

Oklahoma Municipal Power Authority

A Component Unit of the State of Oklahoma

Financial Statements

Including Independent Auditors' Report

As of and for the Years Ended December 31, 2016 and 2015

Oklahoma Municipal Power Authority
A Component Unit of the State of Oklahoma
As Of And For The Years Ended December 31, 2016 and 2015

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Oklahoma Municipal Power Authority
Edmond, Oklahoma

Report on the Financial Statements

We have audited the accompanying financial statements of Oklahoma Municipal Power Authority (the Authority), a component unit of the State of Oklahoma, as of and for the years ended December 31, 2016 and 2015, and the related notes to the financial statements, which collectively comprise the Oklahoma Municipal Power Authority'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 audits. We conducted our audits 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 over financial reporting relevant to the Authority'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 Authority'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.

To the Board of Directors
Oklahoma Municipal Power Authority

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Oklahoma Municipal Power Authority as of December 31, 2016 and 2015, 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.

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 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 issued our report dated March 31, 2017 on our consideration of the Oklahoma Municipal Power Authority's internal control over financial reporting and on 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 or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the Oklahoma Municipal Power Authority's internal control over financial reporting and compliance.

Baker Tilly Virchow Krause, LLP

Madison, Wisconsin
March 31, 2017

Oklahoma Municipal Power Authority
A Component Unit of the State of Oklahoma
Management's Discussion and Analysis
December 31, 2016 and 2015
(Unaudited)

Introduction

The following Management's Discussion and Analysis, or MD&A, serves as an introduction to the financial statements of the Oklahoma Municipal Power Authority (also referred to as the Authority or OMPA). It is intended to be an objective and easily understandable analysis of significant financial, operating activities and events for the fiscal year ending December 31, 2016 compared to the fiscal year ended December 31, 2015. It also provides an overview of the Authority's general financial condition and results of operations for the fiscal year ending December 31, 2015 compared to the previous fiscal year ending December 31, 2014.

Basic Financial Statements

Statement of Net Position

Assets are separated into current and non-current categories. Current assets include restricted and unrestricted cash and investments, accounts receivable, inventory, prepayments and other current assets. Non-current assets include restricted and unrestricted investments, costs recoverable in future periods, net capital assets and other non-current assets.

GASB Concept Statement No. 4, *Elements of Financial Statements*, defines deferred outflows of resources as the consumption of net assets in one period that are applicable to future periods. The Authority defines accumulated decrease in fair value of hedging derivatives, unamortized loss on advance refunding of bonds, and pension related items as deferred outflows of resources in the Statement of Net Position.

Consistent with the reporting of assets on the Statement of Net Position, liabilities are segregated into current and non-current categories. Current liabilities include accounts payable, interest payable and current portion of long term debt and notes payable, current portion of derivative liabilities, and other accrued expenses. Non-current liabilities includes long-term debt and notes payable, and non-current derivative liabilities.

Deferred inflows of resources are defined in GASB Concept Statement No. 4, as the acquisition of net assets that apply to future periods. The Authority defines rate stabilization and pension related items as deferred inflow of resources in the Statement of Net Position.

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Statement of Revenues, Expenses and Change in Net Position

Operating results are reported separately from non-operating results. Non-operating results relate primarily to financing and investing activities. These statements identify operating revenues from sales to cities (system) and energy market sales (off-system). Operating expenses are presented by major cost category. Revenues remaining are available to service debt, finance capital activities, and to cover contingencies.

Statement of Cash Flows

The Statement of Cash Flows presents cash flows from operating activities, capital and related financing activities, non-capital financing activities, and investing activities. These statements are prepared using the direct method, which reports gross cash receipts and payments, and presents a reconciliation of operating income to net cash provided by operating activities.

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Assets and Deferred Outflows of Resources

	<u>2016</u>	<u>2015</u>	<u>2014</u>
Utility plant, net	\$ 488,391,374	\$ 501,576,785	\$ 502,330,246
Non-current investments	79,653,572	75,498,496	76,562,140
Other assets	127,937,886	125,761,477	128,766,643
Current assets	<u>101,602,745</u>	<u>117,252,180</u>	<u>133,931,244</u>
Total assets	<u>797,585,577</u>	<u>820,088,938</u>	<u>841,590,273</u>
Deferred outflows of resources	<u>29,264,498</u>	<u>36,292,734</u>	<u>36,785,206</u>
Total assets and deferred outflows of resources	<u>\$ 826,850,075</u>	<u>\$ 856,381,672</u>	<u>\$ 878,375,479</u>

Liabilities, Deferred Inflows of Resources and Net Position

Long-term debt, net	\$ 711,286,667	\$ 735,704,659	\$ 760,486,275
Current portion of long-term debt	23,909,678	22,877,620	22,012,755
Other current liabilities	37,488,405	42,703,804	42,433,000
Other non-current liabilities	<u>6,750,147</u>	<u>8,620,954</u>	<u>8,418,655</u>
Total liabilities	<u>779,434,897</u>	<u>809,907,037</u>	<u>833,350,685</u>
Deferred inflows of resources	<u>13,155,239</u>	<u>12,517,032</u>	<u>13,024,013</u>
Net position			
Net investment in capital assets	(28,437,780)	(33,885,251)	(36,668,721)
Restricted	32,652,648	34,491,627	40,972,155
Unrestricted	<u>30,045,071</u>	<u>33,351,227</u>	<u>27,697,347</u>
Total net position	<u>34,259,939</u>	<u>33,957,603</u>	<u>32,000,781</u>
Total liabilities, deferred inflows of resources and net position	<u>\$ 826,850,075</u>	<u>\$ 856,381,672</u>	<u>\$ 878,375,479</u>

Oklahoma Municipal Power Authority
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**Revenues, Expenses and Changes
in Net Position**

	<u>2016</u>	<u>2015</u>	<u>2014</u>
Operating revenues			
System	\$ 162,376,074	\$ 160,145,750	\$ 179,448,648
Off-system	22,407,913	23,804,731	13,564,654
Non-operating revenues			
Investment income	2,164,357	1,710,054	2,142,536
Other revenue	37,440	8,621	4,070
Lease revenue	2,399,112	2,518,978	2,632,057
Deferred revenues (costs)	<u>1,305,138</u>	<u>(176,469)</u>	<u>(472,322)</u>
Total revenues	<u>190,690,034</u>	<u>188,011,665</u>	<u>197,319,643</u>
Operating expenses	156,618,344	154,296,176	161,699,145
Non-operating expenses			
Interest expense, net	30,569,071	29,486,397	30,139,531
Amortization	1,721,996	2,768,784	3,345,112
(Increase)/decrease in fair value of investments	<u>1,478,287</u>	<u>(496,514)</u>	<u>(3,939,740)</u>
Total expenses	<u>190,387,698</u>	<u>186,054,843</u>	<u>191,244,048</u>
Net increase in net position	<u>\$ 302,336</u>	<u>\$ 1,956,822</u>	<u>\$ 6,075,595</u>

Financial Highlights

OMPA experienced a slight growth in power and energy revenues in 2016. Growth in peak demand remained lackluster in 2016 with system peak demand of 745 MW compared to 743 MW in 2015. Authority supplied energy increased in 2016 approximately 4% to 2,547 GWH from 2,446 GWH in 2015. In 2016 summer temperatures remained mild but were closer to normal than in 2015. Also, there was a reduction in the amount of Federal hydro power supplied to participating OMPA cities. Charges per KWH to full requirements cities continued to decline in 2016 for the second consecutive year to an average of 6.27 cents per KWH in 2016 from 6.34 cents per KWH in 2015, principally due to low natural gas prices.

The adjustment of investments to fair value had an unfavorable impact in 2016 of \$1,478,287 compared to a favorable adjustments of \$496,514 and \$3,939,740 in 2015 and 2014, respectively. However, the Authority typically holds all investments until maturity, so the fair value gains and losses during the term of the investments are not normally realized.

On October 5, 2016, The Authority issued \$124,315,000 of Series 2016A Power Supply System Revenue Refunding Bonds. The 2016 series bonds carry a fixed interest rate of 2.25% to 5.00% and are due January 2028 through 2047. The proceeds were used to refund all of the Authority's Series 2007A Bonds.

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On November 21, 2014, the Authority issued \$88,740,000 of Series 2014A and \$34,440,000 of Series 2014B Power Supply System Revenue Refunding Bonds. The 2014 series bonds carry a fixed interest rate of 3.000% to 5.000% and are due January 2019 through 2038. The proceeds were used to refund all or a portion of the Authority's Series 2001B Bonds, Series 2003A Bonds and Series 2008A Bonds.

Net costs recoverable in future years represent the amount by which depreciation/amortization either exceeds or is less than principal repayment on debt. The Authority sets rates to cities on a cash basis utilizing essentially level debt service, and the deferred costs allow the Authority to convert from cash-based rates to accrual accounting. Principal repayment on debt exceeded depreciation /amortization resulting in an increase to net position of \$1,305,138 in 2016 and a decrease of net position of \$176,469 and \$472,322 in 2015 and 2014, respectively.

Utility Plant and Debt Administration

Utility Plant

Net utility plant decreased \$13,185,000 and \$753,000 in 2016 and 2015, respectively. Utility plant increased \$48.6 million in 2014, primarily due to the completion of the Charles D. Lamb Energy Center. On-site construction of the Charles D. Lamb Energy Center began in March 2014, and was completed in June 2015. The facility will meet the Authority's capacity needs for the foreseeable future.

At December 31, 2016, generation plant in service, including fuel reserves, totaled \$424.9 million, net of depreciation. Electric plant consisted of generation plant in the amount of \$421.9 million that represents ownership in 162 megawatts of undivided ownership in plants in Texas, Louisiana and Arkansas, 110 megawatts of the undivided ownership in the McClain plant, 156 megawatts of undivided ownership in the Redbud plant, plus 240 megawatts of generating plant owned and operated by the Authority in Oklahoma. Electric plant also includes lignite reserves that totaled \$3 million at year end 2016.

The Authority also has \$17.6 million of general plant, net of depreciation, consisting of substation facilities, a small amount of transmission lines, and the OMPA headquarters building.

Debt Administration

Revenue bonds outstanding at year end 2016 were \$666.8 million, including the current portion of debt paid January 3, 2017. This amount excludes the FPL Wind Energy note of approximately \$37.8 million that is secured by lease revenues from FPL Wind Energy. The revenue bonds outstanding in 2015 and 2014 were \$699 million and \$719 million, respectively. The current portion of revenue bonds payable at year end 2016, in the amount of \$21.7 million, was paid in January 2017.

