

**CITY OF BURLINGTON, VERMONT  
AIRPORT ENTERPRISE FUND**

**FINANCIAL STATEMENTS**

**JUNE 30, 2018**

## TABLE OF CONTENTS

	<u>PAGE</u>
<b>INDEPENDENT AUDITORS' REPORT</b>	1
<b>MANAGEMENT'S DISCUSSION AND ANALYSIS</b>	3
<b>BASIC FINANCIAL STATEMENTS:</b>	
Statement of Net Position	12
Statement of Revenues, Expenses and Changes in Net Position	14
Statement of Cash Flows	15
Notes to Financial Statements	17
<b>REQUIRED SUPPLEMENTARY INFORMATION:</b>	
<b>Pension:</b>	
Schedule of Proportionate Share of the Net Pension Liability (GASB 68)	37
Schedule of Pension Contributions (GASB 68)	38
<b>OPEB:</b>	
Schedule of Proportionate Share of Net OPEB Liability (GASB 75)	39
Schedule of OPEB Contributions (GASB 75)	40
<b>OTHER REQUIRED INFORMATION:</b>	
Report on Compliance with Requirements of the Passenger Facility Charge Program and on Internal Control over Compliance in Accordance with the <i>Passenger Facility Charge Audit Guide for Public Agencies</i>	41
Schedule of Passenger Facility Charges	44
Schedules of Findings and Questioned Costs	45

## INDEPENDENT AUDITORS' REPORT

To the Board of Commissioners  
Burlington International Airport  
City of Burlington, Vermont

Additional Offices:  
Andover, MA  
Greenfield, MA  
Manchester, NH  
Ellsworth, ME

### Report on the Financial Statements

We have audited the accompanying financial statements of the Airport Enterprise Fund of the City of Burlington, Vermont (the Fund) as of and for the year ended June 30, 2018, as listed in the Table of Contents.

### Management's Responsibility for the Financial Statements

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

### Auditors' Responsibility

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

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

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

As discussed in Note 1, the financial statements present only the Fund and do not purport to, and do not, present fairly the financial position of the City of Burlington, Vermont as of June 30, 2018, and the changes in its financial position and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

## **Opinions**

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Airport Enterprise Fund of the City of Burlington, Vermont as of June 30, 2018, 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 Management's Discussion and Analysis, and the Pension and OPEB schedules 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 evidence sufficient to express an opinion or provide any assurance.

### *Other Reporting Required by Government Auditing Standards*

In accordance with *Government Auditing Standards*, we will also issue our report on our consideration of the City'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 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 Fund's internal control over financial reporting and compliance.

*Melanson Heath*

January 28, 2019

## MANAGEMENT'S DISCUSSION AND ANALYSIS

Within this section of the Burlington International Airport's annual financial report, management provides a narrative discussion and analysis of the financial activities for the year ended June 30, 2018. The Airport's performance is discussed and analyzed within the context of the accompanying financial statements and note disclosures following this section.

### Overview of the Financial Statements:

This discussion and analysis is intended to serve as an introduction to the basic financial statements. The basic financial statements include (1) the statement of net position, (2) the statement of revenues, expenses and changes in net position, (3) the statement of cash flows, and (4) notes to financial statements.

The Statement of Net Position is designed to indicate our financial position as of a specific point in time. At June 30, 2018, it shows our net position of \$154,460,158, a change of \$13,966,772 in comparison to the prior year.

The largest portion of net position, \$133,373,942, reflects our net investment in capital assets (e.g., land, buildings, machinery, and equipment); less any related debt used to acquire those assets that is still outstanding. This portion of net position increased \$12,969,525 from the prior year primarily from the acquisition of capital assets from AIP Grants less depreciation expense exceeding the debt service principal payment during the fiscal year.

An additional portion of net position, \$14,468,468, (restricted net position) represents resources that are subject to external restrictions on how they may be used. This portion of net position increased \$317,989 from the prior year primarily from the increase in restricted PFC cash balance.

The remaining balance, or unrestricted net position, was \$6,617,748. This portion of net position increased \$713,861 from the prior year from a variety of reasons including principal debt service payment being less than asset depreciation (which reduced net investment in capital assets, as noted above, and increased unrestricted net position) and operations.

The Statement of Revenues, Expenses and Changes in Net Position summarize our operating results and reveals how much, if any, of a profit was earned for the year. As discussed in more detail below, our change in net position for June 30, 2018 was \$13,966,722. There are two significant components of this increase. The first is the net loss before capital contributions of \$215,521 which is primarily due to the Airport recognizing depreciation expense (not funded with rates and charges assessed) in excess of the principal debt service payments (funded with rates and charges). The second component is the recognition of the capital contributions received from the Federal Aviation Administration (FAA) and the State of Vermont for capital improvement of \$14,182,293. Collectively, these two components account for the net increase in Net Position.

The Statement of Cash Flows provides information about cash receipts and cash payments during the accounting period. It also provides information about investing and financing activities for the same period. A review of our Statement of Cash Flows indicates that cash receipts from operating activities adequately covered our operating expenses in fiscal year 2018.

## Financial Highlights:

The following is a summary of condensed financial data for the current and prior fiscal years.

### Summary of Net Position (000s)

	<u>2018</u>	<u>2017</u>
Assets:		
Current and other assets	\$ 36,162	\$ 27,608
Capital assets	<u>169,370</u>	<u>160,243</u>
Total assets	205,532	187,851
Deferred outflows of resources	<u>827</u>	<u>1,480</u>
Total assets and deferred outflows of resources	<u>\$ 206,359</u>	<u>\$ 189,331</u>
Liabilities:		
Current and other liabilities	\$ 9,741	\$ 7,701
Long term liabilities	<u>41,328</u>	<u>40,974</u>
Total liabilities	51,069	48,675
Deferred inflows of resources	830	197
Net position:		
Net investment in capital assets	133,374	120,404
Restricted	14,468	14,151
Unrestricted	<u>6,618</u>	<u>5,904</u>
Total net position	<u>154,460</u>	<u>140,459</u>
Total liabilities, deferred inflows of resources and net position	<u>\$ 206,359</u>	<u>\$ 189,331</u>

### Summary of Changes in Net Position (000s)

	<u>2018</u>	<u>2017</u>
Operating revenues	\$ 18,736	\$ 16,389
Operating expenses	<u>(20,267)</u>	<u>(18,709)</u>
Operating (loss)	(1,531)	(2,320)
Nonoperating revenues (expenses)		
Other revenue	3,191	2,980
Other expense	<u>(1,875)</u>	<u>(1,948)</u>
Total nonoperating revenues	<u>1,316</u>	<u>1,032</u>
Net income (loss) before capital contributions	(215)	(1,288)
Capital contributions - grant	<u>14,182</u>	<u>10,434</u>
Change in net position	13,967	9,146
Beginning net position, as restated	* <u>140,493</u>	<u>131,313</u>
Ending net position	<u>\$ 154,460</u>	<u>\$ 140,459</u>

\* Fiscal year 2017 amounts were not restated as the Fund has elected to apply GASB 75 prospectively.

