



South Hadley
Electric Light
D E P A R T M E N T

FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED

DECEMBER 31, 2018 AND 2017

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

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INDEPENDENT AUDITORS' REPORT

To the Municipal Light Board
South Hadley Electric Light Department
South Hadley, Massachusetts

Report on the Financial Statements

We have audited the accompanying financial statements of the South Hadley Electric Light Department and OPEB Liability Trust, proprietary and fiduciary funds, respectively, of the Town of South Hadley, Massachusetts, as of and for the years ended December 31, 2018 and 2017, and the related notes to the financial statements, as listed in the table of contents. Hereafter the funds will collectively be referred to as "South Hadley Electric Light Department."

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 opinions on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits 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 South Hadley Electric Light Department'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 South Hadley Electric Light Department'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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the proprietary and fiduciary funds of the South Hadley Electric Light Department as of December 31, 2018 and 2017, and the changes in its financial position and its cash flows, where applicable, for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matters

As discussed in Note 1, the financial statements present only the South Hadley Electric Light Department proprietary and fiduciary funds and do not purport to, and do not present fairly the financial position of the Town of South Hadley, Massachusetts, as of December 31, 2018 and 2017 and the changes in its financial position and its cash flows, where applicable, for the years then ended, in accordance with accounting principles generally accepted in the United States of America. Our opinions are not modified with respect to this matter.

As discussed in Note 8 to the financial statements, net position as of January 1, 2017 has been restated to reflect a change in the measurement date for the Department for its other post-employment benefit plan. Our opinions are not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the required supplementary information as listed in the table of contents be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the 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 financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us sufficient evidence to express an opinion or provide an assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements as a whole. The schedule of operating expenses as listed in the table of contents, which is the responsibility of management, is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the financial statements, and accordingly, we express no opinion or provide any assurance on it.

Baker Tilly Virchow Krause, LLP

Madison, Wisconsin
May 16, 2019

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

MANAGEMENT DISCUSSION AND ANALYSIS (Unaudited)

AS OF AND FOR THE YEARS ENDING DECEMBER 31, 2018, 2017 AND 2016

Within this section of the South Hadley Electric Light Department's ("the Department") annual financial report, management provides a narrative discussion and analysis of the Department's financial activities as of and for the years ending December 31, 2018, 2017 and 2016. The Department's performance is discussed and analyzed within the context of the accompanying financial statements and disclosures.

Overview of the Financial Statements

The Department is a self-supporting enterprise fund of the Town of South Hadley, Massachusetts that operates a retail electric power distribution system subject to regulation by the Federal Energy Regulatory Commission ("FERC") and the Massachusetts Department of Public Utilities ("DPU"). The Department's financial statements are presented in accordance with Accounting Principles Generally Accepted in the United States of America ("GAAP") using the economic resource measurement focus and the accrual basis of accounting. The Department operates and maintains its own sub-station, 92+ miles of overhead lines, 55+ miles of underground lines, 925+ transformers, 1,875+ street lights, and services approximately 8,000 residential, commercial, industrial, and municipal customers.

The Statement of Net Position includes all of the Department's assets, deferred outflows, liabilities, and deferred inflows at a certain point in time. It provides information about the nature and magnitude of the Department's investments in resources and its obligations to creditors. This statement provides a basis for evaluating the capital structure and liquidity of the utility.

The following is a summary of the Department's net position at December 31, 2018, 2017 and 2016.

CONDENSED COMBINED STATEMENT OF NET POSITION			
	2018	Restated 2017	Restated 2016
ASSETS AND DEFERRED OUTFLOWS			
Current	\$ 15,285,211	\$ 15,562,190	\$ 16,115,238
Restricted	8,889,064	8,505,263	7,858,759
Non-current	627,051	515,974	489,286
Capital - Net	4,146,927	4,484,507	4,766,089
Deferred Outflows	1,090,953	1,213,862	1,156,611
TOTAL ASSETS AND DEFERRED OUTFLOWS	\$ 30,039,206	\$ 30,281,796	\$ 30,385,983
LIABILITIES, DEFERRED INFLOWS, AND NET POSITION			
Current	\$ 1,642,680	\$ 1,646,835	\$ 1,586,477
Long-Term	4,637,994	4,951,841	5,035,982
Deferred Inflows	443,971	187,026	-
Net Position			
Net Investment in Capital Assets	4,146,927	4,484,507	4,766,089
Restricted	8,458,064	8,116,333	7,512,429
Unrestricted	10,709,570	10,895,254	11,485,006
TOTAL LIABILITIES, DEFERRED INFLOWS, AND NET POSITION	\$ 30,039,206	\$ 30,281,796	\$ 30,385,983

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

MANAGEMENT DISCUSSION AND ANALYSIS (Unaudited)

AS OF AND FOR THE YEARS ENDING DECEMBER 31, 2018, 2017 AND 2016

Overview of the Financial Statements (continued)

The Statement of Revenues, Expenses and Changes in Net Position includes all of the Department's revenues, expenses, capital contributions, and operating transfers for a discrete period in time. It provides information about the sources and magnitude of the Department's income and nature and magnitude of its expenses. This statement provides a basis for evaluating the financial performance of the utility.

The following is a summary of the Department revenues, expenses and changes in net position for the years ended December 31, 2018, 2017 and 2016.

CONDENSED COMBINED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION			
	2018	Restated 2017	Restated 2016
OPERATING REVENUES	\$ 14,664,720	\$ 13,058,069	\$ 14,501,235
OPERATING EXPENSES			
Cost of Power Sold	10,469,675	9,526,650	10,623,161
Distribution Expense	930,836	938,043	988,177
Customer Accounts Expense	456,774	442,940	310,778
General and Administrative Expense	1,946,816	1,763,825	2,218,054
Depreciation Expense	1,055,978	1,051,891	1,042,711
TOTAL OPERATING EXPENSES	14,860,079	13,723,349	15,182,881
OPERATING INCOME (LOSS)	(195,359)	(665,280)	(681,646)
NONOPERATING REVENUES (EXPENSES)	191,838	386,251	(10,548)
OTHER FINANCING SOURCES (USES)	(178,012)	(66,150)	(175,574)
CHANGE IN NET POSITION	\$ (181,533)	\$ (345,179)	\$ (867,768)

The Statement of Cash Flows includes all of the Department's cash receipts and cash expenditures for a discrete period in time. It provides information about the nature and magnitude of the Department's cash flows provided by and used in operating activities, financing activities, and investing activities. This statement also provides a basis for evaluating the financial performance of the utility as well as providing additional information necessary to explain the changes in the Department's net position.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

MANAGEMENT DISCUSSION AND ANALYSIS (Unaudited)

AS OF AND FOR THE YEARS ENDING DECEMBER 31, 2018, 2017 AND 2016

Overview of the Financial Statements (continued)

The following is a summary of the Department's sources and uses of cash for the years ended December 31, 2018, 2017 and 2016.

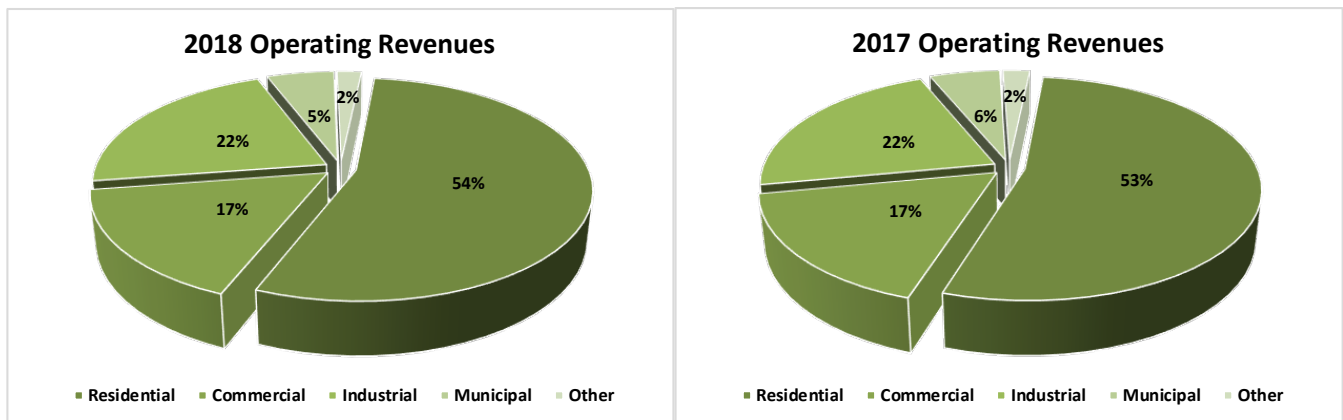
CONDENSED COMBINED STATEMENT OF CASH FLOWS			
	2018	Restated 2017	Restated 2016
CASH FLOW PROVIDED BY (USED IN):			
Operating Activities	\$ 687,994	\$ 296,900	\$ 1,568,071
Financing Activities	(845,960)	(800,570)	(835,816)
Investing Activities	9,402	(4,955,688)	39,331
NET INCREASE (DECREASE) IN CASH	(148,564)	(5,459,358)	771,586
CASH - BEGINNING	3,978,444	9,437,802	8,666,216
CASH - ENDING	\$ 3,829,880	\$ 3,978,444	\$ 9,437,802

Financial Highlights and Analysis

Sales of electricity for 2018 of \$14,448,316 increased by \$1,614,203, or 12.58% from the prior year. kWh sales for 2018 of 116,650,627 increased by 6,778,088, or 6.17% from the prior year. The increase in revenues was primarily due to an increase in power costs passed on to our customers and the overall increase in kWh sold.