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Southwest Power Pool Integrated Marketplace

On March 1st, 2014, the Southwest Power Pool (SPP) launched the Integrated Marketplace. SPP became the central authority, administering day ahead energy and operating reserves products across the entire market footprint. The Integrated Marketplace also includes financial products for transmission congestion hedging. OMPA staff was well prepared during the market start, and the launch was a success. This was a significant change from the SPP Energy Imbalance Service market that OMPA operated in since 2007. As expected, when the Integrated Market launched, physical bi-lateral energy trading in SPP was significantly reduced. The Integrated Marketplace schedules generating resources from all market participants in order to achieve the most economic resource mix. In the current low gas price environment, the Authority has benefited from its mix of high efficiency gas generation. The net benefit from market participation was \$20.4 million, \$22.6 million and \$6.3 million in 2016, 2015 and 2014, respectively.

Contacting the Authority's Financial Management

Questions about this report or requests for additional financial information can be directed to:

OMPA
Manager of Accounting Services
P.O. Box 1960
Edmond, Oklahoma 73083-1960

Oklahoma Municipal Power Authority
A Component Unit of the State of Oklahoma
Statements of Net Position

As Of And For The Years Ended December 31, 2016 and 2015

Assets and Deferred Outflows of Resources

	<u>2016</u>	<u>2015</u>
Utility Plant, at Cost		
Utility plant in service	\$ 732,811,008	\$ 704,378,503
Less accumulated depreciation	<u>(290,242,710)</u>	<u>(265,551,595)</u>
	442,568,298	438,826,908
Construction in progress	3,476,028	18,041,341
Intangible plant assets, net	4,479,468	4,723,336
Leased electric plant, net	<u>37,867,580</u>	<u>39,985,200</u>
	<u>488,391,374</u>	<u>501,576,785</u>
Non-current Restricted Investments	<u>52,617,377</u>	<u>55,296,465</u>
Non-current Investments	<u>27,036,195</u>	<u>20,202,031</u>
Other Assets		
Unamortized organization costs and other assets	512,517	597,937
Net costs recoverable in future years	115,785,364	114,021,119
Other non-current assets	<u>11,640,005</u>	<u>11,142,421</u>
	<u>127,937,886</u>	<u>125,761,477</u>
Total non-current assets	<u>695,982,832</u>	<u>702,836,758</u>
Current Assets		
Cash and cash equivalents	5,180,630	10,722,721
Investments	---	1,994,400
Interest receivable	345,763	332,151
Accounts receivable	22,279,000	14,664,122
Inventory	7,908,259	14,219,817
Other current assets	603,252	527,759
Restricted cash and cash equivalents	42,329,624	51,954,693
Restricted investments	22,024,800	21,625,534
Restricted interest receivable	<u>931,417</u>	<u>1,210,983</u>
	<u>101,602,745</u>	<u>117,252,180</u>
Total current assets	<u>101,602,745</u>	<u>117,252,180</u>
Total assets	<u>797,585,577</u>	<u>820,088,938</u>
Deferred Outflow of Resources		
Accumulated decrease in fair value of hedging derivatives	4,712,534	12,940,288
Amounts relating to pensions	3,099,463	1,394,417
Unamortized loss on advance refunding of bonds	<u>21,452,501</u>	<u>21,958,029</u>
	<u>49,264,501</u>	<u>36,292,734</u>
Total assets and deferred outflows of resources	<u>\$ 826,850,075</u>	<u>\$ 856,381,672</u>

**Liabilities, Deferred Inflows of Resources
and Net Position**

	<u>2016</u>	<u>2015</u>
Long-term Liabilities		
Revenue bonds payable	\$ 645,120,000	\$ 677,845,000
Less unamortized net premium/(discount)	<u>30,543,765</u>	<u>19,992,079</u>
	675,663,765	697,837,079
Note payable	<u>35,622,902</u>	<u>37,867,580</u>
	<u>711,286,667</u>	<u>735,704,659</u>
Net pension liability	3,081,110	1,094,248
Non-current derivative liability	<u>3,669,037</u>	<u>7,526,706</u>
Total non-current liabilities	<u>718,036,814</u>	<u>744,325,613</u>
Current Liabilities		
Accounts payable	14,774,673	14,375,048
Accrued expenses	8,148,418	7,166,461
Interest payable	13,521,817	15,748,713
Current portion of long-term debt	21,665,000	20,760,000
Current portion of note payable	2,244,678	2,117,620
Current derivative liability	<u>1,043,497</u>	<u>5,413,582</u>
Total current liabilities	<u>61,398,083</u>	<u>65,581,424</u>
Total liabilities	<u>779,434,897</u>	<u>809,907,037</u>
Deferred Inflow of Resources		
Amounts relating to pensions	1,088,063	1,521,399
Unearned revenue – rate stabilization	12,067,176	10,995,633
Net Position		
Net investment in capital assets	(28,437,780)	(33,885,251)
Restricted – expendable for		
Debt service	22,571,270	24,616,133
Capital acquisitions	123,612	1,452,744
Specific operating activities	9,957,766	8,422,750
Unrestricted	<u>30,045,071</u>	<u>33,351,227</u>
Total net position	<u>34,259,939</u>	<u>33,957,603</u>
Total liabilities, deferred inflow of resources and net position	<u>\$ 826,850,075</u>	<u>\$ 856,381,672</u>

Oklahoma Municipal Power Authority
A component Unit of the State of Oklahoma
Statements of Revenues, Expenses and Changes in Net Position
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Operating Revenues		
System	\$ 162,376,074	\$ 160,145,750
Off-system	<u>22,407,913</u>	<u>23,804,731</u>
	<u>184,783,987</u>	<u>183,950,481</u>
Operating Expenses		
Purchased power	31,684,283	35,360,298
Generation	70,846,064	70,109,963
Transmission	19,760,074	18,672,883
Other operating expenses	9,242,582	8,007,533
Depreciation	<u>25,085,341</u>	<u>22,145,499</u>
	<u>156,618,344</u>	<u>154,296,176</u>
Operating Income	<u>28,165,643</u>	<u>29,654,305</u>
Non-operating Revenues (Expenses)		
Investment income	2,164,357	1,710,054
Net increase/(decrease) in fair value of investments	(1,478,287)	496,514
Other non-operating income	37,440	8,621
Lease revenue	2,399,112	2,518,978
Amortization of organization costs	(85,420)	(85,420)
Amortization of regulatory asset - pension	(151,520)	(888,093)
Amortization of other assets	<u>(411,042)</u>	<u>(395,009)</u>
	<u>2,474,640</u>	<u>3,365,645</u>
Interest and debt expense		
Interest expense – revenue bonds	(29,632,063)	(28,426,384)
Build America Bond subsidy proceeds	1,462,104	1,458,965
Interest expense – other	(2,399,112)	(2,518,978)
Amortization of loss on bond refunding, discount and bond issue costs	<u>(1,074,014)</u>	<u>(1,400,262)</u>
	<u>(31,643,085)</u>	<u>(30,886,659)</u>
Net non-operating expenses	(29,168,445)	(27,521,014)
Net Deferred Revenue (Cost) Recoverable in Future Years	<u>1,305,138</u>	<u>(176,469)</u>
Increase in net position	302,336	1,956,822
Net Position, Beginning of Year	<u>33,957,603</u>	<u>32,000,781</u>
Net Position, End of Year	<u>\$ 34,259,939</u>	<u>\$ 33,957,603</u>

Oklahoma Municipal Power Authority
A Component Unit of the State of Oklahoma
Statements of Cash Flows
For the Years Ended December 31, 2016 and 2015

	2016	2015
Cash Flows from Operating Activities		
Cash received from customers	\$ 178,240,652	\$ 184,660,637
Cash paid to suppliers	(117,335,576)	(131,232,677)
Cash paid to employees	<u>(7,944,038)</u>	<u>(7,814,386)</u>
Net cash provided by operating activities	<u>52,961,038</u>	<u>45,613,574</u>
Cash Flows from Capital and Related Financing Activities		
Proceeds from issuance of bonds	124,315,000	—
Payment on bonds refunded	(135,375,000)	—
Payment of bond issue costs	(831,778)	—
Bond issuance premium	11,509,990	—
Capital expenditures for utility plant	(15,089,136)	(26,254,729)
Interest paid on long-term debt	(31,858,959)	(26,568,495)
BAB subsidies received	1,462,104	1,458,965
Principal payments on long-term debt	<u>(20,760,000)</u>	<u>(20,015,000)</u>
Net cash provided by/(used in) capital and related financing activities	<u>(66,627,779)</u>	<u>(71,379,259)</u>
Cash Flows from Investing Activities		
Proceeds from sales and maturities of investments	160,244,776	102,307,784
Purchases of investments	(164,283,003)	(80,956,597)
Lease receivable receipts	70,059	2,468,918
Payments made for lease receivables	—	(611,433)
Income received on investments	<u>2,467,750</u>	<u>1,587,405</u>
Net cash used in investing activities	<u>(1,500,418)</u>	<u>24,796,077</u>
Increase/(Decrease) in Cash and Cash Equivalents	(15,167,159)	(969,608)
Cash and Cash Equivalents, Beginning of Year	<u>62,677,414</u>	<u>63,647,023</u>
Cash and Cash Equivalents, End of Year	<u>\$ 47,510,254</u>	<u>\$ 62,677,414</u>
Consisting of		
Cash and cash equivalents	\$ 5,180,630	\$ 10,722,721
Restricted cash and cash equivalents	<u>42,329,624</u>	<u>51,954,693</u>
Total cash and cash equivalents	<u>\$ 47,510,254</u>	<u>\$ 62,677,414</u>

	<u>2016</u>	<u>2015</u>
Noncash Items from Investing and Capital and Related Financing Activities		
Change in fair value of investments	\$ <u>(1,478,287)</u>	\$ <u>496,514</u>
Discount accretion/premium amortization on investments	\$ <u>(230,498)</u>	\$ <u>65,776</u>
Reduction of note payable and depreciation expense on leased electric plant	\$ <u>2,117,620</u>	\$ <u>1,997,755</u>
Capital expenditures for utility plant included in accounts payable	\$ <u>395,326</u>	\$ <u>1,167,750</u>

	<u>2016</u>	<u>2015</u>
Reconciliation of Operating Income to Net Cash Provided by Operating Activities		
Operating income	\$ 29,865,643	\$ 29,654,305
Adjustments to reconcile net operating revenues to net cash provided by operating activities		
Depreciation	24,786,179	21,862,370
Amortization of other assets included in operating expenses	147,642	(604,964)
Unearned revenues – rate stabilization	221,543	—
Changes in assets and liabilities which provided/(used) cash		
Accounts receivable	(7,614,878)	710,156
Inventory	6,311,558	(5,074,153)
Other current assets	(2,060,656)	(392,410)
Accounts payable and accrued expenses	<u>1,304,007</u>	<u>(541,730)</u>
Net cash provided by operating activities	\$ <u>52,961,038</u>	\$ <u>45,613,574</u>

Oklahoma Municipal Power Authority
A Component Unit of the State of Oklahoma
Notes to Financial Statements

As of and for the Years Ended December 31, 2016 and 2015

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

The Oklahoma Municipal Power Authority (the Authority) is a governmental agency of the state of Oklahoma created in 1981 pursuant to the Oklahoma Municipal Power Authority Act to provide a means of municipal electric systems in Oklahoma to jointly plan, finance, acquire and operate electrical power supply facilities necessary to meet the electrical energy requirements of their consumers. As an agency of the State of Oklahoma (the State), the Authority is subject to the State of Oklahoma Council of Bond Oversight, and is bound by various state statutes related to units of the State. The Authority's employees are eligible to participate in the State retirement plan. The Authority is a discretely presented component unit in the financial statements of the State of Oklahoma.