Operating revenues changed by \$2,347,613 in 2018, an increase of 14.32%. Reasons for this change can be found in the Revenues section of this MD&A.

Operating expenses changed by \$1,558,378 in 2018, an increase of 8.33%. this change is mostly attributed to higher repair and maintenance costs, property repairs, runway de-icer, and consultants.

Pension expense and post-employment benefit expense increased by approximately \$190,000 from the Actuarially Determined Contribution (ADC). It should be noted that for fiscal year 2017 and 2018 our ADC was calculated on an Open Group methodology whereas prior year ADCs were calculated on a Closed Group method. From fiscal year 2019, ADC is being calculated on a Closed Group smoothing method.

### **Capital Assets:**

Capital Assets - Net capital assets changed by \$9,126,712 in 2018. This change is primarily the difference between current year additions, net of \$15,276,036 and annual depreciation expense of \$(6,149,125).

Significant capital asset additions in the current year include:

- \$5,611,775 Taxiway K construction
- \$3,485,822 Air carrier apron phase 3
- \$8,311,025 Land acquisition
- \$ 200,826 Glycol project
- \$ 200,481 Beacon replacement

Additional information on capital assets can be found in the Notes to the Financial Statements.

### **Long-term Debt:**

Long-term Debt - At the end of the current fiscal year, total bonded debt outstanding, including unamortized premiums, was \$34,075,822, all of which was backed by the full faith and credit of the government.

Additional information on long-term debt can be found in the Notes to the Financial Statements.

### **Historical Airport Operating and Financial Performance**

The City accounts for the financial operations of the Airport as an Enterprise Fund. On an annual basis, the Airport has historically generated Revenues sufficient to pay its Operating Expenses, to meet its Bond Debt Service and to fund a portion of its capital expenses. In Fiscal Years 2013 through 2018, the Airport satisfied its Rate Covenant under the Resolution. The Rate Covenant requires the Airport to generate annual Revenues, net of Operating Expenses, of no less than 1.25 times Debt Service, and sufficient to meet all funding requirements for the Funds and Accounts under the Resolution. The City has paid all Bond Debt Service and capital lease obligations timely and in full. See “Recent Financial Performance” herein.

## Revenues

The Airport derives its Revenues from a variety of sources, including terminal revenues, parking, landing fees, car rentals, concessions and rentals of buildings and grounds. It has also applied for and been granted permission by the FAA to charge and collect PFCs for qualified capital expenditures and certain debt service.

The following table shows each of these revenue items since fiscal year 2014:

<b>Historical Revenues (000s)</b>	<i>Fiscal Year Ended June 30</i>				
	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
<b>Airline Revenues</b>					
Terminal Revenues	\$ 2,237	\$ 2,447	\$ 2,619	\$ 2,331	\$ 2,787
Landing Fee Revenues	1,501	1,630	1,671	1,721	1,921
Airline Surplus	-	-	-	-	690
<b>Total Airline Revenues</b>	<b>3,738</b>	<b>4,077</b>	<b>4,290</b>	<b>4,052</b>	<b>5,398</b>
<b>Non-Airlines Revenues</b>					
Parking Lot/Garage	5,894	5,742	5,407	5,488	5,852
Car Rental Concessions	2,119	2,114	1,911	2,048	2,237
Terminal Concessions	657	670	654	644	672
Terminal Non-Airline Rent	538	578	580	599	608
Building and Ground Rent	1,250	1,329	1,274	1,238	1,502
Other Non-Airline Revenues	745	919	958	1,036	1,148
<b>Total Non-Airline Operating Revenues</b>	<b>11,203</b>	<b>11,352</b>	<b>10,784</b>	<b>11,053</b>	<b>12,019</b>
<b>CFC Revenues</b>	<b>1,267</b>	<b>1,211</b>	<b>1,229</b>	<b>1,283</b>	<b>1,319</b>
<b>Total Operating Revenues</b>	<b>\$ 16,208</b>	<b>\$ 16,640</b>	<b>\$ 16,303</b>	<b>\$ 16,388</b>	<b>\$ 18,736</b>
<b>Y-O-Y Operating revenue Growth</b>		<b>2.7%</b>	<b>-2.0%</b>	<b>0.5%</b>	<b>14.3%</b>
<b>PFC Revenues</b>	<b>\$ 2,586</b>	<b>\$ 2,391</b>	<b>\$ 2,321</b>	<b>\$ 2,378</b>	<b>\$ 2,535</b>

### *Terminal Revenues and Landing Fees*

Terminal revenues and landing fees are paid by the airlines that operate at the Airport. Such fees are calculated pursuant to an Airport Airline Agreement. The Airport has established five airport cost centers in order to fairly allocate Airport operating costs among the airlines and other tenants. The Airlines signed the new Airline Agreement during FY 2017. American Airlines, United, Delta, and Jet Blue all signed the Agreement and are considered signatory Airlines. The new Airline Agreement, which is a residual method contract, outlines the airline rates and charges methodology which are in effect from July 1, 2016 through June 30, 2021. This new five-year residual airline agreement provides strong and timely cost recovery.

Due to the new methodology within the Airline Agreement, the end of year true-up resulted in an Airline revenue surplus. Negotiated into the agreement is the requirement that the airport debt coverage ratio will be 1.5X of Debt Service. If the Airport debt coverage ratio exceeds 1.5X at year end, starting with Fiscal Year 2017, a credit will be issued back to the Airlines. If the Airport has less than 200 days cash on hand, only 50% of any overpayments will be due back to the airlines. Fiscal



year 2018 airline revenues recognized fiscal year 2018 and 2017 surpluses as a result of the true-up resulting in airline revenues showing 16% increase from the prior year, as \$689,720 relates to surpluses (\$572,162 for FY17 and \$117,558 for FY18). The surplus from fiscal year 2017 of \$572,162 was retained by the Airport and used for various projects benefiting the airlines and approved by the airlines. The Airport is in discussion with the Airlines regarding the allocation of the fiscal year 2018 surplus of \$117,558. Terminal and landing fee revenue represented approximately 29% of the Airport's total revenue in fiscal year 2018.

### ***Parking***

The City has made substantial investments since 2009 to expand parking capacity and to connect the north garage to the Airport with an enclosed second story walkway.

Current parking fees in the garage are \$12 per day. Parking revenues represented approximately 31.2% of the Airport's total Operating Revenue in Fiscal Year 2018, with an increase of 6.6% from the previous year.