Other operating revenues for 2018 of \$216,404, which consists of equipment rentals, pole attachment fees, and fiber income decreased by \$7,552 from the prior year.

The following provides a comparative distribution of operating revenues for the years ended December 31, 2018 and 2017.



SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

MANAGEMENT DISCUSSION AND ANALYSIS (Unaudited)

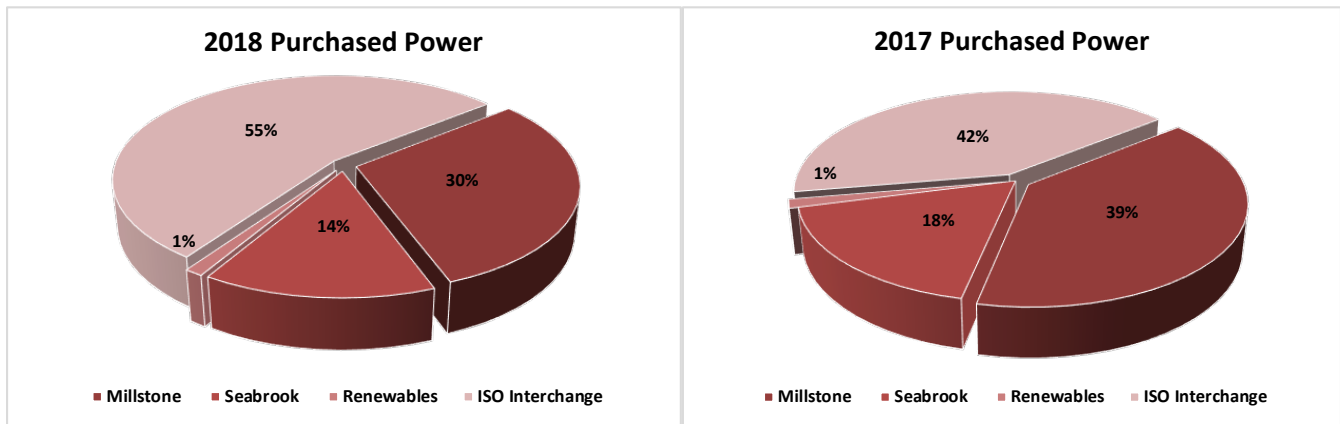
AS OF AND FOR THE YEARS ENDING DECEMBER 31, 2018, 2017 AND 2016

Financial Highlights and Analysis (Continued)

The Department secures power for its customers through both purchased power agreements and open market acquisitions in an effort to stabilize power costs. The cost of power sold includes the costs associated with buying capacity, energy, and transmission.

The cost of power sold for 2018 of \$10,469,675, increased by \$943,025, or 9.90% from the prior year. kWh purchases for 2018 of 119,099,617 increased by 5,557,174, or 4.89% from the prior year. The increase in costs were primarily due to changes in the wholesale market price of electricity and the overall increase in kWh purchased.

The following provides a comparative distribution of the purchased power for the years ended December 31, 2018 and 2017.



Other operating expenses for 2018, excluding depreciation, of \$3,334,426 Increased by \$189,618, or 6.03% from the prior year.

Nonoperating revenues (expenses) and other financing sources (uses), which consists of interest and investment earnings, other nonoperating expenses, gains or losses on capital assets dispositions, capital contributions and transfers to the Town, decreased by \$306,275 from the prior year.

Current assets, which consist of cash, the MLDM Reserve Trust, accounts receivable, inventory, and prepaid and other assets, decreased by \$276,979 from the prior year. The decrease was primarily due to changes in operating cash and accounts receivable.

Current liabilities, which consist of accounts payables, current portion of accrued compensated absences, customer deposits, and accrued liabilities, decreased by \$4,155 from the prior year. The increase was primarily due to normal fluctuations in accounts payable, accrued liabilities and customer deposits.

Restricted assets, which consist of customer deposits, the depreciation fund, the OPEB Liability Trust, and purchased power advances, increased by \$383,801 from the prior year. The increase was primarily due to changes in the depreciation fund.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

MANAGEMENT DISCUSSION AND ANALYSIS (Unaudited)

AS OF AND FOR THE YEARS ENDING DECEMBER 31, 2018, 2017 AND 2016

Financial Highlights and Analysis (Continued)

Non-current assets, which consist of preliminary survey and investigation charges, increased by \$111,077.

Deferred outflows, which consist of pension and OPEB related costs applicable to future reporting periods, increased by \$122,919 over the prior year.

Long-term liabilities, which consist of the net pension liability, accrued compensated absences, other noncurrent liabilities, and other post-employment benefits, decreased by \$313,847 from the prior year. With the exception of the required payments under purchased power agreements, the Department has no long-term debt service.

Deferred inflows, which consist of pension and OPEB related cost reductions applicable to future reporting periods, increased by \$256,945 over the prior year.

Net capital assets decreased by \$337,580 from the prior year due to capital improvements made which were less than the current provision for depreciation.

The following is a summary of the Department's capital assets at December 31, 2018, 2017 and 2016.

SUMMARY OF CAPITAL ASSETS			
	2018	2017	2016
CAPITAL ASSETS			
Distribution Plant	\$ 29,622,417	\$ 29,461,542	\$ 29,578,009
General Plant	6,038,514	5,737,712	5,485,018
Land	344,448	344,448	344,448
Construction-in-progress	54,720	54,720	54,720
TOTAL	36,060,099	35,598,422	35,462,195
ACCUMULATED DEPRECIATION	31,913,172	31,113,915	30,696,106
CAPITAL ASSETS - NET	\$ 4,146,927	\$ 4,484,507	\$ 4,766,089

The Department realized an overall decrease in net position for 2018 of \$181,533 and a decrease in net position for 2017 of \$345,179. Cash flows from operating activity activities for both years were sufficient to cover operating expenses.

Additional information on all of the matters included in this report can be found in the accompanying financial statement and notes.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

MANAGEMENT DISCUSSION AND ANALYSIS (Unaudited)

AS OF AND FOR THE YEARS ENDING DECEMBER 31, 2018, 2017 AND 2016

Requests for Information

This financial report is designed to provide a general overview of the South Hadley Electric Light Department's finances for all those with an interest in the utility's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to:

Financial Manager

South Hadley Electric Light Department

85 Main Street

South Hadley, Massachusetts 01075

**SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
PROPRIETARY FUND**

**STATEMENT OF NET POSITION
AS OF DECEMBER 31, 2018 AND 2017**

ASSETS AND DEFERRED OUTFLOWS

	2018	Restated 2017
CURRENT ASSETS		
Cash - operation fund	\$ 1,847,200	\$ 2,444,321
MLDM Reserve Trust	12,117,367	11,933,856
Accounts receivable - net of allowance for uncollectible accounts of \$381,391 in 2018 and \$404,290 in 2017	438,364	669,210
Inventory	423,406	421,951
Prepaid expenses and other assets	458,874	92,852
Total Current Assets	15,285,211	15,562,190
RESTRICTED ASSETS		
Depreciation fund	6,640,979	6,254,088
Cash - customer deposits	431,000	388,930
Purchased Power Advances	1,083,572	1,096,803
Total Restricted Assets	8,155,551	7,739,821
NON-CURRENT ASSETS		
Preliminary survey and investigation charges	627,051	515,974
CAPITAL ASSETS		
Distribution plant	29,622,417	29,461,542
General plant	6,038,514	5,737,712
Land	344,448	344,448
Construction-in-progress	54,720	54,720
Total	36,060,099	35,598,422
Less: accumulated depreciation	31,913,172	31,113,915
Capital Assets - Net	4,146,927	4,484,507
DEFERRED OUTFLOWS		
Pension and OPEB related deferrals (as restated)	1,090,953	1,213,862
TOTAL ASSETS AND DEFERRED OUTFLOWS	\$ 29,305,693	\$ 29,516,354

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

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
PROPRIETARY FUND
STATEMENT OF NET POSITION
AS OF DECEMBER 31, 2018 AND 2017

LIABILITIES, DEFERRED INFLOWS, AND NET POSITION

	2018	Restated 2017
CURRENT LIABILITIES		
Accounts payable	\$ 915,502	\$ 902,821
Current portion of accrued compensated absences	131,411	168,069
Customer deposits	431,000	388,930
Accrued liabilities	164,767	187,015
Total Current Liabilities	1,642,680	1,646,835
LONG-TERM LIABILITIES		
Net pension liability	3,741,794	4,058,779
Accrued compensated absences	85,395	52,759
Other noncurrent liabilities	300,000	450,000
Other post-employment benefits (as restated)	510,805	390,303
Total Long-Term Liabilities	4,637,994	4,951,841
TOTAL LIABILITIES	6,280,674	6,598,676
DEFERRED INFLOWS		
Pension and OPEB related deferrals	443,971	187,026
NET POSITION		
Net investment in capital assets	4,146,927	4,484,507
Restricted	7,724,551	7,350,891
Unrestricted (as restated)	10,709,570	10,895,254
Total Net Position	22,581,048	22,730,652
TOTAL LIABILITIES, DEFERRED INFLOWS AND NET POSITION	\$ 29,305,693	\$ 29,516,354

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

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
PROPRIETARY FUND
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