On July 1, 1985, the Authority began selling electric power to its participating municipalities under Power Sales Contracts. The Power Sales Contracts have a primary term through December 31, 2027. In 2005, Amendment No. 1 to the Power Sales Contract was executed by the Authority and members representing over 99% of the Authority's load. Amendment No. 1 provides for a rolling 15-year notice of termination of the Power Sales Contract by either the Authority or the participating municipalities commencing in 2013. No participating municipality has given a notice of termination and neither has the Authority. Under the Power Sales Contract, either the participating municipality or the Authority may limit the power and energy to be purchased or provided. The Authority has not elected to limit its obligation to provide power and energy under the Power Sales Contracts, nor have any of the participating municipalities elected to limit their obligation to purchase full requirements power from the Authority.

The Authority has a 100% ownership interest in a 64 megawatts (MW) gas fired combined cycle generating facility, a 42 MW simple cycle gas fired generating facility, a 104 MW simple cycle gas fired generating facility, and a 29 MW hydroelectric generating facility. All of these facilities are located in or near Ponca City, Oklahoma.

The Authority also has joint ownership of 23%, 13%, 11.72%, 6.67%, 3.906% and 2.344% in six other generating facilities, having total generating capacities of 478 MW, 1,200 MW, 690 MW, 650MW, 650 MW and 650 MW, respectively. All of the joint ownership facilities are operated by other entities. The Authority has also entered into certain power purchase and transmission arrangements in order to supplement generating capacity owned by the Authority and to provide for the transmission of the Authority's power and energy to the participating municipalities.

The Authority bills participants and other power purchasers monthly for power used. The terms generally require payment within 20 days of the billing date. The Authority does not require participants to collateralize the obligation related to power billed.

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 disclosure of contingent assets and

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

System of Accounts and Basis of Accounting

The Authority's accounts are maintained in accordance with the Uniform System of Accounts of the Federal Energy Regulatory Commission, as required by the Power Sales Contracts with the participating municipalities, and in conformity with accounting principles generally accepted in the United States of America using the accrual basis of accounting, including the application of regulatory accounting as described in Governmental Accounting Standards Board (GASB) Statement No. 62 - *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*.

The Authority considers electric revenues and costs that are directly related to the generation, purchase, transmission and distribution of electricity to be operating revenues and expenses. Revenues and expenses related to financing and other activities are reflected as non-operating.

GASB issued Statement No. 68 – *Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27* and Statement No. 71 – *Pension Transition for Contributions Made Subsequent to the Measurement Date – an amendment of GASB Statement No. 68*, in June 2012 and November 2013, respectively. These statements establish accounting and financial reporting standards for the accounting and reporting to the Authority's cost-sharing multiple employer pension plan. This statement replaces the requirements of Statement No. 27, *Accounting for Pensions by State and Local Governmental Employers*. The utility adopted these statements effective January 1, 2015. The cumulative impact of implementation is shown in Note 6.

In 2015, GASB issued Statement No. 72 – *Fair Value Measurements and Application*. The statement addresses accounting and financial reporting issues to fair value measurements. It defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The standard was implemented January 1, 2016.

Utility Plant and Depreciation

Utility plant is recorded at cost, including capitalized net interest cost on borrowed funds used for construction of utility plant. Capitalized net interest cost on borrowed funds includes amortization of bond discounts and bond premiums, interest expense and interest income. The Authority capitalized \$2,493,510 and \$4,988,783 of interest in 2016 and 2015, respectively.

Depreciation of generating facilities in which the Authority holds an undivided ownership interest is calculated on a straight-line basis using a group-composite method over the expected services' lives, which range from 20 to 45 years. Depreciation of other utility plant is calculated on a straight-line basis using the estimated useful lives of the depreciable property, which range from three to 10 years. A half year convention is generally used for all assets when placed in service, except in instances where specific assumptions have been made for rate making purposes. Retirements together with removal costs, less salvage value, are charged to accumulated depreciation based upon average unit cost.

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The cost of major replacements of property is capitalized to utility plant accounts. The cost of maintenance, repairs and replacements of minor items of property is expensed as incurred.

The Authority has implemented GASB Statement No. 51, *Financial Reporting for Intangible Assets* (Statement 51). Statement 51 requires that all intangible assets not specifically excluded by its scope be classified as capital assets. Intangible assets are amortized using the straight line method over a period of 5 to 40 years.

Cash Equivalents

For the purpose of the statement of cash flow, cash and cash equivalents have original maturities of three months or less from the date of acquisition. The Authority considers investments in government security money market funds to be cash equivalents.

Investments and Investment Income

The Authority accounts for investments at their fair value. Fair value is determined using quoted market prices. Investment income and net increase or decrease in the fair market value of investments are presented in the Statement of Revenues, Expenses and Change in Net Position.

Accounts Receivable

Accounts receivable are stated at the amount billed plus any accrued and unpaid interest. Accounts receivable are ordinarily due 20 days from the billing date. Accounts that are unpaid after the due date bear interest at a local bank's prime rate per month. The Authority does not consider an allowance for uncollectible accounts necessary. Its customers are municipalities and historically receivables have been collectible.

Inventory Pricing

Inventory consists of fuel stock and is stated at weighted average cost.

Letter of Credit

The Authority holds transmission credit rights, which are financial obligations, issued by Southwest Power Pool (SPP) designed to mitigate variability in transmission costs by equalizing the difference in two locational marginal pricing points along the electric grid through a payment. SPP requires the posting of collateral to secure these obligations. The Authority has secured a letter of credit in the amount of \$1.5 million from the Bank of Oklahoma to satisfy this collateral requirement. At December 31, 2016, there was no collateral required by SPP. At December 31, 2015, the SPP collateral requirement was \$1,432,352.

Organization Costs

Development activity costs incurred by the Authority through June 30, 1985, are included in organization costs. Such costs are being amortized on a straight-line basis over 37 years in

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accordance with the Authority's rate-making policy.

Net Costs Recoverable in Future Years

The Power Sales Contracts with the participating municipalities provide for billings to those municipalities for output and services of the generating facilities, for payment of current operating and maintenance expenses (excluding depreciation and amortization), for payment of scheduled debt principal and interest, and for deposits in certain funds, all in compliance with the bond resolutions. Net deferred costs recoverable in future years represent the amount by which depreciation/amortization exceeds principal repayment on debt. The Authority sets rates to cities on a cash basis utilizing essentially level debt service, and the deferred costs allow the Authority to convert from cash-based rates to accrual accounting. Net deferred cost will become a reduction in net income at such future time as the principal repayment exceeds depreciation and amortization. Annual budgets and changes in power rates are approved by the Authority's Board of Directors. During 2016 and 2015, billings to participating municipalities under Power Sales Contracts were \$163,761,720 and \$158,608,667, respectively.

Costs recoverable in future periods also includes a regulatory asset related to the pension plan. The regulatory asset totaled \$1,069,710 and \$1,221,230 at December 31, 2016 and 2015, respectively.

Other Non-current Assets

Lease Receivables

The Authority has established a policy whereby customers can borrow funds to finance improvements to their municipal electric systems. All lending is approved by the Authority's Board and is generally limited to 30% of the customers previous 12 month billing from the Authority. The leases are classified as other assets on the Authority's balance sheet. Lease receivables from cities totaled \$537,008 and \$607,067 at December 31, 2016 and 2015, respectively.

Deferred Outflows 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.

Unamortized Loss on Advance Refundings

Financing costs incurred in connection with the issuance of Power Supply System Revenue Bonds and losses on advance refundings of previous bonds have been deferred. These amounts are being amortized over the life of the respective bonds in accordance with the Authority's rate-making policy.

Derivative Financial Instruments

The Authority has implemented GASB Statement No. 53 Accounting and Financial Reporting for Derivative Instruments (Statement 53). Statement 53 addresses the recognition, measurement, and

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disclosure of information regarding derivative instruments entered into by state and local governments. The Authority has entered into an interest rate swap (Note 8) to synthetically cap the effects of the short-term fluctuations in the variable interest rates. The contract requires the Authority to pay a fixed rate and receive a variable price based upon indices. This transaction meets the requirements of Statement No. 53. Realized gains or losses on the interest rate swap are recorded as either a reduction of or an addition to interest expense.

The Authority uses commodity price swap contracts (Note 9) to hedge the effects of fluctuations in the prices for natural gas during the Authority's peak sales periods. The contracts require the Authority to pay a fixed price for natural gas and receive a variable price based upon common indices. These transactions meet the requirements of Statement No. 53. Realized gains and losses on commodity swap contracts are recorded as either a reduction of or addition to fuel cost.

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 Oklahoma Public Employees Retirement System (OPERS) and additions to/deductions from OPERS fiduciary net position have been determined on the same basis as they are reported by OPERS. For this purpose, 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.

Compensated Absences

Under terms of employment, employees are granted vacation and sick leave in varying amounts based on years of service. Only benefits considered vested are disclosed in these statements. Vested vacation leave is accrued when earned in the financial statements. The liability is liquidated from the general operating revenue of the Authority.

Long-Term Obligations

Long-term debt and other obligations are reported as Authority liabilities. Bond premiums and discounts, are amortized over the life of the bonds using the effective-interest method. Gains or losses on prior refundings are amortized over the remaining life of the old debt or the life of the new debt, whichever is shorter. The balance at year end for premiums and discounts is shown as an increase or decrease in the liability section of the statement of net position. The balance at year end for the loss on refunding is shown as a deferred outflow in the statement of net position.