### ***Car Rental Facilities***

Car rental revenues represented approximately 11.9% of the Airport's total Operating Revenue in Fiscal Year 2018. Car Rental revenues increased 9.3% from the previous year. Car rental facilities occupy office and counter space within the terminal building adjacent to the luggage receiving area. The car rentals had a minimum annual revenue guarantee (MAG) of approximately \$1.8 million in Fiscal Year 2018. The rental car companies have generated more revenue than the guaranteed minimum. In Fiscal Year 2018, the rental car companies generated Revenues to the airport approximately \$426,474 above the MAG. In the fall of 2015, the Airport finalized car rental concession agreements with Avis/Budget, Hertz, Dollar, Enterprise, National/Alamo, which are in effect through June 30, 2020.

In addition to terminal space, the rental car companies also occupy the second floor north of the parking garage and an onsite car wash facility immediately north of the FAA Control Tower. The Airport imposes a \$4 per day CFC on each car rental transaction, which resulted in approximately \$1.3 million in revenue during Fiscal Year 2018. Approximately half of the collected CFCs are utilized to support the Debt Service allocable to the parking garage expansion and operating expenses of the garage per the car rental agreements. The City has allocated the other half of the CFC charges collected to design costs and future construction of a consolidated car wash/return facility to replace the existing facility. This new facility will also provide the airport with an opportunity for an additional revenue stream in the form of land lease and potentially transactions fees once it is constructed.

### ***Terminal Concessions***

Terminal concessions, such as food vendors Skinny Pancake, and gift/necessities vendors, such as Hudson News and other similar establishments, provide a variety of services for passengers, visitors, and employees at the Airport. Skinny Pancake, a local restaurant with three locations at the Airport, and newly expanded Hudson News facilities opened in Fiscal Year 2013. Food concession revenues increased by 4.4% for Fiscal Year 2018.

Terminal concession revenues represented approximately 3.6% or \$672,000 of the Airport's total Revenue in Fiscal Year 2018. The Airport realized concession revenue growth during Fiscal Year 2018 and these revenues remain strong and stable.

### ***Buildings, Grounds, and Airfield Concession Revenues***

Building and ground rent and airfield concession revenues ("Other Non-Airline Revenues") include revenue from certain parcels within the existing Airport footprint that have been rented to firms such as Federal Express, Pratt & Whitney, and Heritage, as well as hangar and facility rentals from cooperatives using the Airport for general aviation.

Buildings, grounds and airfield concession revenues represented approximately 8% of the Airport's total Revenue in Fiscal Year 2018. These revenues increased from the previous year.

### ***Other Revenue***

Other Revenues include a federal operating grant, interest income, administrative fees and tenant reimbursements. The tenant reimbursement component relates to property tax and casualty insurance assessments. Changes to this miscellaneous income are primarily affected by fees assessed by third party agencies.

### ***Passenger Facility Charges***

The Airport has applied for and received authorization from the FAA to impose and collect PFCs to fund many of the capital improvements it has initiated since 1997. Currently, the Airport receives approximately \$2.535 million annually in PFC revenues, of which approximately \$1.180 million are used to pay that portion of Bond Debt Service attributable to authorized PFC projects.

As of June 30, 2018, the Airport had approximately \$5,418 million on deposit in the PFC Revenue Account, which is adequate to pay for the PFC projects being financed with Airport Revenue Bonds. The Airport expects to continue to apply for authority to impose and collect PFCs for future projects under applicable FAA regulations.

### **Expenses**

The Airport's expenses include typical expense categories covering airport operations. One expense that is not paid for by the Airport is the Aircraft Rescue and Fire Fighting services that are provided by the VT Air National Guard (VTANG) as part of its lease with the Airport, saving the Airport approximately \$2.5 million annually.

Salaries and benefits increased 4.3% from Fiscal Year 2017 to Fiscal Year 2018, which is primarily because of adding a position, reclassification of 14 positions and approximately 2.75% from COLA increases. Service contracts represent third party maintenance and other non-capital projects. The City interdepartmental expenses are the amounts reimbursed by the Airport to the City for financial, legal, and other necessary services the City provides to support the operations of the Airport.

## Recent Financial Performance

Airport Net Revenue was determined to have been above the Rate Covenant requirement of 1.25X of Debt Service in Fiscal Years 2011 through 2018. Debt Service, Operation and Maintenance expenses and other obligations of the Airport were fully and timely paid in each of those years.

The financial health and performance of the Airport is taken very seriously by the City, the Airport Commission and Airport management. Significant attention has been devoted to improving the Airport's financial operations in the past several years, including increasing non-airline dependent revenues and maintaining debt service coverage in accordance with the requirements of the Resolution.

The Airport finalized negotiations with the Airlines in the Fall of 2016. The Airlines signed the lease in FY 2017. This new agreement calls for the terms to commence as of July 1, 2016, and continue for 5 years. The Airline lease sets the precedent for the methodology used to establish rates and charges, including landing fees, apron fees, and terminal rental rates. This basic methodology is referred to as a residual calculation giving greater risk to the airlines, while providing a sustainable financial future for the airport.

In future Fiscal Years, as was done in Fiscal Years 2011-2017, the Airport expects to employ a portion of its PFC revenues in its coverage calculations, consistent with current FAA regulations as to the use of these revenues. In Fiscal Year 2018, the City continued to hold Airport funds in segregated accounts and use such Revenues only for Airport purposes, including reimbursing the City for shared services and for payroll, payables and capital expenditure draws covered by the City on an interim basis, in accordance with FAA regulations. PFC Revenues will continue to be deposited to a segregated PFC fund and used exclusively for projects approved for their use by the FAA, including the payment of debt service allocable to such projects.

The City and the Airport are continuing to carefully review any opportunity to increase revenues and decrease expenses. The Airport continually evaluates smart ways to increase non-airline revenues to help balance rates and charges billed to the Airlines. All expiring leases are being viewed as opportunities to improve the facility and increase rental revenue. The Airport also is continuing to request reimbursement (through the PFC program) for certain local matching amounts that the City contributed to the FAA approved projects. The local AIP share equals approximately \$750,000 in Fiscal Year 2018.

It is the goal of these initiatives to (i) provide additional transparency in the handling of Airport funds; (ii) ensure timely and proactive responses to any unusual or unexpected financial events with respect to the Airport. Additionally, negotiated into the new airline agreement is the requirement that the airport debt coverage ratio will be 1.5X of Debt Service.

We believe this presentation tells our most accurate success story from fiscal years 2014 through 2018.