	2018	Restated 2017
OPERATING REVENUES		
Residential	\$ 7,987,729	\$ 6,959,302
Commercial	2,424,968	2,223,512
Industrial	3,164,654	2,838,462
Municipal	809,014	750,595
Other	278,355	286,198
Total Operating Revenues	14,664,720	13,058,069
OPERATING EXPENSES		
Cost of power sold	10,469,675	9,526,650
Distribution expense	930,836	938,043
Customer accounts expense	456,774	442,940
General and administrative expense	1,946,816	1,763,826
Depreciation expense	1,055,978	1,051,891
Total Operating Expenses	14,860,079	13,723,350
OPERATING INCOME (LOSS)	(195,359)	(665,281)
NONOPERATING REVENUES (EXPENSES)		
Interest and investment income	173,317	251,132
Gain (Loss) on disposition of capital assets	50,450	35,889
Net nonoperating revenues	223,767	287,021
INCOME (LOSS) BEFORE CAPITAL CONTRIBUTIONS AND TRANSFERS OUT	28,408	(378,260)
CAPITAL CONTRIBUTIONS	2,974	83,486
TRANSFER TO TOWN	(180,986)	(149,636)
CHANGE IN NET POSITION	(149,604)	(444,410)
NET POSITION - BEGINNING	22,730,652	23,097,313
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE (as restated)	-	77,749
NET POSITION - ENDING	\$ 22,581,048	\$ 22,730,652

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

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
PROPRIETARY FUND
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

	<u>2018</u>	<u>2017</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers	\$ 14,895,566	\$ 12,836,199
Payments to power suppliers	(10,549,968)	(9,300,792)
Payments to employees	(1,521,324)	(1,357,776)
Payments for other operations	(2,136,280)	(1,880,731)
Net cash provided by operating activities	<u>687,994</u>	<u>296,900</u>
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Transfer to Town	(180,986)	(149,636)
Net cash used in noncapital financing activities	<u>(180,986)</u>	<u>(149,636)</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Acquisition of capital assets	(719,301)	(770,309)
Capital contributions	2,974	83,486
Proceeds from disposition of capital assets	51,353	35,889
Net cash used in capital and related financing activities	<u>(664,974)</u>	<u>(650,934)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest and investment income	173,317	251,131
(Increase) decrease in investment - MLDM Reserve Trust	(183,511)	(97,924)
(Increase) decrease in investment - Depreciation fund	19,596	(5,108,895)
Net cash provided by investing activities	<u>9,402</u>	<u>(4,955,688)</u>
NET INCREASE (DECREASE) IN CASH	<u>(148,564)</u>	<u>(5,459,358)</u>
CASH - BEGINNING OF YEAR	<u>3,978,444</u>	<u>9,437,802</u>
CASH - END OF YEAR	<u>\$ 3,829,880</u>	<u>\$ 3,978,444</u>

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

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
PROPRIETARY FUND
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

	2018	Reststed 2017
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES		
Operating Income (loss)	\$ (195,359)	\$ (665,281)
Adjustments to reconcile operating loss to net cash provided by operating activities:		
Depreciation	1,055,978	1,051,891
Provision for uncollectible accounts	-	41,576
Cumulative change in accounting principle (as restated)	-	77,749
Changes in assets and liabilities:		
Purchased power advances	13,231	24,448
Accounts receivable	230,846	(263,446)
Inventory	(1,455)	(1,829)
Prepaid expenses and other assets	(366,022)	(47,513)
Preliminary survey and investigation charges	(111,077)	(26,688)
Pension and OPEB related deferrals (as restated)	379,854	129,775
Accounts payable	12,681	234,451
Customer deposits	42,070	42,600
Accrued liabilities	(22,248)	(230,648)
Other noncurrent liabilities	(150,000)	(150,000)
Net pension liability	(316,985)	297,758
Accrued compensated absences	(4,022)	40,585
Other post-employment benefits (as restated)	120,502	(258,528)
Net cash provided by operating activities	\$ 687,994	\$ 296,900

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION

The following accounts are considered to be cash for the statement of cash flows:

Depreciation fund (see Note 2)	\$ 1,551,680	\$ 1,145,193
Cash - customer deposits	431,000	388,930
Cash - operation fund	1,847,200	2,444,321
CASH - END OF YEAR	\$ 3,829,880	\$ 3,978,444

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

**SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
 FIDUCIARY FUND
 STATEMENTS OF NET POSITION
 AS OF DECEMBER 31, 2018 AND 2017**

ASSETS

	2018	2017
RESTRICTED ASSETS		
OPEB Liability Trust	\$ 733,513	\$ 765,442
TOTAL ASSETS	\$ 733,513	\$ 765,442

NET POSITION

NET POSITION		
Restricted for OPEB	\$ 733,513	\$ 765,442
TOTAL NET POSITION	\$ 733,513	\$ 765,442

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

**SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
FIDUCIARY FUND
STATEMENTS OF CHANGES IN NET POSITION
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017**

	2018	Restated 2017
ADDITIONS		
Employer contributions (as restated)	\$ 61,941	\$ 58,106
Interest and investment income	(31,929)	99,231
Total Additions	30,012	157,337
DEDUCTIONS		
Benefit payments (as restated)	61,941	58,106
Total Deductions	61,941	58,106
CHANGE IN NET POSITION	(31,929)	99,231
TOTAL NET POSITION - BEGINNING	765,442	666,211
TOTAL NET POSITION - ENDING	\$ 733,513	\$ 765,442

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

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The South Hadley Electric Light Department (the "Department"), an enterprise fund of the Town of South Hadley, Massachusetts (the "Town"), provides electric service to residential, commercial, industrial, and municipal customers, substantially all of whom are located within the Town. The Department uses a proprietary fund to account for activities related to electric distribution operations and a fiduciary fund to account for activities related to other post-employment benefit funding.

Measurement Focus and Basis of Accounting

The Department's financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. The Department's accounting records are maintained in accordance with accounting principles generally accepted in the United States of America ("GAAP") for proprietary and fiduciary funds as promulgated by the Governmental Accounting Standards Board ("GASB") and generally follow the Uniform System of Accounts for Public Utilities and Licensees prescribed by the United States Federal Energy Regulatory Commission ("FERC").

In 2018, the Department adopted a change in measurement date for its other post-employment benefit plan. This change resulted in a restatement of the 2017 reported benefit expenses and the cumulative effect of a change in accounting principle resulting from the adoption of GASB Statement No. 75. *Accounting and Financial Reporting for Post-Employment Benefits Other than Pensions*.

Public Utility Regulation

Arrangements among the Department, outside agencies, and other utilities covering interconnections, interchange of electric power, and sales of utility property are subject to regulation by the FERC. The Department is subject to further regulation by the Massachusetts Department of Public Utilities ("DPU"). Under Massachusetts law, electric rates are set by the Municipal Light Board. While the DPU exercises general supervisory authority over the Department, rates are not subject to DPU approval.

Cash and Investments

Cash includes cash on hand, on deposit with the Town, which is in the custody of and managed by the Town Treasurer, and held by Massachusetts Municipal Wholesale Electric Company ("MMWEC"). The Department considers all short-term investments with an original maturity date of 90 days or less to be cash. Cash, for purposes of the cash flow statement, consists of cash on hand and on deposit with the Town.

Investments are stated at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair values are based on quoted market prices. Dividend and interest income is recorded when declared.

Massachusetts General Laws place limitations on the nature of deposits and investments available to the Department. Cash and investment, which are subject to legislation, regulation, or agreement that limit the use of such funds, are reflected as restricted assets.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Municipal Light Departments of Massachusetts Reserve Trust

The Municipal Light Departments of Massachusetts Reserve Trust ("MLDM Reserve Trust") was established by Massachusetts Municipal Wholesale Electric Company ("MMWEC") in anticipation of deregulation of the electric industry in Massachusetts. The Trust was established to help maintain the competitive position of its member utilities, in the face of increasing competition from investor owned utilities, by providing a source of funds to be accessed as needed for extraordinary or unanticipated expenses such as unit outages, loss of load, and retail wheeling.

Accounts Receivable

Accounts receivable are stated at the amount management expects to collect. Management provides for uncollectable amounts through a charge against income based on its assessment of the current status of individual accounts. Management is required to comply with the billing and termination procedures mandated by the DPU. No interest is charged on residential accounts. The Department obtains security interests as it deems appropriate.

Inventory

Inventory, which consists of poles and fixtures, conductors and devices, underground conduits, transformers, meters and street lights, is valued at the lower of cost or market using the first-in, first-out flow assumption.

Other Post-Employment Benefit Liability Trust

The Other Post-Employment Benefit Liability Trust ("OPEB Liability Trust") was established by the Department pursuant to Chapter 32B, Section 20 of the General Laws of the Commonwealth of Massachusetts. The Trust was established to maintain and accumulate funds for the payment of benefits related to the Department's other post-employment benefit obligations.

Purchased Power Advances

Under the terms of the Department's member agreement with Massachusetts Municipal Wholesale Electric Company, the Department is required to prepay various operating expenses and provide for certain working capital requirements for various projects that are operational. The Department charges items to expense when MMWEC indicates that an expense has been incurred.

Prepaid Expenses and Other Assets

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items. Other assets consist of a deposit maintained with the Department's insurance company.

Preliminary Survey and Investigation Charges

Preliminary survey and investigation charges represent costs related to capital asset construction and will be capitalized upon commencement of the project.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets

Additions to and replacements of capital assets are recorded at cost. The estimated cost, less accumulated depreciation of capital assets retired is charged against revenue in the year of disposition. The cost of repairs and minor renewals is charged to expense as incurred.