Deferred Inflows of Resources

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

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Unearned Revenues – Rate Stabilization

The Authority designs its electric service rates to recover costs, as defined above, of providing power supply services. In order to minimize possible future rate increases, each year the Authority determines a rate stabilization amount to be charged or credited to revenues. There were rate stabilization contributions of \$1,071,543 and \$0 in 2016 and 2015, respectively. These amounts are reflected as increases or decreases in unearned revenues – rate stabilization in the accompanying statements of net position. Rate stabilization deferrals or withdrawals are approved by the Board of Directors through the budget approval process.

Net Position

Net position of the Authority is classified in three components. Net investment in capital assets, consists of capital assets, net of accumulated depreciation, and reduced by the outstanding balances of borrowings used to finance the purchase or construction of those assets. Restricted assets are non-capital assets that must be used for a particular purpose as specified by creditors, grantors or donors external to the Authority, including amounts deposited with trustees as required by bond indentures, reduced by the outstanding balances of any related borrowings. Unrestricted assets are remaining assets less remaining liabilities that do not meet the definition of net investment in capital assets or restricted assets. When both restricted and unrestricted resources are available for use for the same purpose, it is the Authority’s policy to use unrestricted resources first, then restricted resources as they are needed.

Risk Management

The Authority manages its risks through coverages provided by private insurers for workers’ compensation, employee dishonesty and boiler/machinery and other property risks by the State of Oklahoma’s Risk Management Administration for automobile and tort liabilities. Settled claims have not exceeded reserves in the last three years. There were no significant reductions in coverage compared to prior year.

Income Taxes

The Authority is exempt from Federal income taxes, as it is a political subdivision of the State. The Authority is exempt from Oklahoma state income taxes as provided under the Municipal Power Authority Act.

Major Customers

The Authority currently serves 42 municipalities in Oklahoma and three partial requirements customers. Six full requirements customers accounted for approximately 67% and 68% of the Authority’s operating revenues (two of which accounted for 49 % and 51% of the Authority’s operating revenues) for the years ended December 31, 2016 and 2015, respectively.

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Effect of New Accounting Standards on Current Period Financial Statements

GASB has approved GASB Statement No. 73, *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68, and Amendments to Certain Provisions of GASB Statements 67 and 68*, Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, Statement No. 80, *Blending Requirements for Certain Component Units, and amendment of GASB Statement No. 14*, Statement No. 81, *Irrevocable Split-Interest Agreements*, Statement No. 82, *Pension Issues, an amendment of GASB Statements No. 67, No. 68 and No. 73*, Statement No. 83, *Certain Asset Retirement Obligations*, Statement No. 84, *Fiduciary Activities*, and Statement No. 85, *Omnibus 2017*. When they become effective, application of these standards may restate portions of these financial statements.

Comparative Data

Certain amounts presented in the prior year have been reclassified in order to be consistent with the current year's presentation.

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Note 2: Deposits, Investments and Investment Income

Summary of Carrying Values

The carrying values of deposits and investments shown above are included in the Statements of Net Position as follows:

	2016	2015
Carrying value		
Deposits	\$ 2,146,020	\$ (2,797,141)
Investments	<u>147,042,606</u>	<u>164,592,985</u>
	<u>\$ 149,188,626</u>	<u>\$ 161,795,844</u>
Included in the following Statement of Net Position captions:		
Cash and cash equivalents	\$ 5,180,630	\$ 10,722,721
Investments – current	—	1,994,400
Non-current investments	27,036,195	20,202,031
Restricted cash and cash equivalents	42,329,624	51,954,693
Restricted investments – current	22,024,800	21,625,534
Non-current restricted investments	<u>52,617,377</u>	<u>55,296,465</u>
	<u>\$ 149,188,626</u>	<u>\$ 161,795,844</u>

The Authority further classifies these deposits and investments as follows:

Operating and maintenance funds	\$ 32,216,826	\$ 32,919,151
Debt service funds	35,198,641	39,190,771
Debt service reserve funds	55,455,541	55,313,133
Construction funds	<u>26,317,618</u>	<u>34,372,789</u>
	<u>\$ 149,188,626</u>	<u>\$ 161,795,844</u>

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Deposits

Custodial credit risk is the risk that in the event of a bank failure, a government's deposits may not be returned to it. The Authority's deposit policy for custodial credit risk requires compliance with the provisions of state law.

State law requires collateralization of all deposits with federal depository insurance; bonds and other obligations of the U.S. Treasury, U.S. agencies or instrumentalities of the State; bonds of any city, county, school district or special road district of the State; bonds of any state; or a surety bond having an aggregate value at least equal to the amount of the deposits.

None of the Authority's bank balances of \$2,414,265 and (\$2,797,141) were exposed to custodial credit risk at December 31, 2016 and 2015, respectively.

The Authority has collateral in the form of a line of credit with FHLBank of Topeka for \$1.5 million and \$1 million as of December 31, 2016 and 2015, respectively.

Investments

The management of investments is under the custody of the Authority's management. Investing is performed in accordance with the formally adopted investment policies of the Authority. The funds may be invested in (1) direct obligations of the United States government of which the full faith and credit of the United States government is pledged; (2) certificates of deposit at savings and loan associations and banks, which are federally insured or when the funds are secured by acceptable collateral; (3) savings accounts at savings and loan associations and banks, to the extent they are fully federally insured; (4) any bonds or other obligations guaranteed by any agency or corporation that has been created pursuant to an Act of Congress as an agency or instrumentality of the United States of America; (5) bonds, notes or other evidences of the indebtedness issued or guaranteed by any corporation which are, at the time of purchase, rated by two nationally recognized rating agencies in their highest rating category; (6) repurchase agreements secured by 1 or 4 above provided collateral is kept safe by a representative of the Authority; and (7) interests in portfolios of money market instruments containing obligations described above. Any un-invested funds shall be deposited in a bank or banks within Oklahoma that are approved and designated by the Board of Directors of the Authority. The management of investments in the bond funds is performed in accordance with applicable bond indentures.

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 methods and inputs as outlined below. No investments are reported at amortized cost. Adjustments necessary to record investments at fair value are recorded in the operating statement as increases or decreases in investment income. Market values may have changed significantly after year end.

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At December 31, 2016 and 2015, the Authority had the following investments and maturities:

December 31, 2016					
Type	Fair Value	Maturities in Years			
		Less Than 1	1-5	6-10	More Than 10
U.S. agencies obligations	\$ 101,678,372	\$ 22,024,800	\$ 33,642,397	\$ 32,333,101	\$ 13,678,074
Money market funds	<u>45,364,254</u>	<u>45,364,254</u>	<u>—</u>	<u>—</u>	<u>—</u>
	<u>\$ 147,042,626</u>	<u>\$ 67,389,054</u>	<u>\$ 33,642,397</u>	<u>\$ 32,333,101</u>	<u>\$ 13,678,074</u>

December 31, 2015					
Type	Fair Value	Maturities in Years			
		Less Than 1	1-5	6-10	More Than 10
U.S. agencies obligations	\$ 99,118,429	\$ 23,619,934	\$ 31,565,350	\$ 20,575,688	\$ 23,357,457
Money market funds	<u>65,474,556</u>	<u>65,474,556</u>	<u>—</u>	<u>—</u>	<u>—</u>
	<u>\$ 164,592,985</u>	<u>\$ 89,094,490</u>	<u>\$ 31,565,350</u>	<u>\$ 20,575,688</u>	<u>\$ 23,357,457</u>

Interest Rate Risk – As a means of limiting its exposure to fair value losses arising from rising interest rates, the Authority’s investment policy limits investments of operating and maintenance funds with a term beyond five years to a total of \$11 million, with \$4 million of this amount invested at 10 years or less. The debt service reserve accounts may be invested beyond 10 years provided the yield is adequate. The money market mutual funds are presented as an investment with a maturity of less than one year because they are redeemable in full immediately. The Authority’s was in compliance with this policy at December 31, 2016 and 2015.

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Credit Risk – Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. The various bond indentures limit the types of investments the Authority may invest in and the related credit risk of those investments. At December 31, 2016, the Authority’s investments in U.S. agencies obligations not directly guaranteed by the U.S. government were rated as follows:

Investment	Moody’s	S&P	Fitches
U.S. agency securities not directly guaranteed by the U.S. government	Aaa	AA+	AAA
Money market mutual funds	Aaa	AAAm	AAAmmf

At December 31, 2015, the Authority’s investments in U.S. agencies obligations not directly guaranteed by the U.S. government were rated as follows:

Investment	Moody’s	S&P	Fitches
U.S. agency securities not directly guaranteed by the U.S. government	Aaa	AA+	AAA
Money market mutual funds	Aaa	AAAm	AAAmmf

Custodial Credit Risk – For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. All of the underlying securities for the Authority’s investments at December 31, 2016 and 2015 are held by the counterparties in the Authority’s name.

Concentration of Credit Risk – The Authority places no limit on the amount that may be invested in any one issuer. At December 31, 2016, the Authority’s investment in agency obligations of Federal National Mortgage Association, Federal Home Loan Bank, Federal Farm Credit Bank, and Federal Home Loan Mortgage Corporation constituted 13.29%, 22.09%, 21.57% and 10.84%, respectively, of its total investments. At December 31, 2015, the Authority’s investment in agency obligations of Federal National Mortgage Association, Federal Home Loan Bank, Federal Farm Credit Bank, and Federal Home Loan Mortgage Corporation constituted 7.52%, 36.48%, 13.72% and 2.43%, respectively, of its total investments.

Fair Value

The Authority 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 are significant unobservable inputs.

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The valuation methods for fair value measurement for 2016 are as follows:

Investment	Level 1	Level 2	Level 3
U.S. agency securities	\$ ---	\$101,678,372	\$---
Money Market Funds	45,364,254	---	---
Interest Rate Swaps	---	(4,408,636)	---
Natural Gas Hedges	(303,899)	---	---

The valuation methods for fair value measurement for 2015 are as follows:

Investment	Level 1	Level 2	Level 3
U.S. agency securities	\$ ---	\$99,118,429	\$---
Money Market Funds	65,474,556	---	---
Interest Rate Swaps	---	(6,158,731)	---
Natural Gas Swaps	(6,781,557)	---	---

U.S. agency securities and money market funds are valued using matrix pricing techniques, interest rate swaps are valued using an option adjusted discounted cash flow model, and gas swaps are valued with quoted market prices.