<b>Rate Covenant Calculation From FY 2014 to 2018 (000s)</b>	<i>Fiscal Year Ended June 30</i>				
	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Revenues	\$ 16,382	\$ 16,933	\$ 16,677	\$ 16,625	\$ 17,716
O&M Expenses (as defined)	<u>12,508</u>	<u>12,347</u>	<u>12,376</u>	<u>12,327</u>	<u>13,404</u>
Net Revenues (as defined)	<u>\$ 3,874</u>	<u>\$ 4,586</u>	<u>\$ 4,301</u>	<u>\$ 4,298</u>	<u>\$ 4,312</u>
PFC Revenues Available for DS	\$ 1,291	\$ 1,284	\$ 1,087	\$ 1,176	\$ 1,180
<b>Funds Available for DS</b>	\$ 5,165	\$ 5,870	\$ 5,388	\$ 5,474	\$ 5,492
25% PFC Revenue for DS coverage	<u>323</u>	<u>321</u>	<u>272</u>	<u>294</u>	<u>295</u>
<b>Adjusted funds Available for DS</b>	<u>\$ 5,488</u>	<u>\$ 6,191</u>	<u>\$ 5,660</u>	<u>\$ 5,768</u>	<u>\$ 5,787</u>
Debt Service	\$ 3,402	\$ 3,956	\$ 3,386	\$ 3,650	\$ 3,662
<b>Debt Service Coverage</b>	<b>1.52</b>	<b>1.48</b>	<b>1.59</b>	<b>1.50</b>	<b>1.50</b>
<b>Adjusted Debt Service Coverage</b>	<b>1.61</b>	<b>1.56</b>	<b>1.67</b>	<b>1.58</b>	<b>1.58</b>

## Liquidity

The following table reflects changes to the Fund's Liquidity since fiscal year 2014:

<b>Liquidity Position (000s)</b>	<i>Fiscal Year Ended June 30</i>				
	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
<b>Cash and Investment balances</b>					
Unrestricted cash <sup>1</sup>	\$ 1,440	\$ 2,442	\$ 4,271	\$ 5,764	\$ 7,754
O&M Reserve	3,155	3,288	3,295	3,302	3,307
Renewal and Replacement Reserve	215	215	216	216	217
PFCs <sup>2</sup>	1,242	1,955	2,685	3,229	3,846
PFC Rolling Coverage	486	487	488	489	490
Debt Service Reserve Fund	4,047	3,740	3,782	3,751	3,651
Bond Debt Service Reserve <sup>3</sup>	<u>3,798</u>	<u>2,558</u>	<u>2,882</u>	<u>3,162</u>	<u>2,958</u>
<b>Total cash and investments</b>	<u>\$ 14,383</u>	<u>\$ 14,685</u>	<u>\$ 17,619</u>	<u>\$ 19,913</u>	<u>\$ 22,223</u>

<sup>1</sup> At 6/30/18, includes \$3,441 in CFC Funds intended to be used for the construction of new Quick Turnaround Facility (QTA) and \$679 in contributions for a potential new Aviation Tech Center.

<sup>2</sup> As a result of fiscal year 2015 refunding, our debt service requirements decreased, thereby providing for an increase in our year-end PFC cash position.

<sup>3</sup> Represents 1/6 Interest and 1/12 Principal Payments

The current year increase in cash and investments of \$2.3 million is primarily due to an increase of \$2 million in unrestricted cash and an increase of \$617,000 in PFC reserves. Increase in unrestricted

cash partly relates to timing of payments made to vendors (current year accounts payable is higher than prior year) and the current year use of the line of credit for AIP-related expenses drawn on prior to grant reimbursement.

### **Bond Rating Changes**

On May 22, 2018, Moody's Investors Service (Moody's) upgraded the airport's bond rating from Baa3 to Baa2. The upgrade to Baa2 reflects continued improvement in liquidity and stability in debt service coverage, combined with a strengthened cost recovery framework following the adoption of a five-year airline agreement that is residual in nature and provides for a 1.5x DSCR and 200 days cash on hand.

Likewise, on September 19, 2018, Fitch Ratings upgraded the airport's bond rating from BBB- to BBB with a stable outlook.

### **REQUESTS FOR INFORMATION:**

This financial report is designed to provide a general overview of the City of Burlington Airport Enterprise Fund's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to:

Office of Clerk/Treasurer  
City of Burlington, City Hall  
149 Church Street  
Burlington, VT 05401

CITY OF BURLINGTON, VERMONT

AIRPORT ENTERPRISE FUND  
STATEMENT OF NET POSITION

JUNE 30, 2018

	<u>2018</u>
<b>ASSETS</b>	
Current:	
Cash and cash equivalents	\$ 7,754,143
Escrows	4,033,610
Accounts receivable, net of allowance for doubtful accounts	1,349,935
Intergovernmental receivables	7,100,517
PFC receivables	471,696
Inventory	299,421
Loan receivable	74,330
Prepaid expense	<u>22,395</u>
Total current assets	21,106,047
Noncurrent:	
Restricted cash for passenger facility charges (PFC)	3,845,561
Restricted cash for prepaid cash reserve (PFC)	489,623
Restricted cash for R&R reserve fund	217,059
Restricted cash for debt service reserve	151,736
Restricted cash for bond debt service fund	2,957,638
Restricted cash for O&M reserve fund	3,307,125
Restricted investment for debt service reserve	3,499,726
Loan receivable	587,618
Land and construction in progress	72,780,748
Capital assets, net of accumulated depreciation	<u>96,589,231</u>
Total noncurrent assets	<u>184,426,065</u>
<b>TOTAL ASSETS</b>	<b>205,532,112</b>
<b>DEFERRED OUTFLOWS OF RESOURCES</b>	
Pension related:	
Deferred current year pension contributions	203,967
Difference between actual and expected experience	84,046
Difference between projected and actual investment earnings	268,783
Change in assumptions	145,235
Change in proportional share of contributions	121,632
OPEB related:	
Difference between expected and actual experience	<u>2,927</u>
<b>TOTAL DEFERRED OUTFLOWS OF RESOURCES</b>	<b><u>826,590</u></b>
<b>TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES</b>	<b>\$ <u><u>206,358,702</u></u></b>

CITY OF BURLINGTON, VERMONT

AIRPORT ENTERPRISE FUND  
STATEMENTS OF NET POSITION

JUNE 30, 2018

(continued)

	<u>2018</u>
<b>LIABILITIES</b>	
Current:	
Accounts payable	\$ 6,420,207
Accrued liabilities	73,931
Retainage payable	537,735
Unearned revenue	1,253,403
Accrued interest	756,060
Grant anticipation note	694,582
Other liabilities	4,335
Current portion of:	
Revenue bonds payable	2,358,991
Capital leases payable	733,020
Accrued employee compensated absences	<u>25,876</u>
Total current liabilities	12,858,140
Noncurrent:	
Revenue bonds payable, net of current portion	31,716,831
Total pension liability	1,630,284
Other post-employment benefits	104,692
Capital leases payable, net of current portion	4,526,223
Accrued employee compensated absences	<u>231,989</u>
Total noncurrent liabilities	<u>38,210,019</u>
TOTAL LIABILITIES	51,068,159
<b>DEFERRED INFLOWS OF RESOURCES</b>	
Pension related:	
Difference between projected and actual investment earnings	171,322
Difference between expected and actual experience	59,834
Changes in proportional share of contributions	596,314
OPEB related:	
Change in assumptions	<u>2,915</u>
TOTAL DEFERRED INFLOWS OF RESOURCES	830,385
NET POSITION	
Net investment in capital assets	133,373,942
Restricted	14,468,468
Unrestricted	<u>6,617,748</u>
TOTAL NET POSITION	<u>154,460,158</u>
<b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND NET POSITION</b>	<b>\$ <u>206,358,702</u></b>