Deferred Outflow of Resources

A deferred outflow of resources represents a consumption of net position that applies to a future period and will not be recognized as an outflow of resources (expense) until that future time.

Accrued Compensated Absences

The Department recognizes sick and vacation leave costs as they are earned. Employees earn 15 sick days per year and 10 to 30 vacation days per year depending on date of hire and length of service. Earned days not taken accumulate, subject to certain limitations.

Accounts Payable

Accounts payable include liabilities incurred in conjunction with purchased power costs, supplier payables, and unremitted sales tax collections.

Customer Deposits

The Department requires security deposits from certain residential, commercial, and industrial customers. These deposits, including accrued interest, are held in escrow and reflected as a liability in the financial statements.

Other Noncurrent Liabilities

Other noncurrent liabilities consist of claims or other liabilities payable in greater than one year.

Deferred Inflow of Resources

A deferred inflow of resources represents an acquisition of net position that applies to a future period and will not be recognized as an inflow of resources (revenue) until that future time.

Net Position

The Department classifies net position into three components as follows:

Net Investment in Capital Assets – This component consists of capital assets net of accumulated depreciation, reduced by any related outstanding debt balance.

Restricted – This component consists of assets required to be segregated by bond agreement and or external parties. Such segregated assets are presented net of any related liabilities.

Unrestricted – This component consists of all assets and liabilities that do not meet the criteria for “Net Investment in Capital Assets” or “Restricted”.

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

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenues and Expenses

The Department distinguishes operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from the sale of electricity. Operating revenues are based on authorized rates applied to each customer's consumption of electricity. They are recognized on the basis of cycle billings rendered monthly. Revenues are not accrued for services delivered beyond such cycle billing dates. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

Depreciation

Depreciation of capital assets is recorded on a straight-line basis using an annual rate of 3% of depreciable assets in accordance with DPU regulations.

Capital Contributions

Developer and customer funds received for system development and asset acquisitions are recorded as capital contributions in the period in which they are received.

Benefit Plans

The Department provides pension benefits through participation in the Hampshire County Contributory Retirement System and post-employment health and life insurance benefits through participation in the Town of South Hadley's Other Postemployment Benefit Plan.

Use of Estimates

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

Effect of New Accounting Standards on Current and Future Period Financial Statements

GASB has approved GASB Statement No. 83, *Certain Asset Retirement Obligations*, GASB Statement No. 84, *Fiduciary Activities*, GASB Statement No. 87, *Leases*, GASB Statement No. 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*, and GASB Statement No. 90, *Majority Equity Interests*. When these statements become effective, application of these standards may restate portions of these financial statements.

Reclassifications

Certain amounts in the prior year financial statements have been reclassified to conform to the presentation on the current year financial statements. These reclassifications had no effect on the reported net position and change in net position.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

2. CASH and INVESTMENTS

The Department's cash and investments are segregated by purpose, recorded at fair value, and consist of both restricted and unrestricted assets.

The cash and investment balances at December 31, 2018 consisted of the following:

	<u>Cash</u>	<u>Investments</u>	<u>Statement Balance</u>
PROPRIETARY FUND			
Unrestricted			
Cash - operation fund	\$ 1,847,200	\$ -	\$ 1,847,200
MLDM Reserve Trust	627,746	11,489,621	12,117,367
Restricted			
Depreciation fund	1,551,680	5,089,299	6,640,979
Cash - customer deposits	431,000		431,000
Purchased power advances	623,901	459,671	1,083,572
FIDUCIARY FUND			
OPEB Liability Trust	40,384	693,129	733,513
TOTAL	<u>\$ 5,121,911</u>	<u>\$ 17,731,720</u>	<u>\$ 22,853,631</u>

The investment balances at December 31, 2018 consisted of the following:

	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Gain (Loss)</u>
PROPRIETARY FUND			
U.S Treasury Securities	\$ 2,209,683	\$ 2,207,554	\$ (2,129)
U.S Agency Securities - Implicitly Guaranteed	11,460,096	11,399,707	(60,389)
Municipal Bonds	700,925	697,345	(3,580)
Mutual Funds - Bond Types	-	-	-
Corporate Bonds	662,142	661,425	(717)
Common Stock	921,113	905,656	(15,457)
Certificates of Deposit - Negotiable	1,179,209	1,166,904	(12,305)
FIDUCIARY FUND			
Mutual Funds - Bond Types	277,067	267,750	(9,317)
Mutual Funds - Equity Types	355,324	425,379	70,055
TOTAL	<u>\$ 17,765,559</u>	<u>\$ 17,731,720</u>	<u>\$ (33,839)</u>

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

2. CASH and INVESTMENTS (CONTINUED)

The cash and investment balances at December 31, 2017 consisted of the following:

	<u>Cash</u>	<u>Investments</u>	<u>Statement Balance</u>
PROPRIETARY FUND			
Unrestricted			
Cash - operation fund	\$ 2,444,321	\$ -	\$ 2,444,321
MLDM Reserve Trust	921,862	11,011,994	11,933,856
Restricted			
Depreciation fund	1,145,193	5,108,895	6,254,088
Cash - customer deposits	388,930		388,930
Purchased power advances	664,006	432,797	1,096,803
FIDUCIARY FUND			
OPEB Liability Trust	38,387	727,055	765,442
TOTAL	<u>\$ 5,602,699</u>	<u>\$ 17,280,741</u>	<u>\$ 22,883,440</u>

The investment balances at December 31, 2017 consisted of the following:

	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Gain (Loss)</u>
PROPRIETARY FUND			
U.S Treasury Securities	\$ 1,268,817	\$ 1,264,233	\$ (4,584)
U.S Agency Securities - Implicitly Guaranteed	10,571,253	10,523,249	(48,004)
Municipal Bonds	1,691,862	1,682,048	(9,814)
Mutual Funds - Bond Types	212,570	207,729	(4,841)
Corporate Bonds	798,738	799,218	480
Common Stock	701,421	811,694	110,273
Certificates of Deposit - Negotiable	1,266,963	1,265,515	(1,448)
FIDUCIARY FUND			
Mutual Funds - Bond Types	269,787	267,174	(2,613)
Mutual Funds - Equity Types	348,621	459,881	111,260
TOTAL	<u>\$ 17,130,032</u>	<u>\$ 17,280,741</u>	<u>\$ 150,709</u>

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

2. CASH and INVESTMENTS (CONTINUED)

Fair Value

The Department categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

Debt and equity securities classified in Level 1 of the fair value hierarchy are valued using prices quoted in active markets for those securities. Debt securities classified in level 2 of the fair value hierarchy are valued using interest rate curves and credit spreads applied to the terms of the underlying instruments and consider the credit rating of the counterparty.

The Department's recurring fair value measurements as of December 31, 2018 are as follows:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
PROPRIETARY FUND				
U.S Treasury Securities	\$ -	\$ 2,207,554	\$ -	\$ 2,207,554
U.S Agency Securities - Implicitly Guaranteed		11,399,707		11,399,707
Municipal Bonds		697,345		697,345
Mutual Funds - Bond Types	-			-
Corporate Bonds		661,425		661,425
Common Stock	905,656			905,656
Certificates of Deposit		1,166,904		1,166,904
FIDUCIARY FUND				
Mutual Funds - Bond Types	267,750			267,750
Mutual Funds - Equity Types	425,379			425,379
Total	\$ 1,598,785	\$ 16,132,935	\$ -	\$ 17,731,720

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

2. CASH and INVESTMENTS (CONTINUED)

Fair Value (Continued)

The Department's recurring fair value measurements as of December 31, 2017 are as follows:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
PROPRIETARY FUND				
U.S Treasury Securities	\$ -	\$ 1,264,233	\$ -	\$ 1,264,233
U.S Agency Securities - Implicitly Guaranteed		10,523,249		10,523,249
Municipal Bonds		1,682,048		1,682,048
Mutual Funds - Bond Types	207,729			207,729
Corporate Bonds		799,218		799,218
Common Stock	811,694			811,694
Certificates of Deposit		1,265,515		1,265,515
FIDUCIARY FUND				
Mutual Funds - Bond Types	267,174			267,174
Mutual Funds - Equity Types	459,881			459,881
Total	<u>\$ 1,746,478</u>	<u>\$ 15,534,263</u>	<u>\$ -</u>	<u>\$ 17,280,741</u>

Custodial Credit Risk - Cash

Custodial credit risk for deposits is the risk that, in the event of a financial institution failure, the Department's deposits may not be returned. The Department does not have a deposit policy for custodial risk. The Department, through the Town, maintains cash balances at various financial institutions located in Massachusetts. These balances are insured, subject to certain limitations, by the Federal Deposit Insurance Corporation. At certain times during the year, these cash balances may exceed the insurance limit. The amount by which the Department's cash balances may exceed the insurance limits at December 31, 2018 and 2017, has not been determined. The Department has not experienced any loss on such account and monitors the credit worthiness of the financial institutions through the Town Treasurer's Office.