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Note 3: Electric Utility Plant

Electric utility plant assets activity for the years ended December 31, 2016 and 2015, were:

	2016			
	January 1	Additions	Retirements	December 31
Non-depreciable plant				
Construction work in progress	\$ <u>18,041,341</u>	\$ <u>3,343,799</u>	\$ <u>(17,909,112)</u>	\$ <u>3,476,028</u>
Depreciable plant				
General plant	28,364,165	1,265,375	—	29,629,540
Generation plant	673,065,270	27,109,086	—	700,174,356
Fuel reserves, net	2,949,069	58,043	—	3,007,112
Intangible assets	7,633,873	592,838	—	8,226,711
Leased electric plant	<u>57,739,000</u>	<u>—</u>	<u>—</u>	<u>57,739,000</u>
Total depreciable plant	<u>769,751,377</u>	<u>29,025,342</u>	<u>—</u>	<u>798,776,719</u>
Total electric utility plant	<u>787,792,718</u>	<u>32,369,141</u>	<u>(17,909,112)</u>	<u>802,252,747</u>
Less accumulated depreciation for				
General plant	(10,891,777)	(1,094,428)	—	(11,986,205)
Generation plant	(254,659,819)	(23,604,878)	8,192	(278,256,505)
Intangible assets	(2,910,537)	(836,706)	—	(3,747,243)
Leased electric plant	<u>(17,753,800)</u>	<u>(2,117,620)</u>	<u>—</u>	<u>(19,871,420)</u>
Total accumulated depreciation	<u>(286,215,933)</u>	<u>(27,653,632)</u>	<u>8,192</u>	<u>(313,861,373)</u>
Electric utility plant, net	<u>\$ 501,576,785</u>	<u>\$ 4,715,509</u>	<u>\$ (17,900,920)</u>	<u>\$ 488,391,374</u>

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	2015			
	January 1	Additions	Retirements	December 31
Non-depreciable plant				
Construction work in progress	\$ 89,238,289	\$ 6,110,078	\$ (77,307,026)	\$ 18,041,341
Depreciable plant				
General plant	27,586,591	777,574	—	28,364,165
Generation plant	581,107,781	91,957,489	—	673,065,270
Fuel reserves, net	2,468,571	516,428	(35,930)	2,949,069
Intangible Assets	5,903,615	1,730,258	—	7,633,873
Leased electric plant	<u>57,739,000</u>	<u>—</u>	<u>—</u>	<u>57,739,000</u>
Total depreciable plant	<u>674,805,558</u>	<u>94,981,749</u>	<u>(35,930)</u>	<u>769,751,377</u>
Total electric utility plant	<u>764,043,847</u>	<u>101,091,827</u>	<u>(77,342,956)</u>	<u>787,792,718</u>
Less accumulated depreciation for				
General plant	(9,861,470)	(1,030,307)	—	(10,891,777)
Generation plant	(233,976,701)	(20,737,690)	54,572	(254,659,819)
Intangible Assets	(2,119,385)	(791,152)	—	(2,910,537)
Leased electric plant	<u>(15,756,045)</u>	<u>(1,997,755)</u>	<u>—</u>	<u>(17,753,800)</u>
Total accumulated depreciation	<u>(261,713,601)</u>	<u>(24,556,904)</u>	<u>54,572</u>	<u>(286,215,933)</u>
Electric utility plant, net	<u>\$ 502,330,246</u>	<u>\$ 76,534,923</u>	<u>\$ (77,288,384)</u>	<u>\$ 501,576,785</u>

The following reconciles depreciation expense as reported above to the statements of revenues, expenses and changes in net position:

	2016	2015
Depreciation expense, as reported above	\$ 27,653,633	\$ 24,556,904
Reduction of note payable and depreciation expense on leased electric plant	(2,117,620)	(1,997,755)
Amortization of intangible assets	<u>(450,672)</u>	<u>(413,650)</u>
Depreciation expense as reported in the statements of revenues, expenses and changes in net position	<u>\$ 25,085,341</u>	<u>\$ 22,145,499</u>

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Note 4: Long-term Liabilities

Long-term liability activity for the years ended December 31, 2016 and 2015, are as follows:

	2016				Amounts Due Within One Year
	January 1	Additions	Payments or Amortization	December 31	
Revenue bonds payable	\$ 698,605,000	\$ 124,315,000	\$(156,135,000)	\$ 666,785,000	\$ 21,665,000
Less unamortized net (discount)/premium	<u>19,992,079</u>	<u>12,637,698</u>	<u>(2,086,012)</u>	<u>30,543,765</u>	<u>—</u>
Total revenue bonds payable	718,597,079	136,952,698	(158,221,012)	697,328,765	21,665,000
Note payable	39,985,200	—	(2,117,620)	37,867,580	2,244,678
Net pension liability	1,094,248	1,986,862	—	3,081,110	—
Derivative liabilities	<u>12,940,288</u>	<u>—</u>	<u>(8,227,754)</u>	<u>4,712,534</u>	<u>1,043,497</u>
Total long-term liabilities	<u>\$ 772,616,815</u>	<u>\$ 138,939,560</u>	<u>\$(168,566,386)</u>	<u>\$ 742,989,989</u>	<u>\$ 24,953,175</u>
	2015				Amounts Due Within One Year
	January 1	Additions	Payments or Amortization	December 31	
Revenue bonds payable	\$ 718,620,000	\$ —	\$ (20,015,000)	\$ 698,605,000	\$ 20,760,000
Less unamortized net (discount)/premium	<u>21,896,075</u>	<u>—</u>	<u>(1,903,996)</u>	<u>19,992,079</u>	<u>—</u>
Total revenue bonds payable	740,516,075	—	(21,918,996)	718,597,079	20,760,000
Note payable	41,982,955	—	(1,997,755)	39,985,200	2,117,620
Net pension liability	552,236	542,012	—	1,094,248	—
Derivative liabilities	<u>11,746,531</u>	<u>1,193,757</u>	<u>—</u>	<u>12,940,288</u>	<u>5,413,582</u>
Total long-term liabilities	<u>\$ 794,797,797</u>	<u>\$ 1,735,769</u>	<u>\$(23,916,751)</u>	<u>\$ 772,616,815</u>	<u>\$ 28,291,202</u>

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Revenue Bonds Payable

The Authority has issued Power Supply System Revenue Bonds to finance portions of its acquisition and construction activities and establish bond reserve investments.

Revenue bonds outstanding at December 31, 2016 and 2015, are as follows:

	2016	2015
Power Supply System Revenue Bonds, Series 1992B, 4.65% to 6.00%, due January 1, 1997 to January 1, 2024	\$ 52,720,000	\$ 61,905,000
Power Supply System Revenue Bonds, Series 2005A, Variable Rate Demand Obligations (0.72% and 0.01% at December 31, 2016 and 2015, respectively), due January 1, 2007 to January 1, 2023	32,400,000	36,100,000
Power Supply System Revenue Bonds, Series 2007A, 4.125% to 4.75%, due January 1, 2028 to January 1, 2047	---	135,375,000
Power Supply System Revenue Bonds, Series 2008A, 5.00% to 6.00%, due January 1, 2015 to January 1, 2038	6,000,000	9,000,000
Power Supply System Revenue Bonds, Series 2010A, 2.00% to 5.00%, due January 1, 2011 to January 1, 2028	85,685,000	90,560,000
Power Supply System Revenue Bonds, Series 2010B, 6.31% to 6.44%, due January 1, 2039 to January 1, 2045	70,000,000	70,000,000
Power Supply System Revenue Bonds, Series 2013A, 3.125% to 4.00%, due January 1, 2028 to January 1, 2047	132,920,000	132,920,000
Power Supply System Revenue Bonds, Series 2013B, 3.625% to 5.00%, due January 1, 2024 to January 1, 2030	39,565,000	39,565,000
Power Supply System Revenue Refunding Bonds, Series 2014A, 3.00% to 5.00%, due January 1, 2019 to January 1, 2038	88,740,000	88,740,000
Power Supply System Revenue Refunding Bonds, Series 2014B, 3.00% to 5.00%, due January 1, 2021 to January 1, 2027	34,440,000	34,440,000
Power Supply System Revenue Refunding Bonds, Series 2016A, 2.25% to 5.00%, due January 1, 2028 to January 1, 2047	<u>124,315,000</u>	<u>---</u>
	666,785,000	698,605,000
Less current portion of revenue bonds payable	<u>21,665,000</u>	<u>20,760,000</u>
Revenue bonds payable less current portion	<u>\$ 645,120,000</u>	<u>\$ 677,845,000</u>

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Principal and interest payments of revenue bonds (assuming a 5.80% on the 2005A bonds) for the years ending after December 31, 2016, are as follows:

Year Ending December 31,	Principal	Interest	Total
2017	\$ 21,665,000	\$ 26,062,375	\$ 47,727,375
2018	22,775,000	28,768,584	51,543,584
2019	22,465,000	27,509,572	49,974,572
2020	23,425,000	26,323,034	49,748,034
2021	22,685,000	25,084,172	47,769,172
2022 – 2026	115,615,000	107,753,345	223,368,345
2027 – 2031	95,035,000	82,114,202	177,149,202
2032 – 2036	81,900,000	63,323,339	145,223,339
2037 – 2041	103,565,000	44,947,474	148,512,474
2042 – 2046	128,645,000	22,378,652	151,023,652
2047	<u>29,010,000</u>	<u>1,188,550</u>	<u>30,198,550</u>
	<u>\$ 666,785,000</u>	<u>\$ 455,453,299</u>	<u>\$1,122,238,299</u>

The bonds are payable from, and collateralized by, a pledge of and security interest in the proceeds of the sale of the bonds, the operating revenues of the Authority and assets in the funds established by the respective bond resolution. Interest on all fixed rate and term rate bonds is payable semiannually on January 1 and July 1; interest on variable rate bonds is payable on the first business day of each month. Neither the State nor any political subdivision thereof, nor any participating municipality which has contracted with the Authority, is obligated to pay principal or interest on the bonds. The Authority does not have any taxing authority. Additionally, the Authority must have approval from the State of Oklahoma Council of Bond Oversight in order to issue bonds.

The Power Supply System Revenue Bonds, Series 1992B, Series 1994A, Series 2003B and Series 2005A were issued to advance refund previously outstanding bonds of the Authority. The differences between the Authority's net carrying amount of the refunded bonds and the net proceeds of the refunding bonds were deferred and are being amortized over the terms of the refunding bonds. The transactions resulted in a net reduction of debt service cost over the term of the refunding bonds.