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

CITY OF BURLINGTON, VERMONT

AIRPORT ENTERPRISE FUND  
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

FOR THE YEAR ENDED JUNE 30, 2018

	<u>2018</u>
<b>Operating Revenues:</b>	
Charges for services	\$ 18,588,419
Intergovernmental	<u>147,648</u>
Total Operating Revenues	18,736,067
<b>Operating Expenses:</b>	
Personnel costs	4,548,988
Non-personnel costs	9,569,224
Depreciation	<u>6,149,129</u>
Total Operating Expenses	<u>20,267,341</u>
Operating Loss	(1,531,274)
<b>Other Income (Expenses):</b>	
Passenger facility charges	2,534,573
Interest income	32,459
Amortization of bond premium	173,793
Interest expense and fiscal charges	(1,594,041)
Building rent	291,607
Building rental expenses	(280,765)
Gain on sale of asset	6,935
Other income	<u>151,192</u>
Total Other Income (Expenses)	<u>1,315,753</u>
Net Loss Before Capital Contributions	(215,521)
Capital contributions - AIP Grants	<u>14,182,293</u>
Change in Net Position	13,966,772
Net Position at Beginning of Year, as restated	<u>140,493,386</u>
Net Position at End of Year	<u>\$ 154,460,158</u>

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



CITY OF BURLINGTON, VERMONT

AIRPORT ENTERPRISE FUND  
STATEMENT OF CASH FLOWS

FOR THE YEARS ENDED JUNE 30, 2018

	<u>2018</u>
<b><u>Cash Flows From Operating Activities:</u></b>	
Receipts from customers and users	\$ 18,336,021
Other receipts and reimbursements	151,192
Receipts of operating grants	147,648
Payments to suppliers	(6,191,660)
Payments for wages and benefits	(4,239,613)
Other building rents	291,607
Other building expenses	<u>(280,765)</u>
Net Cash Provided By Operating Activities	8,214,430
<b><u>Cash Flows From Noncapital Financing Activities:</u></b>	
Loan payments from Burlington Community Development Corporation	<u>72,136</u>
Net Cash Provided By Noncapital Financing Activities	72,136
<b><u>Cash Flows From Capital and Related Financing Activities:</u></b>	
Acquisition and construction of capital assets	(14,821,036)
Proceeds from sale of assets	7,134
Capital grants	11,641,886
Passenger facility charges	2,465,588
Drawdowns on line of credit	2,182,430
Repayment of line of credit	(3,353,039)
Principal paid on revenue bonds	(2,110,000)
Proceeds from issuance of capital lease	166,390
Principal paid on capital leases	(554,802)
Interest paid on revenue bond	(1,509,325)
Interest paid on other debt	<u>(125,801)</u>
Net Cash Used For Capital and Related Financing Activities	(6,010,575)
<b><u>Cash Flows From Investing Activities:</u></b>	
Sale of investments	55,540
Receipt of interest and dividends	<u>32,460</u>
Net Cash Provided By Investing Activities	<u>88,000</u>
Net Change in Cash and Cash Equivalents	2,363,991
Cash and Cash Equivalents, Beginning of Year	<u>16,358,894</u>
Cash and Cash Equivalents, End of Year	<u>\$ 18,722,885</u>

CITY OF BURLINGTON, VERMONT

AIRPORT ENTERPRISE FUND  
STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2018

(continued)

2018

**Reconciliation of Operating Loss to Net Cash**

**Provided By Operating Activities:**

Operating loss	\$ (1,531,274)
Depreciation	6,149,129
Other building rents	291,607
Other income	151,192
Other building expenses	(280,765)
Changes in assets, liabilities, and deferred outflows/inflows:	
Customer and concessions receivable	(120,577)
Inventories	4,426
Prepays	(14,276)
Deferred outflows of resources	653,359
Accounts payable	3,216,290
Accrued liabilities	(4,367)
Retainage payable	168,194
Unearned revenue	(131,821)
Other liabilities	2,930
Accrued compensated absences	27,403
Net pension liability	(1,000,758)
Other post-employment benefits	211
Deferred inflows of resources	<u>633,527</u>
Net Cash Provided By Operating Activities	<u>\$ 8,214,430</u>

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

CITY OF BURLINGTON, VERMONT  
AIRPORT ENTERPRISE FUND  
NOTES TO THE FINANCIAL STATEMENTS

**1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*A. The Financial Reporting Entity*

The City of Burlington, Vermont Airport Enterprise Fund (the Fund) is a municipally owned airport organized in 1920. The Airport is located in South Burlington, Vermont.

The Fund is an enterprise fund within the City of Burlington, Vermont (the City). As such, this financial statement is not intended to present the financial position and results of operations of the City of Burlington, Vermont, as a whole.

The accounting policies of the Fund conform to generally accepted accounting principles as applicable to governmental entities. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing accounting and financial reporting principles. The following is a summary of the more significant accounting policies.

*B. Basis of Presentation*

Enterprise Funds are used to account for operations: (a) that are financed and operated in a manner similar to private business enterprises - where the intent of the governing body is that the costs (expenses, including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges; or (b) where the governing body has decided that periodic determination of revenue earned, expenses incurred, and/or net income is appropriate for capital maintenance, public policy, management control, accountability, or other purposes. Based on the above definition, the Fund is accounted for utilizing enterprise fund accounting.

*C. Measurement Focus*

The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. Proprietary fund financial statements are reported using the *economic resources measurement focus*. This means that all assets and liabilities associated with the operation of these funds (whether current or noncurrent) are included on the balance sheet (or statement of net position). Fund equity (i.e., total net position) is segregated into net investment in capital assets, restricted net position, and unrestricted net position. Operating statements present increases (i.e., revenues) and decreases (i.e., expenses) in net position.

*D. Basis of Accounting*

Basis of accounting refers to when revenue and expenses are recognized and reported in the financial statements. Basis of accounting relates to the timing of the measurement made, regardless of the measurement focus applied.

The financial statements are prepared utilizing the *accrual basis of accounting*. Accordingly, revenues and expenses are recognized at the time goods and services are provided or received.

Operating revenues are defined as income received from the rent of terminal space and buildings, landing fees, concession commissions and parking receipts.