Custodial Credit Risk - Investments

Custodial credit risk for investments is the risk that, in the event of a failure by a counter-party to the transaction, the Department will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The Department does not have a policy for custodial credit risk, however, none of the Department's investments are uninsured and unregistered investments for which the securities are held by the counter-party, or by its trust department, but not in the Department's name.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

2. CASH and INVESTMENTS (CONTINUED)

Interest Rate Risk

Interest rate risk is the risk that the fair value of an investment will be adversely affected by changes in market interest rates. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. While the Department does not have a formal policy for interest rate risk, it does vary the duration of investments within its portfolio as a means of managing the effects of this risk. Maturities of the Department's investments in U.S. Securities and Municipal Bonds at December 31, 2018 were as follows:

	<u>Fair Value</u>	<u>Less Than 1 Year</u>	<u>1 to 5 Years</u>	<u>6 to 10 Years</u>	<u>More Than 10 Years</u>
U.S Treasury Securities	\$ 2,207,554	\$ 1,853,939	\$ 353,615	\$ -	\$ -
U.S Agency Securities -					
Implicitly Guaranteed	11,399,707	1,114,056	9,611,709	673,942	-
Municipal Bonds	697,345	697,345	-		
Corporate Bonds	661,425	84,069	577,356		
Certificates of Deposit	1,166,904	63,351	1,103,553		
Total	<u>\$ 16,132,935</u>	<u>\$ 3,812,760</u>	<u>\$ 11,646,233</u>	<u>\$ 673,942</u>	<u>\$ -</u>

Maturities of the Department's investments in U.S. Securities and Municipal Bonds at December 31, 2017 were as follows:

	<u>Fair Value</u>	<u>Less Than 1 Year</u>	<u>1 to 5 Years</u>	<u>6 to 10 Years</u>	<u>More Than 10 Years</u>
U.S Treasury Securities	\$ 1,264,233	\$ 593,587	\$ 670,646	\$ -	\$ -
U.S Agency Securities -					
Implicitly Guaranteed	10,523,249	2,567,411	7,275,508	527,994	152,336
Municipal Bonds	1,682,048	961,279	720,769		
Corporate Bonds	799,218	390,461	408,757		
Certificates of Deposit	1,265,515	84,006	1,181,509		
Total	<u>\$ 15,534,263</u>	<u>\$ 4,596,744</u>	<u>\$ 10,257,189</u>	<u>\$ 527,994</u>	<u>\$ 152,336</u>

Investments Highly Sensitive to Market Changes

The Department held investments in U.S. Agency Securities with market values of \$152,336 at December 31, 2017 bearing maturities date in 2028.

Credit Risk

Credit risk is the risk that the issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assigning of a rating by a nationally recognized statistical rating organization. The Department's investment policies require the investments within its portfolio to be investment grade.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

2. CASH and INVESTMENTS (CONTINUED)

Credit Risk (Continued)

The Department's investments at December 31, 2018 and 2017 were rated as follows:

	2018			2017		
	Fair Value	Moody's Rating	S&P Rating	Fair Value	Moody's Rating	S&P Rating
U.S Agency Securities -						
Implicitly Guaranteed	\$ 11,399,707	Aaa	AA+	\$ 10,523,249	Aaa	AA+
Municipal Bonds	697,345	Aa3	AA+ to AA-	1,682,048	Aa3	AA-
Mutual Funds -						
Bond Types	267,750	NR	NR	474,903	NR	NR
Corporate Bonds	661,425	A1 to Baa1	A+ to BBB+	799,218	A1 to Baa	AA- to BBB
Certificates of Deposit	1,166,904	NR	NR	1,265,515	NR	NR
	<u>\$ 14,193,131</u>			<u>\$ 14,744,933</u>		

Concentration of Credit Risk

Concentration of credit risk is the risk of loss attributed to the magnitude of the Department's investment in a single issuer. The Department's investment policies limit the magnitude of investment with any one single issuer (with the exception of the United States Government and its Agencies) to 5% of the portfolio value. The Department diversifies the investments within its portfolio as a means of managing the effects of this risk.

Investments in any one issuer that represent greater than 5% of total investments at December 31, 2018 include the U.S. Treasury (12%), Federal Home Loan Bank (32%), Federal Farm Credit Bank (6%), and Federal Home Loan Mortgage Corporation (22%).

Investments in any one issuer that represent greater than 5% of total investments at December 31, 2017 include the U.S. Treasury (7%), Federal Home Loan Bank (34%), Federal Farm Credit Bank (6%), and Federal Home loan Mortgage Corporation (36%).

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

3. CAPITAL ASSETS

Capital asset activity as of and for the year ended December 31, 2018 was as follows:

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balances</u>
CAPITAL ASSETS BEING DEPRECIATED				
Distribution plant	\$ 29,461,542	\$ 303,234	\$ (142,359)	\$ 29,622,417
General plant	5,737,712	416,066	(115,264)	6,038,514
Totals	35,199,254	719,300	(257,623)	35,660,931
Less accumulated depreciation	(31,113,915)	(1,055,978)	256,721	(31,913,172)
Total Capital Assets Being Depreciated - Net	4,085,339	(336,678)	(902)	3,747,759
CAPITAL ASSETS NOT BEING DEPRECIATED				
Land	344,448	-	-	344,448
Construction in progress	54,720	-	-	54,720
Total Capital Assets Not Being Depreciated	399,168	-	-	399,168
CAPITAL ASSETS - NET	\$ 4,484,507	\$ (336,678)	\$ (902)	\$ 4,146,927

Capital asset activity as of and for the year ended December 31, 2017 was as follows:

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balances</u>
CAPITAL ASSETS BEING DEPRECIATED				
Distribution plant	\$ 29,578,009	\$ 517,615	\$ (634,082)	\$ 29,461,542
General plant	5,485,018	252,694	-	5,737,712
Totals	35,063,027	770,309	(634,082)	35,199,254
Less accumulated depreciation	(30,696,106)	(1,051,891)	634,082	(31,113,915)
Total Capital Assets Being Depreciated - Net	4,366,921	(281,582)	-	4,085,339
CAPITAL ASSETS NOT BEING DEPRECIATED				
Land	344,448	-	-	344,448
Construction in progress	54,720	-	-	54,720
Total Capital Assets Not Being Depreciated	399,168	-	-	399,168
CAPITAL ASSETS - NET	\$ 4,766,089	\$ (281,582)	\$ -	\$ 4,484,507

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN

For purposes of measuring net pension liability, deferred outflows of resources and deferred inflows of resources related to pension, and pension expense, information about the fiduciary net position of the plan and additions to / deductions from the Plan's fiduciary net position have been determined on the same basis as they are reported by the Plan. Benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Plan Description

The Department participates in the Hampshire County Contributory Retirement System (the "System"), a cost sharing, multiple employer, defined benefit public employee retirement system ("PERS"). Eligible employees must participate in the System. As of January 1, 2018, the most recent actuarial valuation date, approximately 15 retirees and 21 active and inactive employees met the eligibility requirements. Chapter 32 of the Massachusetts General Laws establishes the authority of the System, contribution percentages and benefits paid. The authority for amending these provisions rests with the Massachusetts Legislature. Additional information is disclosed in the System's annual financial reports publically available from the System located at 99 Industrial Drive, Northampton, Massachusetts 01060-2326.

Benefits Provided

The retirement plan provides pension benefits, deferred allowances, and death and disability benefits. The System provides for retirement allowance benefits up to a maximum of 80% of a member's highest three-year average annual rate of regular compensation. Benefit payments are based upon a member's age, length of creditable service, level of compensation and group classification. Members become vested after 10 years of creditable service. A retirement allowance may be received upon reaching age 65 or upon attaining 20 years of service. The plan also provides for early retirement at age 55 if the participant (1) has a record of 10 years of creditable service, (2) was on the Department payroll on January 1, 1978, (3) voluntarily left Department employment on or after that date, and (4) left accumulated annuity deductions in the fund. A retirement allowance consists of two parts: an annuity and a pension. A member's accumulated total deductions and a portion of the interest they generate constitute the annuity. The difference between the total retirement allowance and the annuity is the pension. The average retirement benefit is approximately 80-85% pension and 15-20% annuity. Per Chapter 176 of the Acts of 2011, for members who retire on or after April 2, 2012, if in the 5 years of creditable service immediately preceding retirement, the difference in the annual rate of regular compensation between any 2 consecutive years exceeds 100 percent, the normal yearly amount of the retirement allowance shall be based on the average annual rate of regular compensation received by the member during the period of 5 consecutive years preceding retirement. Employees who resign from service and who are not eligible to receive a retirement allowance or are under the age of 55 are entitled to request a refund of their accumulated total deductions. In addition, depending upon the number of years of creditable service, such employees are entitled to receive zero, fifty, or one hundred percent of the regular interest which has accrued upon those deductions. However, effective July 1,

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN (CONTINUED)

Benefits Provided (Continued)

2010, members voluntarily withdrawing with less than 10 years of service get credited interest each year at a rate of 3.00% and do not forfeit any interest previously earned on contributions.

Funding Policy

Participants contribute a set percentage of their gross regular compensation annually. The employee's individual contribution percentage is determined by their date of entry into the system. In addition, all employees hired after January 1, 1979 contribute an additional 2% on all gross regular compensation over in excess of \$30,000 per year. The percentages are as follows:

Before January 1, 1975	5.00%
January 1, 1975 - December 31, 1983	7.00%
January 1, 1984 - June 30, 1996	8.00%
Beginning July 1, 1996	9.00%

Employers are required to contribute at actuarially determined rates as accepted by the Public Employee Retirement Administration Commission ("PERAC"). The Department's contribution to the System for the years ended December 31, 2018 and 2017 were \$404,871 and \$374,795, respectively, which were equal to its annual required contributions.

Actuarial Methods and Assumptions

The Department's net pension liability at December 31, 2018 was measured as of December 31, 2017 as determined by an actuarial valuation dated January 1, 2018. The Department's net pension liability at December 31, 2017 was measured as of December 31, 2016 as determined by an actuarial valuation dated January 1, 2016. The measurement dates for the total pension liability and valuation dates for the fiduciary net position were the same.