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The net proceeds of the Series 1992B and Series 1994A bonds have been irrevocably deposited with an escrow agent and have been used to purchase direct obligations of the United States government. The principal and interest on these obligations will be sufficient to pay the refunded bonds at their maturity and to pay interest to such date. Upon establishment of the escrow account, the refunded bonds are considered to be defeased and are no longer considered obligations of the Authority. As of December 31, 2016 and 2015, the Authority's only remaining defeased bonds are the Series 1992A, which have a balance of \$32,910,000 and \$34,725,000, respectively. These bonds are not considered to be outstanding obligations of the Authority.

On February 13, 2001, the Authority issued \$45,000,000 of Power Supply System Revenue Bonds, Series 2001A. Additionally, on February 23, 2001, the Authority issued \$25,575,000 of Power Supply System Revenue Bonds, Series 2001B. The proceeds from the 2001 bond issuances were used by the Authority to fund the purchase of 23% undivided interest in the McClain generating facility located outside of Oklahoma City, Oklahoma. The Series 2001B bonds bore interest at a variable interest rate pursuant to a weekly auction rate process until April 16, 2008, at which time the Authority converted them to a term rate mode at an interest rate of 3.85% through December 31, 2011. The Series 2001B bonds were remarketed on January 1, 2012, the mandatory tender date, in a private placement with Wells Fargo Bank, N.A. In November 2014, the Authority issued the Series 2014B Power Supply System Revenue Refunding Bonds which refunded the Series 2001B bonds.

On April 1, 2003, the Series 2003A bonds were issued in the amount of \$16,100,000 to fund the second gas turbine located in Ponca City, Oklahoma. The Series 2003A bonds bore interest at a variable interest rate pursuant to a weekly auction rate process until April 16, 2008, at which time the Authority converted them to a term rate mode at an interest rate of 3.875% through June 30, 2012. The Series 2003A bonds were remarketed on July 1, 2012. The bonds were remarketed in a fixed term rate mode at an interest rate of 1.20% for a subsequent interest period ending January 3, 2015. In November 2014, the Authority issued the Series 2014B Power Supply System Revenue Refunding Bonds which refunded the Series 2003A bonds.

The Authority issued Series 2003B Revenue Refunding Bonds on November 5, 2003, to refund the majority of the Series 1994B bonds. The scheduled payment of principal and interest on the Series 2003B bonds are guaranteed under an insurance policy issued by Financial Security Assurance Inc.

The Authority issued Series 2005A Revenue Refunding Bonds on October 6, 2005, to refund the outstanding balance of the Series 1990A bonds. A refunding loss of approximately \$4.9 million was recorded and will be amortized over the life of the new bond issue. The refunding provided a present value refunding savings of approximately \$3,600,000. The Series 2005A bonds bore a variable interest rate pursuant to a weekly auction rate process until November 21, 2008, at which time the Authority converted them to daily mode (Variable Rate Demand Obligations). The Series 2005A bonds are limited to a per annum interest rate of 14%. The Series 2005A bonds, when issued initially in the auction rate mode, were insured by MBIA Insurance Corporation.

The Authority issued \$135,375,000 Series 2007A of Power Supply System Revenue Bonds on March 22, 2007. The proceeds of this issue were used for the construction of the John W. Turk Jr.

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power plant, the acquisition of the Redbud generating plant, construction costs of the OMPA headquarters building and other miscellaneous projects. A portion of these funds were intended for the construction of the Redrock generating facility, which has subsequently been cancelled. The 2007A bonds carry a fixed interest rate of 4.125% to 4.54% and are due January 2028 thru January 2047. The scheduled payment of principal and interest on the 2007A bonds are guaranteed by Financial Guaranty Insurance Company. In October 2016, the Authority issued the Series 2016A Power Supply System Revenue Refunding Bonds which refunded the Series 2007A bonds.

The Authority issued \$99,330,000 of Series 2008A Power Supply System Revenue Bonds on October 30, 2008. The proceeds were used for the construction of the John W. Turk Jr. power plant, the acquisition of the Redbud generating plant, and other capital projects. The Series 2008A bonds carry a fixed interest rate of 5.00% to 6.00% and are due January 2015 thru January 2038. There is no bond insurance policy associated with the Series 2008A bonds.

On March 10, 2010, the Authority issued \$111,260,000 of Series 2010A Power Supply Refunding Bonds. Proceeds from this issue were used for the refunding of \$89,055,000 of the Power Supply Revenue Bonds Series 1994A, and \$27,710,000 of the Power Supply Revenue Bonds Series 2001A. The Series 2010A bonds carry a fixed interest rate of 2.00% to 5.00% and are due January 2011 thru January 2028. The transaction resulted in a net refunding loss of \$9,609,104, and had a net present value savings of 6.13%.

The Authority issued \$70,000,000 of Series 2010B Power Supply System Revenue Bonds (Federally Taxable Build America Bonds – Direct Pay) on August 11, 2010. The proceeds were used for the construction of the John W. Turk Jr. power plant and other capital projects. The Series 2010B bonds carry a fixed interest rate of 6.31% to 6.44% and are due January 2039 thru January 2045. The Authority receives a Federal subsidy equal to 33% of interest payable.

On January 31, 2013, The Authority issued \$132,900,000 of Series 2013A Power Supply System Revenue Bonds. The Series 2013A bonds carry a fixed interest rate of 3.125% to 4.000% and are due January 2028 thru 2047. The proceeds are primarily being used for the construction of the Charles D. Lamb Energy Center, a 103 MW simple cycle peaking plant to be located in Ponca City, Oklahoma. Interest expense on this issue has been, and will be, capitalized from the date of issue through July 1, 2016, in the total amount of \$17,549,786. This interest will be paid out of bond proceeds and consequently not collected in rates to participants. Interest capitalized for the years ending December 31, 2016 and December 31, 2015 was \$2,493,510 and \$4,988,783, respectively.

On August 1, 2013, The Authority issued \$39,565,000 of Series 2013B Power Supply System Revenue Bonds. The Series 2013B bonds carry a fixed interest rate of 3.625% to 5.000% and are due January 2024 thru 2030. The proceeds are primarily being used for capacity upgrades at the McClain and Redbud plants, and to fund environmental compliance upgrades at the Authority's co-owned coal plants.

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On November 21, 2014, The Authority issued \$88,740,000 of Series 2014A and \$34,440,000 of Series 2014B Power Supply System Revenue Refunding Bonds. The 2014 series bonds carry a fixed interest rate of 3.000% to 5.000% and are due January 2019 through 2038. The proceeds were used to refund \$25,575,000 of the Authority's Series 2001B Bonds, \$16,100,000 of the Authority's Series 2003A Bonds and \$87,330,000 of the Authority's Series 2008A Bonds. The transaction resulted in a net refunding loss of \$14,262,936, and had a net present value savings of 6.11%.

On October 5, 2016, The Authority issued \$124,315,000 of Series 2016A Power Supply System Revenue Refunding Bonds. The 2016A series bonds carry a fixed interest rate of 2.25% to 5.000% and are due January 2028 through 2047. The proceeds were used to refund \$135,375,000 of the Authority's Series 2007A Bonds. The transaction resulted in a net refunding loss of \$2,527,805, and had a net present value savings of 14.99%.

Under the bond resolutions, the Authority has covenanted that it will establish and collect rents, rates and charges under the Power Sales Contracts and will otherwise charge and collect rents, rates and charges for the use or sale of the output, capacity or service of its system which, together with other available revenues, are reasonably expected to yield net revenues for the 12-month period commencing with the effective date of such rents, rates and charges equal to at least 1.10 times the aggregate debt service for such period and, in any event, as are required, together with other available funds, to pay or discharge all other indebtedness, charges and liens payable out of revenues under the resolutions.

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Note Payable

The Authority has issued \$57,739,000 in a taxable limited obligation note. The note bears an interest rate of 6%. Annual principal and interest payments of \$4,516,732 are due through December 31, 2028. The note is payable solely from lease payments made by FPL Energy Oklahoma Wind, LLC on a leased electric plant (*Note 11*) with no recourse to the Authority.

Principal and interest payments of the note payable for the years ending after December 31, 2016, are as follows:

Year Ending December 31,	Principal	Interest	Total
2017	\$ 2,244,678	\$ 2,272,055	\$ 4,516,733
2018	2,379,358	2,137,374	4,516,732
2019	2,522,120	1,994,613	4,516,733
2020	2,673,447	1,843,285	4,516,732
2021	2,833,854	1,682,879	4,516,733
2022 – 2026	16,933,179	5,650,483	22,583,662
2027 – 2028	<u>8,280,944</u>	<u>752,521</u>	<u>9,033,465</u>
	<u>\$ 37,867,580</u>	<u>\$ 16,333,210</u>	<u>\$ 54,200,790</u>

Note 5: Restricted Assets

At December 31, 2016 and 2015, restricted net position is available for the following purposes:

	2016	2015
Debt service	\$ 22,571,270	\$ 24,616,133
Capital acquisitions	123,612	1,452,744
Specific operating activities	<u>9,957,766</u>	<u>8,422,750</u>
Total restricted expendable net position	<u>\$ 32,652,648</u>	<u>\$ 34,491,627</u>

The restrictions of the various accounts are as follows:

- Specific operating activities – By the end of each month, this account is to include sufficient monies to provide for payment of the succeeding month’s expenses.
- Capital acquisitions – This account is restricted for payment of construction costs & capital acquisitions.
- Debt service accounts – This account is restricted for payment of the current portion of bond principal and interest, and maintenance of debt service reserves sufficient to cover the maximum annual principal and interest requirements of the respective related bond issues.

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Note 6: Defined Benefit Pension Plan Participation

Plan description

The Authority, as the employer, participates in Oklahoma Public Employees Retirement Plan—a cost-sharing multiple-employer defined benefit pension plan administered by the Oklahoma Public Employees Retirement System (OPERS). Title 74 of the Oklahoma State Statutes grants the authority to establish and amend the benefit terms to the OPERS. OPERS issues a publicly available financial report that can be obtained at www.opers.ok.gov.

Benefits provided

OPERS provides retirement, disability, and death benefits to members of the plan. Members qualify for full retirement benefits at their specified normal retirement age or, for any person who became a member prior to July 1, 1992, when the sum of the member's age and years of credited service equals or exceeds 80 (Rule of 80), and for any person who became a member after June 30, 1992, when the member's age and years of credited service equals or exceeds 90 (Rule of 90). Normal retirement date is further qualified to require that all members employed on or after January 1, 1983 must have six or more years of full-time equivalent employment with a participating employer before being eligible to receive benefits. Credited service is the sum of participating and prior service. Prior service includes nonparticipating service before January 1, 1975, or the entry date of the employer and active wartime military service. A member with a minimum of ten years of participating service may elect early retirement with reduced benefits beginning at age 55 if the participant became a member prior to November 1, 2011, or age 60 if the participant became a member on or after November 1, 2011. As of November 1, 2015, the OPERS plan is closed to new participants.