Nonoperating revenues are defined as income received from sources other than that defined above. Nonoperating revenues include investment income, passenger facility charges (PFC), grant income, building rents from buildings purchased for future expansion and the sale of equipment.

Operating expenses are defined as the ordinary costs and expenses of the Airport for operations, maintenance and repairs. Operating expenses include the costs of operating the Airport and related buildings as well as administrative and general expenses and depreciation and amortization. Operating expenses do not include the principal and interest on bonds, notes or other indebtedness, certain grant expenses, amortization of bond issue costs, or expenses related to the rental of buildings purchased for future expansion.

E. Estimates

The presentation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

F. Cash, Cash Equivalents, and Investments

Deposits with financial institutions consist primarily of demand deposits and savings accounts.

Cash recorded by the Fund is combined with cash of the City in determining amounts covered by Federal Depository Insurance or by collateral held by the City's banks.

State and local statutes place certain limitations on the nature of deposits and investments available. Deposits in any financial institution may not exceed certain levels within the financial institution. Investments can be made in securities issued by or unconditionally guaranteed by the U.S. Government or agencies that have a maturity of one year or less from the date of purchase and repurchase agreements guaranteed by such securities with maturity dates of no more than 90 days from the date of purchase.

Investments for the Fund consist of debt related securities which are carried at fair value.

G. Receivables

Receivables are shown net of an allowance for uncollectible accounts for the estimated losses that will be incurred in the collection of the receivables. The estimated losses are based on the judgment of management and a review of the current status of existing receivables.

H. Inventories

Inventory quantities are determined by physical count and are valued at the lower of cost or market value. Inventories at the Airport consist of maintenance supplies and parts.

I. Capital Assets

Capital assets include nondepreciable assets, such as construction in progress and land, and depreciable assets, such as land improvements, buildings and improvements, and machinery, vehicles, and equipment recorded at cost. Land includes all ancillary charges such as demolition costs. Equipment includes assets acquired under capital leases that transfer substantially all risks of ownership to the Fund. Contributed assets are recorded at acquisition value at the time received. The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend the asset's life are not capitalized. The Fund's capitalization policy considers two factors. Property will be capitalized when:

1. The combined cost to put a unit in service totals more than \$10,000, (no threshold is applied to land and buildings).
2. The unit's estimated life is greater than five years.

The Fund follows the policy of charging to expenses annual amounts of depreciation which allocates the cost of plant and equipment over their estimated useful lives. The Fund employs the straight-line method for determining the annual charge for depreciation.

The depreciable lives of capital assets are as follows:

	<u>Depreciable Lives</u>
Land improvements	30 Years
Buildings and improvements	25 - 150 Years
Infrastructure	10 - 40 Years
Machinery, equipment and vehicles	5 - 15 Years

J. Long-Term Obligations

In the Fund's statements revenue bonds payable, capital leases payable, accrued employee compensated absences, other post-employment benefits (OPEB) and net pension liability are reported as long-term liabilities.

2. CASH AND CASH EQUIVALENTS

Custodial Credit Risk - Custodial credit risk for deposits is the risk that in the event of a bank failure, the deposits may not be returned. As of June 30, 2018 the Fund's bank balance was \$18,602,885. Disclosures related to collateralization are included in the City's Comprehensive Annual Financial Report.

### 3. INVESTMENTS

#### A. Credit Risk

Generally, credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment.

As of June 30, 2018 the Fund invested in U.S. Treasury Notes of \$1,002,456 and U.S. Government Agencies of \$2,497,270 which have an implied credit rating of AAA.

#### B. Custodial Credit Risk

The custodial credit risk for investments is the risk that, in the event of the failure of the counterparty (e.g., broker-dealer) to a transaction, a government will not be able to recover the value of its investment or collateral securities that are in the possession of another party. The Fund does not have a policy for custodial credit risk.

#### C. Concentration of Credit Risk

The Fund does not have an investment in one issuer greater than 5% of the total investments for the City.

#### D. Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. The Fund does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. The Fund's investment in U.S. Treasury Notes and U.S. Government Agencies had maturities of one to five years, for June 30, 2018.

#### E. Fair Value

The categorization of financial instruments within the valuation hierarchy is based on the lowest level of input that is significant to the fair value measurement. The hierarchy is prioritized into three levels (with Level 3 being the lowest) defined as follows:

*Level 1:* Quoted prices in active markets for identical assets or liabilities that the entity has the ability to access.

*Level 2:* Observable inputs other than prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated with observable market data.

*Level 3:* Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the investments.

The fair value of the Fund's investment in U.S. Treasuries Notes and U.S. Government Agencies were determined based on "Level 2" inputs for June 30, 2018. The valuation

techniques used to measure the fair value of the “Level 2” instruments were valued based on quoted market prices or model-driven valuations using significant inputs derived from or corroborated by observable market data. The Fund does not have any marketable securities in the “Level 1” or “Level 3” category.

**4. ACCOUNTS RECEIVABLE**

Receivables consisted of the following:

	<u>2018</u>
Customer/concessions receivables	\$ 1,357,779
Less: Allowance for Doubtful Accounts	<u>(7,844)</u>
Net Receivables	<u>\$ 1,349,935</u>

**5. INTERGOVERNMENTAL RECEIVABLE**

The majority of this balance represents reimbursements requested from the Federal Aviation Administration’s Airport Improvement Program (AIP), and State Department of Transportation, for capital related expenditures incurred in fiscal 2018. Additional receivables represent other reimbursements from Federal and local governments. The receivables consisted of:

	<u>2018</u>
Airport Improvement Projects:	
AIP 92 - 2012 Noise Land Acquisition (A)	\$ 6,728
AIP 94 - 2012 Noise Land Acquisition (B)	156,264
AIP 104 - Taxiway K Construction	15,436
AIP 105 - 2015 Noise Land Acquisition	3,142
AIP 106 - Glycol Project	307,478
AIP 107 - Air Carrier Apron Phase III	420,025
AIP 108 - Noise Land Acquisition 2016	209,340
AIP 109 - Noise Land Acquisition 2017	651,185
AIP 110 - NCP Study Update 2016	127,503
AIP 112 - Taxiway Gulf Construction	4,730,240
AIP 114 - Air Carrier Apron Phase 4	70,191
Other AIP	363,127
Other Intergovernmental:	
Law Enforcement Officer Grant	<u>39,858</u>
Total	<u>\$ 7,100,517</u>

**6. LOAN RECEIVABLE**

In 2006, the Airport issued a \$1,400,000 note to Burlington Community Development Corporation (BCDC), a special revenue fund of the City, to assist in financing the construction of a new Airport support hanger. The terms of the note require monthly payments of \$7,764 beginning in July 2006 for twenty years with interest at 3%. The note is due in June 2026.