The measurement of the net pension liability for 2018 and 2017 was determined by an independent actuary using the entry age normal cost method. The assumptions used to measure the total pension liability included an inflation assumption of 3.00% per year, salary increases of 4.00% - 7.50% per year, and a post-retirement cost of living adjustment of 3.00% of the first \$13,000. The mortality assumptions were based on the RP-2000 Healthy Annuitant Mortality Table projected generationally with Scale BB and a base year of 2012 for both males and females for non-disabled members. The forgoing table was set forward two years for disabled members.

GASB 68 requires an actuarial valuation as of the measurement date or the use of roll forward procedures to the measurement date of no more than 30 months and 1 day from the current fiscal year-end. The January 1, 2018 actuarial valuation report for the Hampshire County Retirement Plan uses underlying actuarial data for the period of January 1 – December 31, 2017 for the December 31, 2018 financial statements which falls within the allowable date range.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN (CONTINUED)

Actuarial Methods and Assumptions (Continued)

The long-term expected rate of return on pension plan investments was determined using a building block method in which best estimate ranges of expected future real rates of return 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 percentages and by adding expected inflation. These best estimate ranges are combined to produce the long-term expected rate of return of 7.45% and 7.50% for 2018 and 2017, respectively.

The target allocation and best estimate of real rates of return for each major asset class for 2018 is summarized in the following table:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-term Expected Real Rate of Return</u>
Cash	2.00%	0.00%
Domestic Equities	20.50%	4.82%
International Equities	16.50%	5.00%
Emerging Market Equities	8.00%	6.50%
Domestic Fixed Income	10.00%	1.00%
Emerging Fixed Income	6.00%	3.75%
Global Fixed Income	3.00%	-0.25%
Opportunistic Fixed Income	9.00%	2.75%
Private Debt	3.00%	4.75%
Private Equity	10.00%	6.75%
Real Estate	12.00%	3.75%
Totals	100.00%	

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN (CONTINUED)

Actuarial Methods and Assumptions (Continued)

The target allocation and best estimate of real rates of return for each major asset class for 2017 are summarized in the following table:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-term Expected Real Rate of Return</u>
Cash	1.00%	0.73%
Large Cap Equities	9.00%	4.61%
Small/Mid Cap Equities	6.00%	4.85%
International Equities (Unhedged)	11.00%	5.10%
International Equities (Hedged)	0.00%	5.34%
Emerging International Equities	6.00%	6.31%
Core Bonds	7.00%	1.42%
High-Yield Bonds	3.00%	2.91%
Bank Loans	3.00%	3.16%
Global Bonds (Unhedged)	3.00%	0.00%
EDM (Local Currency)	6.00%	4.13%
Private Equity	8.00%	6.55%
Private Debt	2.00%	5.10%
Real Estate	8.00%	3.40%
Hedged Funds	11.00%	3.88%
Global Asset Allocation	16.00%	4.17%
Totals	100.00%	

Discount Rate

The discount rate used to measure the total pension liability was 7.4500% for 2018 and 7.5000% for 2017. The projection of cash flows used to determine the discount rate assumed that the plan member contributions will be made at the current contribution rate and that employer contributions will be made at contractually required rates, actuarially determined. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments to current active and inactive 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.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN (CONTINUED)

Proportionate Share of Net Pension Liability

The following presents the Department's proportionate share of the Hampshire County Retirement System's net pension liability at December 31, 2018 and 2017:

	2018	2017
Proportionate share of net pension liability for the most recent measurement rate	\$ 3,741,794	\$ 4,058,779
Proportion of net pension liability for the most recent measurement date	2.0416%	2.3129%

The Departments proportionate share was determined based on covered payrolls. The period used to amortize the change in proportionate share was 5.1 years in 2018 and 2017.

Sensitivity of the Net Pension Liability to Changes in the Discount Rate

The following presents the Department's proportionate share of the net pension liability at December 31, 2018 and 2017, calculated using a discount rate of 7.45% and 7.50% respectively, as well as what it would be if it were calculated using a one percent lower and one percent higher rate:

	2018		2017	
	Discount Rate	Net Pension Liability	Discount Rate	Net Pension Liability
1% Decrease	6.45%	\$ 4,912,722	6.50%	\$ 4,999,659
Current Rate	7.45%	\$ 3,741,794	7.50%	\$ 4,058,779
1% Increase	8.45%	\$ 2,755,467	8.50%	\$ 3,316,419

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN (CONTINUED)

Net Pension Liability

The following presents the changes in net pension liability at December 31:

	<u>2018</u>	<u>2017</u>
Total Pension Liability		
Service cost	\$ 222,199	\$ 195,823
Interest	743,150	639,385
Differences between expected and actual experience	(8,761)	(80,298)
Changes in assumptions	(201,397)	306,701
Benefit payments, including refunds	(577,442)	(496,335)
Net Change in Total Liability	177,749	565,276
Total Pension Liability - Beginning of Year	9,975,192	8,577,472
Total Pension Liability - End of Year	<u>\$ 10,152,941</u>	<u>\$ 9,142,748</u>
Plan Fiduciary Net Position		
Contributions - employer	\$ 429,738	\$ 363,635
Contributions - employees	156,979	137,505
Other additions	35	30
Net investment income	871,375	351,054
Benefit payments	(577,442)	(496,335)
Administrative expenses	(16,400)	(14,788)
Net Change in Fiduciary Net Position	864,285	341,101
Plan Fiduciary Net Position - Beginning of Year	5,546,862	4,742,868
Plan Fiduciary Net Position - End of Year	<u>\$ 6,411,147</u>	<u>\$ 5,083,969</u>
Net Pension Liability		
Beginning of year - based on prior year proportions	\$ 4,058,779	\$ 3,761,021
Change in proportionate share	369,551	73,583
Beginning of year - based on current year proportions	4,428,330	3,834,604
Net Pension Liability - End of Year	<u>\$ 3,741,794</u>	<u>\$ 4,058,779</u>

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

4. RETIREMENT PLAN (CONTINUED)

Pension Expense, Deferred Outflows and Deferred Inflows

For the years ended December 31, 2018 and 2017, the Department recognized pension expense of \$721,597 and \$638,093, respectively.

The following schedule presents information about the pension related deferred outflows and deferred inflows at December 31:

	2018	2017
DEFERRED OUTFLOWS		
Contributions subsequent to the measurement date	\$ 219,505	\$ 185,366
Changes in assumptions	186,427	246,564
Changes in proportionate share	587,175	435,271
Difference between expected and actual earnings on pension plan investments		346,660
Total Deferred Outflows	\$ 993,107	\$ 1,213,861
DEFERRED INFLOWS		
Differences between expected and actual experience rate	\$ (55,851)	\$ (64,553)
Changes in assumptions	(161,907)	
Difference between expected and actual earnings on pension plan investments	(140,151)	
Total Deferred Inflows	\$ (357,909)	\$ (64,553)

Amounts reported as deferred outflows of resources related to pensions will be recognized in pension expense as follows:

2019	\$ 252,910
2020	229,299
2021	19,725
2022	(90,544)
Thereafter	4,303
Total	\$ 415,693

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

5. OTHER POSTEMPLOYMENT BENEFITS

The Department implemented the provisions of GASB Statement No. 74 *Financial Reporting for Postemployment Benefits Plans Other Than Pensions* and GASB Statement No. 75 *Accounting and Financial Reporting for Postemployment Benefit Plans Other than Pensions*, effective January 1, 2017.

Plan Description

The Department participates in the Town of South Hadley's Other Postemployment Benefit Plan, a single employer defined benefit plan. As of January 1, 2017, the most recent actuarial valuation date, approximately 14 retirees and 17 active and inactive employees met the eligibility requirements. Benefits, benefit levels, employee and employer contributions are governed by Massachusetts General Laws, Chapter 32. The Plan does not issue a separate financial report.

Benefits Provided

The Plan offers medical, dental, and life insurance coverage to all eligible retired employees. A retired employee hired on or after April 2, 2012 becomes eligible upon reaching age 60 with ten years of service. A retired employee hired before April 2, 2012 becomes eligible upon reaching age 55 with 10 years of service or upon completing 20 years of service.

Contributions

As of December 31, 2018 and 2017, a retired employee contributes 26% to 45% of stated premiums for their chosen medical plan, 100% of stated premiums for their chosen dental plan, and 50% of the premiums for a \$5,000 group term life insurance benefit. The Department contributes the remainder of the medical, dental and life insurance plan costs on a pay-as-you-go basis.

Rate of Return

For the year ended December 31, 2018 and 2017, the annual money-weighted rate of return on investments, net of investment expense, was -4.17% and 14.89%, respectively. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

Actuarial Methods and Assumptions

The Department's net OPEB liability at December 31, 2018 and 2017 was measured as of December 31, 2018 and 2017, respectively, as determined by an actuarial study dated January 1, 2017. The measurement date for the total OPEB liability and valuation date for the fiduciary net position were the same.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

5. OTHER POSTEMPLOYMENT BENEFITS (CONTINUED)

Actuarial Methods and Assumptions (Continued)

The measurement of the total OPEB liability for 2018 and 2017 was determined by an independent actuary using the entry age normal cost method. The assumptions used to measure the total OPEB liability included an inflation assumption of 2.75% per year and salary increases of 3.00% per year. Healthcare coverage assumptions include acceptance rates which were consistent with elections made by retiring employees in recent years. The mortality assumptions were based on the RP-2000 Healthy Annuitant Mortality Table projected generationally with Scale BB and a base year of 2009 for both males and females for non-disabled members. The forgoing table was set forward three years for disabled members. The healthcare cost trend assumptions are based on a trend rate 5.00%.