Benefits are calculated for each member category as follows:

Employees

- Benefits are determined at 2% of the average annual salary received during the highest thirty-six months of the last ten years of participating service, but not to exceed the applicable annual salary cap, multiplied by the number of years of credited service. Members who join OPERS on or after July 1, 2013, will have their salary averaged over the highest 60 months of the last ten years. Normal retirement age under the Plan is 62 or Rule of 80/90 if the participant became a member prior to November 1, 2011, or age 65 or Rule of 90 if the participant became a member on or after November 1, 2011.

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- Members who elect to pay the additional contribution rate, which became available in January 2004, will receive benefits using a 2.5% computation factor for each full year the additional contributions are made. In 2004, legislation was enacted to provide an increased benefit to retiring members who were not yet eligible for Medicare. The Medicare Gap benefit option became available to members under age 65 who retired on or after May 1, 2006. Members may elect to receive a temporary increased benefit to cover the cost of health insurance premiums until the member is eligible to receive Medicare. After the member becomes eligible for Medicare, the retirement benefit will be permanently reduced by an actuarially determined amount. The option is irrevocable, must be chosen prior to retirement, and is structured to have a neutral actuarial cost to the Plan.
- Members become eligible to vest fully upon termination of employment after attaining eight years of credited service, or the members' contributions may be withdrawn upon termination of employment.

Disability retirement benefits are available for members having eight years of credited service whose disability status has been certified as being within one year of the last day on the job by the Social Security Administration. Disability retirement benefits are determined in the same manner as retirement benefits, but payable immediately without an actuarial reduction.

Upon the death of an active member, the accumulated contributions of the member are paid to the member's named beneficiary in a single lump sum payment. If a retired member elected a joint annuitant survivor option or an active member was eligible to retire with either reduced or unreduced benefits or eligible to vest the retirement benefit at the time of death, benefits can be paid in monthly payments over the life of the spouse if the spouse so elects.

Upon the death of a retired member, the Plan will pay a \$5,000 death benefit to the member's beneficiary or estate of the member if there is no living beneficiary. The death benefit will be paid in addition to any excess employee contributions or survivor benefits due to the beneficiary.

Contributions

The contribution rates for each member category of the Plan are established by the Oklahoma Legislature after recommendation by the Board based on an actuarial calculation, which is performed to determine the adequacy of such contribution rates. Employees are required to contribute 3.5% percent of their annual pay. Participating entities are required to contribute 16.5% of the employees' annual pay. Contributions to the pension plan from the Authority for were \$920,625 and \$882,688 in 2016 and 2015, respectively.

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Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

The Authority reported a liability of \$3,081,110 and \$1,094,248 for its proportionate share of the net pension liability at December 31, 2016 and 2015, respectively. The net pension liability was measured as of June 30, 2016, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2015. The Authority's proportion of the net pension liability was based on the Authority's contributions received by the pension plan relative to the total contributions received by pension plan for all participating employers as of June 30th. Based upon this information, the Authority's proportion was 0.31058% and .030422% in 2016 and 2015, respectively.

The Authority recognized pension expense of \$624,298 at December 31, 2016. The Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows Of Resources	Deferred Inflows Of Resources
Differences between expected and actual experience	\$ ---	\$ 135,421
Changes of assumptions	492,665	---
Net difference between projected and actual earnings on pension plan investments	2,242,088	952,642
Authority contributions subsequent to the measurement date	364,710	---
Total	\$ 3,099,463	\$ 1,088,063

The Authority recognized pension expense of \$6,456 at December 31, 2015. The Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows Of Resources	Deferred Inflows Of Resources
Differences between expected and actual experience	\$ 903,377	\$ 121,666
Changes of assumptions	17,024	---
Net difference between projected and actual earnings on pension plan investments	---	1,399,733
Authority contributions subsequent to the measurement date	474,016	---
Total	\$ 1,394,417	\$ 1,521,399

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\$364,710 and \$474,016 reported as deferred outflows of resources related to pensions resulting from Authority contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended December 31, 2017 and 2016, respectively. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

	Year ended December 31:	
	Deferred Outflows	Deferred Inflows
2017	\$ 856,128	\$ 553,068
2018	853,994	530,741
2018	637,029	4,255
2020	387,602	-
Thereafter	-	-
	\$ 2,734,753	\$ 1,088,064

Actuarial Assumptions

The total pension liability as of June 30, 2016 and 2015, was determined based on an actuarial valuation prepared as of July 1, 2016 and July 1, 2015, respectively using the following actuarial assumptions:

- Investment return – 7.25% compounded annually net of investment expense and including inflation for 2016. 7.5% compounded annually net of investment expense and including inflation for 2015.
- Salary increases – 4.5% to 8.4% per year including inflation
- Mortality rates – Active participants and nondisabled pensioners – RP-2000 Mortality Table projected to 2010 by Scale AA (disabled pensioners set forward 15 years)
- No annual post-retirement benefit increases
- Assumed inflation rate – 3.0%
- Payroll growth – 4.0% per year
- Actuarial cost method – Entry age
- Select period for the termination of employment assumptions – 10 years

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The actuarial assumptions used in the July 1, 2016 and 2015, valuation are based on the results of the most recent actuarial experience study, which cover the three-year period ending June 30, 2013. The experience study report is dated May 9, 2014.

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

The Target asset allocation and best estimates of geometric real rates of return for each major asset class as of June 30, 2016 and 2015, are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
U.S. Large Cap Equity	38.0%	5.3%
U.S. Small Cap Equity	6.0%	5.6%
U.S. Fixed Income	25.0%	0.7%
International Stock	18.0%	5.6%
Emerging Market Stock	6.0%	6.4%
TIPS	3.5%	0.7%
Rate Anticipation	3.5%	1.5%
Total	100.0%	

Discount Rate

The discount rates used to measure the total pension liability were 7.25% and 7.5% for 2016 and 2015, respectively. The projection of cash flows used to determine the discount rate assumed that contributions from plan members and the employers will be made at the current contribution rate as set out in state statute. 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. The discount rate determined does not use a municipal bond rate.

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

In 2016, the net pension liability of the employers calculated using the discount rate of 7.25%, as well as what the Plan's net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower (6.25%) or 1-percentage-point higher (8.25%) than the current rate:

	June 30, 2016		
	1% Decrease (6.25%)	Discount Rate (7.25%)	1% Increase (8.25%)
Net Pension Liability (Asset)	\$ 6,308,284	\$ 3,081,110	\$ 342,514

In 2015, the net pension liability of the employers calculated using the discount rate of 7.5%, as well as what the Plan's net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower (6.5%) or 1-percentage-point higher (8.5%) than the current rate:

	June 30, 2015		
	1% Decrease (6.5%)	Discount Rate (7.5%)	1% Increase (8.5%)
Net Pension Liability (Asset)	\$ 4,077,447	\$ 1,094,248	\$ (1,441,945)

Pension plan fiduciary net position

Detailed information about the pension plan's fiduciary net position is available in the separately issued financial report of the OPERS; which can be located at www.opers.ok.gov.

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Note 7: Other Employee Benefit Plans

Deferred Compensation Plan

Authority employees may participate in a voluntary deferred compensation plan provided for under Section 457 of the Internal Revenue Code. Employees pay no state or federal income tax (*i.e.*, only FICA on amounts contributed to the plan), and the income earned on plan assets is also nontaxable. The assets in the plan are held in trust until paid or made available to participants. The assets are not subject to claims of the Authority's general creditors.

Contributions to the deferred compensation plan may not exceed the maximum allowable by IRS guidelines. Plan withdrawals are available at retirement, termination of employment and in the event of disability or unforeseen emergency. In the event of death, the beneficiary receives the full account value based upon current fair value.

401(a) Money Purchase Plan

The Authority participates in a voluntary deferred compensation plan provided for under Section 401(a) of the Internal Revenue Code. The plan is structured so that the Authority will match employee contributions into the Section 457 plan, up to a limit of 5% of the employee's annual salary. The Authority contributed \$143,000 and \$146,000 into the plan in 2016 and 2015, respectively. The assets are not subject to claims of the Authority's general creditors.

The deferred compensation plan and the money purchase plan are administered by ICMA Retirement Corporation, a nonprofit organization specifically designed to serve municipal employees. The assets are held by ICMA, and are not presented in the Authority's financial statements.

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Note 8: Interest Rate Swap Agreements

Objective of the Interest Rate Swap

The Authority's asset/liability strategy is to have a mixture of fixed- and variable-rate debt to take advantage of market fluctuations. As a strategy to maintain acceptable levels of exposure to the risk of changes in future cash flows due to interest rate fluctuations, the Authority entered into an interest rate swap agreement in a notional amount equal to the outstanding principal on the 2005A bond issue. The intention of the swap is to effectively change the Authority's variable interest rate on the 2005A issue to a synthetic fixed rate of 5.05%.

Terms

On March 19, 2009, the Authority entered into an interest rate swap agreement with Deutsche Bank. The agreement, which will continue until January 1, 2023, provides for the Authority to receive interest from the counterparty at SIFMA Municipal Swap Index, and to pay interest to the counterparty at a fixed rate of 5.05% on notional amounts that match the outstanding principal portion of the 2005A bonds, which was \$32,400,000 and \$36,100,000 at December 31, 2016 and 2015, respectively. Under the agreement, the Authority pays interest semi-annually and receives interest monthly. The net interest expense resulting from the agreement is included in interest expense.

Fair Value

As of December 31, 2016 and 2015, the agreements had a negative fair value of \$4,408,636 and \$6,158,731, respectively, calculated using the par-value method (*i.e.*, the fixed rate on the swap was compared with the current fixed rates that could be achieved in the marketplace should the swap be unwound). The fixed-rate component was valued by discounting the fixed-rate cash flows using the current yield to maturity of a comparable bond. The variable-rate component was assumed to be at par value because the interest rate resets to the market rate at every reset date. The fair value was then calculated by subtracting the estimated market value of the fixed component from the established market value of the variable component.