The outstanding balance at June 30 is as follows:

	<u>2018</u>
Balance due	\$ 661,948
Less: current portion	<u>(74,330)</u>
Long term portion	<u><u>\$ 587,618</u></u>

Future maturities are anticipated to be as follows:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2019	\$ 74,330	\$ 18,842	\$ 93,172
2020	76,591	16,581	93,172
2021	78,921	14,251	93,172
2022	81,321	11,851	93,172
2023	83,795	9,378	93,173
2024 - 2026	<u>266,990</u>	<u>12,528</u>	<u>279,518</u>
	<u>\$ 661,948</u>	<u>\$ 83,431</u>	<u>\$ 745,379</u>

## 7. PROPERTY, PLANT AND EQUIPMENT

Capital asset activity for the years ended June 30 was as follows:

	<u>2018</u>			
	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Capital assets, not being depreciated:				
Land	\$ 48,078,605	\$ 8,311,025	\$ (3,215,192)	\$ 53,174,438
Construction in progress	<u>13,585,913</u>	<u>7,808,876</u>	<u>(1,788,479)</u>	<u>19,606,310</u>
Total capital assets, not being depreciated	61,664,518	16,119,901	(5,003,671)	72,780,748
Capital assets, being depreciated:				
Land improvements	83,164,643	3,703,746	(206)	86,868,183
Buildings and improvements	85,609,646	200,481	-	85,810,127
Machinery, equipment and vehicles	<u>12,172,292</u>	<u>255,579</u>	<u>(33,481)</u>	<u>12,394,390</u>
Total capital assets, being depreciated	180,946,581	4,159,806	(33,687)	185,072,700
Less accumulated depreciation for:				
Land improvements	(38,586,119)	(3,031,607)	-	(41,617,726)
Buildings and improvements	(37,003,545)	(2,448,561)	-	(39,452,106)
Machinery, equipment and vehicles	<u>(6,778,168)</u>	<u>(668,957)</u>	<u>33,488</u>	<u>(7,413,637)</u>
Total accumulated depreciation	<u>(82,367,832)</u>	<u>(6,149,125)</u>	<u>33,488</u>	<u>(88,483,469)</u>
Total capital assets, being depreciated, net	<u>98,578,749</u>	<u>(1,989,319)</u>	<u>(199)</u>	<u>96,589,231</u>
Total capital assets, net	<u>\$ 160,243,267</u>	<u>\$ 14,130,582</u>	<u>\$ (5,003,870)</u>	<u>\$ 169,369,979</u>

## 8. ACCOUNTS PAYABLE

Accounts payable and accrued liabilities represent 2018 expenditures paid on or after July 1, 2018.



**9. SHORT-TERM DEBT – GRANT ANTICIPATION NOTE**

The Fund used a Grant Anticipation Note (GAN) to finance airport improvement projects prior to grant reimbursement from the Federal Aviation Administration and the State Department of Transportation. On September 20, 2016, the Fund entered into a GAN in the principal amount of up to \$7,000,000 with an interest rate of \$2.75% which matured on September 19, 2017. On November 14, 2017, the GAN was rolled at the adjusted overnight LIBOR rate, and matured on November 13, 2018.

Short-term debt activity for the year ended June 30, 2018 was as follows:

<u>Description</u>	Balance at <u>7/1/17</u>	<u>Draws</u>	<u>Repayments</u>	Balance at <u>6/30/18</u>
Grant Anticipation Note	\$ 1,865,191	\$ 2,182,430	\$ (3,353,039)	\$ 694,582

**10. CAPITAL LEASE OBLIGATIONS**

The Fund enters into lease agreements as the lessee for the purpose of financing the acquisition of major pieces of equipment. These lease agreements qualify as capital lease obligations for accounting purposes (even though they include clauses that allow for cancellation of the lease in the event the City does not appropriate funds in future years) and, therefore, have been recorded at the present value of the future minimum lease payments as of the inception date of the leases.

The Fund had the following leases outstanding at June 30:

	<u>2018</u>
Capital lease for airport equipment. The rental payments are made twice a year for a total of \$173,460 annually including interest at 3.214% annually, maturing on June 26, 2020.	\$ 346,920
Capital lease for airport equipment. The rental payments are made annually for \$74,486 including interest at 2.77%, maturing on August 10, 2025.	595,892
Capital lease payable via the City's general master lease program for a snow plow. The rental payments are made twice a year for a total of \$88,850 including interest at 2.47%, maturing on September 30, 2023.	488,673
Capital lease for the airport's Parking Access Revenue Control System (PARCS). The rental payments are made twice a year for total annual payments of \$193,411 including interest at 2.37%, maturing on March 2, 2024.	1,196,348
Capital lease for airport equipment. The rental payments are made twice a year for total annual payments of \$345,015 including interest at 2.99%, maturing on September 18, 2027.	<u>3,277,638</u>
Total lease payments	5,905,471
Less: amount that represents interest	<u>(646,228)</u>
Total lease obligation	5,259,243
Less: amount due within one year	<u>(733,020)</u>
Capital lease obligation, net of current portion	<u>\$ 4,526,223</u>

Future minimum lease payments consisted of the following as of June 30, 2018:

<u>Fiscal Year</u>	
2019	\$ 875,222
2020	875,222
2021	701,760
2022	701,762
2023	686,557
Thereafter	<u>2,064,948</u>
Subtotal	5,905,471
Less amounts representing interest	<u>(646,228)</u>
Total	<u>\$ 5,259,243</u>

The following is an analysis for the leased assets included in capital assets at June 30:

<u>2018</u>	
Machinery, vehicles and equipment	\$ 2,750,812
Less: accumulated depreciation	<u>(649,559)</u>
Equipment under capital leases, net	<u>\$ 2,101,253</u>

## 11. LONG-TERM DEBT

Revenue Bonds - The Fund issues bonds where the City pledges income to pay the debt service. Revenue bonds outstanding at June 30 are as follows:

<u>2018</u>					
<u>Description</u>	<u>Original Issue Amount</u>	<u>Serial Maturities Begin</u>	<u>Serial Maturities Through</u>	<u>Interest Rate(s)</u>	<u>Amount Outstanding as of 06/30/18</u>
Revenue Refunding Bond 2012 Series A	\$ 17,670,000	7/1/2019	7/1/2028	4.00 - 5.00%	\$ 17,670,000
Revenue Refunding Bond 2012 Series B	\$ 7,130,000	7/1/2013	7/1/2018	3.50%	1,415,000
Revenue Refunding Bond 2014 Series A	\$ 15,660,000	7/1/2015	7/1/2030	4.00 - 5.00%	<u>13,830,000</u>
Total					<u>\$ 32,915,000</u>

Maturities are as follows (excluding the lease obligations):

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2019	\$ 2,195,000	\$ 1,465,063	\$ 3,660,063
2020	2,245,000	1,364,675	3,609,675
2021	2,355,000	1,249,675	3,604,675
2022	2,480,000	1,128,800	3,608,800
2023	2,605,000	1,001,675	3,606,675
2024 - 2028	14,915,000	3,110,825	18,025,825
2029 - 2031	6,120,000	349,700	6,469,700
	<u>\$ 32,915,000</u>	<u>\$ 9,670,413</u>	<u>\$ 42,585,413</u>

*Unamortized Premium* - Debt premiums in connection with the sale of bonds are amortized over the terms of the related debt. Unamortized balances are included as a component of long-term debt.