The projected long-term real rate of return on OPEB plan investments was determined using a building block method, which considers historical performance data and future expectations for each major asset class, while also reflecting current capital market conditions. These best estimate ranges, net of long-term inflation are combined to produce the long-term expected rate of return of 5.84%.

The target allocation and best estimate of arithmetic real rates of return for each major asset classes for 2018 and 2017 are summarized in the following table:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-term Expected Real Rate of Return</u>
Cash	5.00%	0.00%
Domestic Equity - Large Cap	30.00%	4.00%
Domestic Equity - Small/Mid Cap	12.50%	6.00%
International Equities - Developed Markets	7.50%	4.50%
International Equities - Emerging Markets	0.00%	7.00%
Domestic Fixed Income	30.00%	2.00%
International Fixed Income	15.00%	3.00%
Real Estate	0.00%	6.50%
Alternatives	0.00%	6.25%
Totals	100.00%	

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

5. OTHER POSTEMPLOYMENT BENEFITS (CONTINUED)

Discount Rate

The discount rate used to measure the total OPEB liability was 5.75% in 2018 and 6.00% in 2017. The projection of cash flows used to determine the discount rate assumed that future employee and employer contributions will be made at rates equal to the actuarially determined contribution rates. Based on those assumptions, the plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive plan employees. 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 OPEB liability.

Sensitivity of the Net OPEB Liability to Changes in the Discount Rate

The following presents the Department's net OPEB liability at December 31, 2018 and 2017, calculated using a discount rate of 5.75% and 6.00% respectively, as well as what it would be if it were calculated using a one percent lower and one percent higher rate.

	2018		2017	
	Discount Rate	Net OPEB Liability	Discount Rate	Net OPEB Liability
1% Decrease	4.75%	\$ 734,876	5.00%	\$ 578,052
Current Rate	5.75%	\$ 510,805	6.00%	\$ 390,303
1% Increase	6.75%	\$ 386,405	7.00%	\$ 265,078

Sensitivity of the Net OPEB Liability to Changes in the Healthcare Cost Trend Rate

The following presents the Department's net OPEB liability at December 31, 2018 and 2017, calculated using a healthcare cost trend rate of 5.00%, as well as what it would be if it were calculated using a one percent lower and one percent higher rate.

	2018		2017	
	Healthcare Cost Trend Rate	Net OPEB Liability	Healthcare Cost Trend Rate	Net OPEB Liability
1% Decrease	4.00%	\$ 253,631	4.00%	\$ 145,472
Current Rate	5.00%	\$ 510,805	5.00%	\$ 390,303
1% Increase	6.00%	\$ 905,509	6.00%	\$ 730,898

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

5. OTHER POSTEMPLOYMENT BENEFITS (CONTINUED)

Changes in Net OPEB Liability

The following presents the changes in net OPEB liability for the year ended December 31:

	2018	2017
Total OPEB Liability		
Service cost	\$ 34,695	\$ 30,944
Interest	68,019	67,503
Differences between expected and actual experience	-	(120,349)
Changes in assumptions	47,800	-
Benefit payments, including refunds	(61,941)	(58,106)
	88,573	(80,008)
Net Change in Total Liability		
Total OPEB Liability - Beginning of Year	1,155,745	1,235,753
Total OPEB Liability - End of Year	\$ 1,244,318	\$ 1,155,745
Plan Fiduciary Net Position		
Employer contributions to the Trust	\$ 61,941	\$ 58,106
Benefit payments withdrawn from the Trust	(61,941)	(58,106)
Interest	45,927	39,973
Differences between projected and actual earnings on plan investments	(76,631)	2,124
Net investment income	(1,225)	57,134
Administrative expenses	-	-
	(31,929)	99,231
Net Change in Fiduciary Net Position		
Plan Fiduciary Net Position - Beginning of Year	765,442	666,211
Plan Fiduciary Net Position - End of Year	\$ 733,513	\$ 765,442
Net OPEB Liability - Beginning of Year	\$ 390,303	\$ 569,542
Net OPEB Liability - End of Year	\$ 510,805	\$ 390,303

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

5. OTHER POSTEMPLOYMENT BENEFITS (CONTINUED)

OPEB Expense, Deferred outflows and Deferred Inflows

For the years ended December 31, 2018 and 2017, the Department recognized OPEB expense of \$48,186 and \$33,372, respectively.

The following presents information about the OPEB related deferred outflows and deferred inflows at December 31:

	2018	2017
DEFERRED OUTFLOWS		
Changes in assumptions	\$ 38,240	\$ -
Difference between projected and actual earnings on OPEB plan investments	59,606	
Total Deferred Outflows	\$ 97,846	\$ -
DEFERRED INFLOWS		
Difference between expected and actual experience	\$ (86,062)	\$ (120,349)
Difference between projected and actual earnings on OPEB plan investments		(2,124)
Total Deferred Inflows	\$ (86,062)	\$ (2,124)

Amounts reported as deferred outflows and deferred inflows related to OPEB will be recognized in the OPEB expense as follows:

2019	\$ (9,826)
2020	(9,826)
2021	6,974
2022	24,462
Thereafter	
Total	\$ 11,784

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

6. COMMITMENTS AND CONTINGENCIES

Massachusetts Municipal Wholesale Electric Company

The Town of South Hadley, acting through its Light Department, is a participant in certain Projects of the Massachusetts Municipal Wholesale Electric Company (MMWEC). MMWEC is a public corporation and a political subdivision of the Commonwealth of Massachusetts, created as a means to develop a bulk power supply for its Members and other utilities. MMWEC is authorized to construct, own or purchase ownership interests in, and to issue revenue bonds to finance, electric facilities (Projects). MMWEC has acquired ownership interests in electric facilities operated by other entities and also owns and operates its own electric facilities. MMWEC sells all of the capability (Project Capability) of each of its Projects to its Members and other utilities (Project Participants) under Power Sales Agreements (PSAs). Among other things, the PSAs require each Project Participant to pay its *pro rata* share of MMWEC's costs related to the Project, which costs include debt service on the revenue bonds issued by MMWEC to finance the Project, plus 10% of MMWEC's debt service to be paid into a Reserve and Contingency Fund. In addition, should a Project Participant fail to make any payment when due, other Project Participants of that Project may be required to increase (step-up) their payments and correspondingly their Participant's share of that Project's Project Capability to an additional amount not to exceed 25% of their original Participant's share of that Project's Project Capability. Project Participants have covenanted to fix, revise and collect rates at least sufficient to meet their obligations under the PSAs.

MMWEC has issued separate issues of revenue bonds for each of its eight Projects, which are payable solely from, and secured solely by, the revenues derived from the Project to which the bonds relate, plus available funds pledged under MMWEC's Amended and Restated General Bond Resolution ("GBR") with respect to the bonds of that Project. The MMWEC revenues derived from each Project are used solely to provide for the payment of the bonds of any bond issue relating to such Project and to pay MMWEC's cost of owning and operating such Project and are not used to provide for the payment of the bonds of any bond issue relating to any other Project.

MMWEC operates the Stony Brook Intermediate Project and the Stony Brook Peaking Project, both fossil-fueled power plants. MMWEC has a 3.7% interest in the W.F. Wyman Unit No. 4 plant, which is operated and owned by its majority owner, FPL Energy Wyman IV, LLC, a subsidiary of NextEra Energy Resources LLC, and a 4.8% ownership interest in the Millstone Unit 3 nuclear unit, operated by Dominion Nuclear Connecticut, Inc. ("DNCI"), the majority owner and an indirect subsidiary of Dominion Resources, Inc. DNCI also owns and operates the Millstone Unit 2 nuclear unit. The operating license for the Millstone Unit 3 nuclear unit extends to November 25, 2045.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

6. COMMITMENTS AND CONTINGENCIES (CONTINUED)

Massachusetts Municipal Wholesale Electric Company (Continued)

A substantial portion of MMWEC's plant investment and financing program is an 11.6% ownership interest in the Seabrook Station nuclear generating unit operated by NextEra Energy Seabrook, LLC (NextEra Seabrook), the majority owner and an indirect subsidiary of NextEra Energy Resources LLC. The operating license for Seabrook Station extends to March 15, 2050.

Pursuant to the PSAs, the MMWEC Seabrook and Millstone Project Participants are liable for their proportionate share of the costs associated with decommissioning the plants, which costs are being funded through monthly Project billings. Also the Project Participants are liable for their proportionate share of the uninsured costs of a nuclear incident that might be imposed under the Price-Anderson Act ("Act"). Originally enacted in 1957, the Act has been renewed several times. In July 2005, as part of the Energy Policy Act of 2005, Congress extended the Act until the end of 2025.

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

MMWEC is involved in various legal actions. In the opinion of MMWEC management, the outcome of such actions will not have a material adverse effect on the financial position of the company.

As of December 31, 2018, total capital expenditures for MMWEC's Projects amounted to \$1,652,338,000, of which \$56,077,000 represents the amount associated with the Department's share of Project Capability. MMWEC's debt outstanding for the Projects from Power Supply Project Revenue Bonds totaled \$7,110,000, of which none is associated with the Department's share of Project Capability. As of December 31, 2018, MMWEC's total future debt service requirements on outstanding bonds issued for the Projects is \$7,419,000, of which none is anticipated to be billed to the Department in the future.

