OF TUPELO – ELECTRIC DEPARTMENT Notes to the Required Supplementary Information For the year ended June 30, 2018

Changes of Assumptions

The expectation of retired life mortality was changed to the RP-2014 Healthy Annuitant Blue Collar Mortality Table projected with Scale BB to 2022. Small adjustments were also made to the Mortality Table for disabled lives. The wage inflation assumption was reduced from 3.75% to 3.25%.

Withdrawal rates, pre-retirement mortality rates, disability rates and service retirement rates were also adjusted to more closely reflect actual experience.

The percentage of active member disabilities assumed to be in the line of duty was increased from 6% to 7%.

- 2016 The assumed rate of interest credited to employee contributions was changed from 3.50% to 2.00%.
- The expectation of retired life mortality was changed to the RP-2014 Healthy Annuitant Blue Collar Table projected to 2016 using Scale BB rather than the RP-2000 Mortality Table, which was used prior to 2015.

The expectation of disabled mortality was changed to the RP-2014 Disabled Retiree Table, rather than the RP-2000 Disabled Mortality Table, which was used prior to 2015.

Withdrawal rates, pre-retirement mortality rates, disability rates and service retirement rates were also adjusted to more closely reflect actual experience.

Assumed rates of salary increase were adjusted to more closely reflect actual and anticipated experience.

The price inflation and investment rate of return assumptions were changed from 3.50% to 3.00% and 8.00% to 7.75%, respectively.

Changes of Benefit Provisions

2016 Effective July 1, 2016, the interest rate on employee contributions shall be calculated based on the money market rate as published by the Wall Street Journal on December 31 of each preceding year with a minimum rate of one percent and a maximum rate of five percent.



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

Mayor and City Council City of Tupelo, Mississippi

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the City of Tupelo, Mississippi-Electric Department as of and for the year ended June 30, 2018, and the related notes to the financial statements, which collectively comprise the City of Tupelo, Mississippi-Electric Department's basic financial statements and have issued our report thereon dated October 12, 2018.

Internal Control Over Financial Reporting

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

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

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

Compliance and Other Matters

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

Purpose of this Report

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

Franks, Franks, Wilcomon & Hagood P.A.

FRANKS, FRANKS, WILEMON & HAGOOD, P.A. Tupelo, Mississippi October 12, 2018