Credit Risk

The swap's fair value represented the Authority's credit exposure to the counterparty as of December 31, 2016. Should the counterparty to this transaction fail to perform according to the terms of the swap agreement, the Authority has a maximum possible loss equivalent to the swap's fair value at that date. At December 31, 2016, the Authority was not exposed to credit risk because the swap had a negative fair value. The transaction does not require collateral from the Authority or the counterparty.

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Deutsche Bank, the counterparty in this transaction, had the following credit rating at December 31, 2016:

<u>Moody's</u>	<u>S&P</u>	<u>Fitches</u>
A3	BBB+	A-

Deutsche Bank, had the following credit rating at December 31, 2015:

<u>Moody's</u>	<u>S&P</u>	<u>Fitches</u>
A3	BBB+	A-

Basis Risk

The swap exposes the Authority to basis risk should the relationship between the variable rate being paid on the 2005A bond issue and the SIFMA Municipal Swap Index rate being received change in a manner adverse to the Authority. If an adverse change occurs in the relationship between these rates, the expected cost savings may not be fully realized.

Termination Risk

The Authority or the counterparty may terminate the swap if the other party fails to perform under the terms of the contract. If the swap is terminated, the variable-rate notes would no longer have a synthetic fixed rate of interest. Also, if the swap has a negative fair value at the time of termination, the Authority would be liable to the counterparty for a payment equal to the swap's then fair value.

Swap Payments and Associated Debt

Using rates as of December 31, 2016 debt service requirements of the variable-rate debt and net swap payments, assuming current interest rates remain the same, for their term are set forth in the table below. As rates vary, variable-rate interest payments and net swap payments will vary.

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(Unaudited)

	Variable-Rate Notes			
	Principal	Interest	Interest Rate Swap, Net	Total
2017	\$ 3,900,000	\$ 447,615	\$ 1,090,110	\$ 5,437,725
2018	4,200,000	388,080	945,120	5,533,200
2019	4,400,000	324,870	791,180	5,516,050
2020	4,600,000	258,720	630,080	5,488,800
2021	4,800,000	189,630	461,820	5,451,450
2022 – 2023	<u>10,500,000</u>	<u>233,730</u>	<u>569,220</u>	<u>11,302,950</u>
	<u>\$ 32,400,000</u>	<u>\$ 1,842,645</u>	<u>\$ 4,487,530</u>	<u>\$ 38,730,175</u>

Note 9: Commodity Price Swap Contracts

Objective of the Swap

The Authority is exposed to market price fluctuations on its purchase of natural gas. To protect itself from natural gas price fluctuations, the Authority periodically enters into natural gas price swap contracts.

Terms

The Authority enters into natural gas price swap contracts at various fixed prices and notional amounts. Each swap contract provides for the Authority to pay a fixed price, and for the contract counterparty to pay a floating price for the notional amount of the contract. The notional amount of each natural gas price swap contract is measured in MMBtu's with the floating price based on a specific published natural gas price index (spot price) for the relevant contract month. At December 31, 2016, the Authority's outstanding natural gas price swap contracts were as follows:

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(Unaudited)

Maturity Date	Notional Quantity (MMBTU)	Fixed Price (\$/MMBTU)	Fair Value
Jan. 31, 2017	300,000	3.23 – 4.37	\$ (52,871)
Feb. 29, 2017	300,000	3.23 – 4.37	(92,923)
May 31, 2017	400,000	2.595 – 3.70	(20,730)
June 30, 2017	440,000	2.655 – 3.75	11,756
July 31, 2017	490,000	2.655 – 3.75	27,219
Aug. 31, 2017	540,000	2.585 – 3.75	54,340
Sept 30, 2017	420,000	2.465 – 3.75	58,185
Dec. 31, 2017	100,000	3.16 – 3.44	19,508
Jan. 31, 2018	100,000	3.16 – 3.44	29,662
Feb. 28, 2018	100,000	3.16 – 3.44	23,507
May 31, 2018	320,000	2.595 – 3.12	(77,602)
June 30, 2018	320,000	2.595 – 3.12	(67,001)
July 31, 2018	320,000	2.595 – 3.12	(54,264)
Aug. 31, 2018	320,000	2.595 – 3.12	(55,217)
Sept. 30, 2018	320,000	2.595 – 3.12	(64,626)
May 31, 2018	100,000	2.43 – 2.66	(13,608)
June 30, 2018	100,000	2.43 – 2.66	(10,358)
July 31, 2018	100,000	2.43 – 2.66	(6,516)
Aug. 31, 2018	100,000	2.43 – 2.66	(5,607)
Sept. 30, 2018	<u>100,000</u>	2.43 – 2.66	<u>(6,753)</u>
	<u>5,290,000</u>		<u>\$ (303,899)</u>

At December 31, 2015, the Authority had outstanding natural gas price swap contracts with notional amounts totaling 7,950,000 MMBtu's at fixed prices between \$2.465 to \$4.30 per MMBtu, and expiring between January 2016 and September 2018.

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Fair Value

The outstanding natural gas price swap contracts had a negative fair value of \$303,899 and \$6,781,557 at December 31, 2016 and 2015, respectively. The fair value is estimated by discounting actual and implied forward prices using the zero-coupon method. The future net settlement amounts are calculated by assuming that the current forward rates implied by the forward curve for natural gas prices correctly anticipate future spot prices. The future net settlement amounts are then discounted using the spot rates implied by the current interest yield curve for hypothetical zero-coupon bonds due on the date of each future net settlement of each contract.

Credit Risk

At December 31, 2016 and 2015, the Authority was not exposed to credit risk because the natural gas price swaps had a negative fair value. However, should the fair value of the contracts become positive, the Authority would be exposed to credit risk related to the counterparty of the contract in the amount of the positive fair value. The swap agreements do not require collateral from the Authority or the counterparty.

At December 31, 2016, all swap transactions had the following credit ratings:

	Moody's	S&P	Fitches
BOK	Aa3	BBB+	A
Shell	Aa2	A	AA-
JPMorgan	Aa3	A-	A+

At December 31, 2015, all swap transactions had the following credit ratings:

	Moody's	S&P	Fitches
BOK	A3	BBB+	A-
Shell	Aa1	A+	
JPMorgan	Aa3	A+	A-

Oklahoma Municipal Power Authority
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Notes to Financial Statements

As of and for the Years Ended December 31, 2016 and 2015
(Unaudited)

Termination Risk

The Authority or the counterparty may terminate any of the swap contracts if the other party fails to perform under the contract terms. Also, if at the time of the termination, any swap contract has a negative fair value, the Authority would be liable to the counterparty for a payment equal to the swaps fair value.

Note 10: Commitments and Contingencies

Purchase Power

During 2016 and 2015, approximately \$13,485,000 and \$17,256,000 of power was purchased pursuant to several long-term purchase agreements. The Authority is obligated to purchase, at a minimum, approximately \$13,619,000 of power in 2017, and is committed to purchase capacity and energy under various purchase power contract in future years.

General Litigation

The Authority is subject to claims and lawsuits that arise in the ordinary course of business. It is the opinion of management that the disposition or ultimate resolution of such claims and lawsuits will not have a material adverse effect on the changes in financial position and cash flows of the Authority. As of December 31, 2016, there were no claims asserted or lawsuits pending against the Authority.

Note 11: Leased Electric Plant

The Authority executed a Power Purchase Agreement for 51 MW with FPL Energy Oklahoma Wind, LLC (FPLE Oklahoma) for the development of a wind generation facility in northwestern Oklahoma. Under the Power Purchase Agreement, FPLE Oklahoma was responsible for acquiring, constructing and installing the wind project. The Authority issued a taxable limited obligation note (the Note), which is payable solely from lease payments made by FPLE Oklahoma with no recourse to the Authority (*Note 4*). The Authority used the proceeds of the Note to finance the Authority's acquisition of the wind project and has leased the wind project to FPLE Oklahoma under a long-term capital lease agreement for an amount sufficient to pay debt service, principal and interest on the Note. The Power Purchase Agreement has a term of approximately 25 years, and power is sold on a take and pay basis. FPLE Oklahoma retains the operational risk related to the wind project.

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The following lists the components of the lease agreement as of December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Total minimum lease payments to be received	\$ 54,200,790	\$ 58,717,520
Less: Amounts representing interest included in total minimum lease payments	<u>16,333,210</u>	<u>18,732,320</u>
Net minimum lease payments receivable	<u>\$ 37,867,580</u>	<u>\$ 39,985,200</u>

Oklahoma Municipal Power Authority
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Required Supplemental Information
As of and for the Years Ended December 31, 2016 and 2015
(Unaudited)

Schedule of Proportionate Share of the Net Pension Liability – Oklahoma Public Employees Retirement System

Last 10 Fiscal Years *

	<u>6/30/2016</u>	<u>6/30/2015</u>	<u>6/30/2014</u>
OMPA proportion of net pension liability	0.031058%	0.030422%	0.030084%
OMPA proportionate share of net pension liability	\$ 3,081,110	\$ 1,094,248	\$ 552,236
Covered Payroll	\$ 5,292,418	\$ 5,034,873	\$ 4,616,788
OMPA proportionate share of net pension liability as a percentage of covered payroll	58.22%	21.73%	11.96%
Plan fiduciary net position as a percentage of total pension liability	89.5%	93.6%	88.6%

The amounts presented for each fiscal year were determined as of June 30th.

Only 2014 - 2016 information were presented because 10 year data was unavailable.

Schedule of Contributions – Oklahoma Public Employees Retirement System

Last 10 Fiscal Years *

	<u>12/31/2016</u>	<u>12/31/2015</u>	<u>12/31/2014</u>
Contractually Required Contributions	\$ 920,625	\$ 874,210	\$ 761,770
Actual employer contributions	<u>\$ 920,625</u>	<u>\$ 874,210</u>	<u>\$ 761,770</u>
Contribution deficiency (excess)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Covered Payroll	\$ 5,072,249	\$ 5,298,243	\$ 4,845,832
Contributions as a percentage of covered payroll	16.5%	16.5%	16.5%

Only 2014 - 2016 information were presented because 10 year data was unavailable.

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

Independent Auditors' Report

To the Utility Commission
Oklahoma Municipal Power Authority
Edmond, Oklahoma

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of Oklahoma Municipal Power Authority as of and for the year ended December 31, 2016, and have issued our report thereon dated March 31, 2017.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Oklahoma Municipal Power Authority'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 opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Oklahoma Municipal Power Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of Oklahoma Municipal Power Authority'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 combination of deficiencies, in internal controls 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 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.

To the Utility Commission
Oklahoma Municipal Power Authority

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the financial statements of Oklahoma Municipal Power Authority 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.



Madison, Wisconsin
March 31, 2017