In addition, under the PSAs, the Department is required to pay to MMWEC its share of the Operation and Maintenance ("O&M") costs of the Projects in which it participates. The Department's total O&M costs including debt service under the PSAs were \$3,586,000 and \$4,134,000 for the years ended December 31, 2018 and 2017, respectively.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

6. COMMITMENTS AND CONTINGENCIES (CONTINUED)

Source of Labor Supply

Fifty percent of the Department's labor force is covered under a collective bargaining agreement between the South Hadley Electric Light Department and the International Brotherhood of Electrical Workers Local Union 455. The agreement expires June 30, 2020.

Claims and Judgements

From time to time, the Department is party to various pending claims and legal proceedings. Although the outcome of such matters cannot be forecasted with certainty, it is the opinion of management and the Department's legal counsel that the likelihood is remote that any such claim or proceeding will have a materially adverse effect on the Department's financial position or results of operations.

7. RISK MANAGEMENT

The Department is exposed to various risks of loss related to torts, theft of, damage to, and destruction of assets, errors and omissions, and natural disasters, for which the Department carries commercial insurance. There were no significant reductions in insurance coverage from the previous year. There were no settlements in excess of coverage in 2018 and 2017 and two settlements in excess of coverage in 2016.

8. CUMULATIVE EFFECT OF A CHANGE IN ACCOUNTING PRINCIPLE / RESTATEMENT

The Department implemented the provisions of GASB Statement No. 75 *Accounting and Financial Reporting for Postemployment Benefits Other than Pensions*, effective January 1, 2017. The cumulative effect of the implementation was reflected as a change in net position at January 1, 2017. In 2018, the Department adopted a change in measurement date for its other post-employment benefit plan, which would be considered a change in accounting principle. In 2017, the Department used a measurement date that was twelve month prior to its year end. In 2018, the Department changed to a measurement date consistent with its year end. Accordingly, this resulted in a change to the plan year data recognized in 2017 and the determination of the cumulative effect of the change in net position at January 1, 2017. The following reflects the change:

	<u>As Restated</u>	<u>As Originally Reported</u>
Net OPEB liability - January 1, 2017	\$ 77,749	\$ 85,589
Cumulative Effect of Change in Accounting Principle	\$ 77,749	\$ 85,589

The cumulative effect of the change in accounting principle includes the beginning of year net OPEB liability under GASB No. 75, less the original OPEB liability under GASB No. 45 and the deferred outflows for contributions made after the measurement date.

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

REQUIRED SUPPLEMENTARY INFORMATION (Unaudited)

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

RETIREMENT PLAN

Schedule of Changes in Total Pension Liability, Net Pension Liability, and Related Ratios

Changes in assumptions – As part of the January 1, 2018 valuation, the discount rate was changed from 7.50% to 7.45%. As part of the January 1, 2016 valuation, the discount rate was changed from 7.85% to 7.50%.

Schedule of Proportionate Share of Net Pension Liability

The following schedules present the multi-year trend information regarding the Department's proportionate share of the Hampshire County Retirement System's net pension liability for the years ending December 31:

	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Proportion of net pension liability for the most recent measurement date	2.0416%	2.3129%	1.8110%	1.5959%
Proportionate share of net pension liability for the most recent measurement rate	\$ 3,741,794	\$ 4,058,779	\$ 3,761,021	\$ 2,976,687
Covered payroll for the most recent measurement date	\$ 1,546,557	\$ 1,457,169	\$ 1,465,393	\$ 1,274,741
Proportionate share of net pension liability (asset) as a percentage of covered payroll	241.94%	278.54%	256.66%	233.51%
Plan fiduciary net position as a percentage of the total pension liability	63.15%	55.61%	55.29%	58.08%

Schedule of Employer Contributions to the Pension Plan

The following schedules present the multi-year trend information regarding employer contributions to the plan for the years ending December 31:

	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Actuarially determined contribution	\$ 404,871	\$ 374,795	\$ 360,342	\$ 276,896
Contribution in relation to the actuarially determined contribution	404,871	374,795	360,342	276,896
Contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -
Covered employee payroll	\$ 1,668,583	\$ 1,546,557	\$ 1,457,169	\$ 1,465,393
Contribution as a percentage of covered employee payroll	24.26%	24.23%	24.73%	21.72%

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT

REQUIRED SUPPLEMENTARY INFORMATION (Unaudited)

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

OTHER POST-EMPLOYMENT BENEFIT PLANS

Schedule of Changes in Net OPEB Liability and Related Ratios:

The following schedules present the multi-year trend information that demonstrates the components of change in the net OPEB liability from year to year, as well as trends in related statistical information. Information is presented related to all periods for which the required data is available. Amounts presented are determined as of the measurement date of December 31:

	<u>2018</u>	<u>2017</u>	<u>2016</u>
Total OPEB Liability			
Service cost	\$ 34,695	\$ 30,944	\$ 30,942
Interest	68,019	67,503	71,255
Differences between expected and actual experience	-	(120,349)	-
Changes in assumptions	47,800	-	-
Benefit payments, including refunds	(61,941)	(58,106)	(45,495)
Net Change in Total Liability	88,573	(80,008)	56,702
Total OPEB Liability - Beginning of Year	1,155,745	1,235,753	1,179,051
Total OPEB Liability - End of Year	<u>\$ 1,244,318</u>	<u>\$ 1,155,745</u>	<u>\$ 1,235,753</u>
Plan Fiduciary Net Position			
Employer contributions to the Trust	\$ 61,941	\$ 58,106	\$ 45,495
Benefit payments withdrawn from the Trust	(61,941)	(58,106)	(45,495)
Interest	45,927	39,973	36,948
Differences between projected and actual earnings on plan investments	(76,631)	2,124	-
Net investment income	(1,225)	57,134	13,455
Administrative expenses	-	-	-
Net Change in Fiduciary Net Position	(31,929)	99,231	50,403
Plan Fiduciary Net Position - Beginning of Year	765,442	666,211	615,808
Plan Fiduciary Net Position - End of Year	<u>\$ 733,513</u>	<u>\$ 765,442</u>	<u>\$ 666,211</u>
Net OPEB Liability - Beginning of Year	<u>\$ 390,303</u>	<u>\$ 569,542</u>	<u>\$ 563,243</u>
Net OPEB Liability - End of Year	<u>\$ 510,805</u>	<u>\$ 390,303</u>	<u>\$ 569,542</u>
Plan Fiduciary Net Position as a Percentage of Total OPEB Liability	58.95%	66.23%	53.91%
Covered Employee Payroll	\$ 1,816,138	\$ 1,763,241	\$ 1,711,884
Net OPEB Liability as a Percentage of Covered Employee Payroll	28.13%	22.14%	33.27%
Annual Money Weighted Rate of Return on OPEB Plan Investments	-4.17%	14.89%	8.18%

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
REQUIRED SUPPLEMENTARY INFORMATION (Unaudited)
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

OTHER POST-EMPLOYMENT BENEFIT PLANS (Continued)

Schedule of Changes in Net OPEB Liability and Related Ratios (continued):

Changes in assumptions – As part of the January 1, 2017 valuation, the discount rate was changed from 6.00% to 5.75%. As part of the December 31, 2016 valuation, the mortality table was updated from the RP-2000 M projected to 2017 to the RP-2000 Healthy Annuity Mortality table projected generationally with scale BB and a base males and females. In addition, the discount rate was changed from 4.00% to 6.00%.

Schedule of Employer Contributions to the OPEB Plan

The following schedules present the multi-year trend information regarding employer contributions to the plan for the years ending December 31:

	<u>2018</u>	<u>2017</u>	<u>2016</u>
Actuarially determined contribution	\$ 70,956	\$ 61,730	\$ 45,495
Contribution in relation to the actuarially determined contribution	61,941	58,106	45,495
Contribution deficiency (excess)	<u>\$ 9,015</u>	<u>\$ 3,624</u>	<u>\$ -</u>
Covered-employee payroll	\$ 1,816,138	\$ 1,763,241	\$ 1,711,884
Contribution as a percentage of covered employee payroll	3.41%	3.30%	2.66%

SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
OTHER INFORMATION (Unaudited)
SCHEDULES OF OPERATING EXPENSES
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

	<u>2018</u>	<u>Restated 2017</u>
OPERATING EXPENSES		
Cost of Power Sold		
Purchased power	\$ 7,666,352	\$ 6,743,511
Transmission expense	2,554,743	2,383,206
Supplies and expense	248,580	399,933
Total Cost of Power Sold	<u>10,469,675</u>	<u>9,526,650</u>
Distribution Expense		
Salaries and wages	609,020	634,608
Supplies and expense	321,816	303,435
Total Distribution Expense	<u>930,836</u>	<u>938,043</u>
Customer Accounts Expense		
Salaries and wages	253,732	238,317
Supplies and expense	203,042	204,623
Total Customer Accounts Expense	<u>456,774</u>	<u>442,940</u>
General and Administrative Expense		
Salaries and wages	654,550	525,436
Supplies and expense	265,016	255,595
Pension and benefits (as restated)	724,775	684,143
Insurance	99,370	105,906
Legal and consulting	174,049	171,405
General	29,056	21,341
Total General and Administrative Expense	<u>1,946,816</u>	<u>1,763,826</u>
Depreciation Expense		
Distribution and general plant	1,055,978	1,051,891
TOTAL OPERATING EXPENSES	<u><u>\$ 14,860,079</u></u>	<u><u>\$ 13,723,350</u></u>

See Independent Auditors' Report.