Changes in long-term debt and other obligations are as follows for the year ended June 30:

	2018					
	Total			Total	Less	Equals
	Balance	Additions	Reduction	Balance	Current	Long
	<u>7/1/17</u>		<u>6/30/18</u>	<u>Portion</u>	<u>Portion</u>	
Revenue refunding bond 2012 series A	\$ 17,670,000	\$ -	\$ -	\$ 17,670,000	\$ -	\$ 17,670,000
Revenue refunding bond 2012 series B	2,780,000	-	(1,365,000)	1,415,000	(1,415,000)	-
Revenue refunding bond 2014 series A	14,575,000	-	(745,000)	13,830,000	(780,000)	13,050,000
Total revenue bonds payable	35,025,000	-	(2,110,000)	32,915,000	(2,195,000)	30,720,000
Add unamortized premium	1,334,615	-	(173,793)	1,160,822	(163,991)	996,831
Subtotal	36,359,615	-	(2,283,793)	34,075,822	(2,358,991)	31,716,831
Capital leases	1,614,045	4,200,000	(554,802)	5,259,243	(733,020)	4,526,223
Net pension liability	2,631,042	-	(1,000,758)	1,630,284	-	1,630,284
Total OPEB liability	* 104,481	211	-	104,692	-	104,692
Compensated absences	230,462	196,801	(169,398)	257,865	(25,876)	231,989
Total	<u>\$ 40,939,645</u>	<u>\$ 4,397,012</u>	<u>\$ (4,008,751)</u>	<u>\$ 41,327,906</u>	<u>\$ (3,117,887)</u>	<u>\$ 38,210,019</u>

\* Restated due to implementation of GASB 75.

The 2012 and 2014 Revenue Bonds were issued pursuant to General Bond Resolutions and are secured by a pledge of net Airport revenues. Pursuant to the General Bond Resolutions, revenues mean all rates, fees, charges, or other income and includes rentals, proceeds of insurance or condemnation or other disposition of assets, proceeds of bonds or notes and earnings from the investment of revenues.

On an annual basis, revenues must be sufficient after deducting operating expenses to meet minimum debt service coverage requirements of 1.25. Revenues for this purpose represent all rates, charges, rents and other income, including PFC revenues available for debt service. Operating expenses represent O&M (operation and maintenance), excluding depreciation. Certain other exclusions apply. City's Bond Counsel has determined that the effect of GASB 68 on pension expense is excludable from O&M and, therefore, not included in determining Net Revenues available for debt service. If minimum debt service coverage requirements are not met, the Fund must take timely corrective action. The Fund met the required debt coverage ratio for 2018 with 1.50.

## 12. RESTRICTED NET POSITION

Restricted net position was comprised of the following at June 30:

	<u>2018</u>
Restricted for debt service and capital projects (PFC)	\$ 3,845,561
Restricted for prepaid cash reserve (PFC)	489,623
Restricted for renewal and replacement reserve	217,059
Restricted for debt service reserve fund	3,651,462
Restricted for debt service	2,957,638
Restricted for operations and maintenance reserve	<u>3,307,125</u>
Total	<u>\$ 14,468,468</u>

The restricted PFC cash above of \$4,335,184 (\$3,845,561 and \$489,623) in addition to the PFC amount included in the debt service reserve above of \$949,474 and \$131,942 included in unrestricted cash, for a total of \$5,417,600, is presented in the Schedule of Passenger Facility Charges Collected and Expended (other information).

## 13. RETIREMENT BENEFITS AND RESULTING NET PENSION LIABILITY

*Defined Benefit Plan:* All full-time employees of the Fund participate in the City of Burlington Employees' Retirement System (the Plan), a cost sharing, single employer defined benefit plan. The Fund follows the provisions of GASB Statement No. 68, *Accounting and Financial Reporting for Pensions* – an amendment of GASB Statement No. 27, with respect to the Plan.

*Plan Description:* Substantially all employees of the Fund are members of the Plan and are classified as Class B members. Eligible employees must participate in the Plan. The City began requiring a 3% contribution effective July 1, 2014. The policy of the City for fiscal years 2016-2018 is to fund the actuarially determined contributions based on the open group entry age normal method using a discount of 8%, while the net pension liability is based on the closed method and the discount rate has been revised in FY18 from 8% to 7.625%. The Fund's contributions were based on full time equivalents and wages. The City Council has the authority to amend the benefit terms of the Plan by enacting ordinances and sending them to the Mayor for approval.

At June 30, 2018, the Fund reported a net pension liability for its proportionate share of the City's total net pension liability per GASB 68. The net pension liability was measured as of June 30, 2017. At June 30, 2017, Fund's proportion was 1.87%. For more information on the City's plan, see the City of Burlington, VT Comprehensive Annual Financial Report.

*Benefits Provided:* Class B retirees who have attained the age of 55 or older and completed 7 or more years of creditable service (age and years of creditable service vary depending on agreements) are eligible for benefits based on average final earnable compensation (AFC) during either the highest 5 or 3 non-overlapping 12-months periods depending on hiring dates. For details on agreements and AFC, see the City of Burlington, VT financial statements.

Contributions: The Fund contributed \$254,514 for the measurement years ended June 30, 2017.

Summary of Significant Accounting Policies: 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 Plan was used as reported on the City of Burlington, VT Financial Statements. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with benefit terms. Investments are reported at fair value.

Actuarial assumptions: The net pension liability in the June 30, 2017 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	3 percent
Salary increases	3.50 percent per year
Investment rate of return	7.625 percent, net of pension plan investment expense, including inflation

Mortality rates were based on the RP-2000 Mortality Table with separate male and female rates, with no adjustment, combined table for non-annuitants and annuitants, projected to the valuation date with Scale BB.

The actuarial assumptions used in the June 30, 2017 valuation were based on the results of an actuarial experience study for the period July 1, 2007 through June 30, 2012, with discount rate updated from 8% to 7.625% based on the latest draft of the new experience study.

The long-term expected rate of return on pension plan investments was selected from a best estimate range determined using the building block approach. Under this method, an expected future real return range is calculated separately for each asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return net of investment expenses by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of arithmetic real rates of return for each major class as of June 30, 2017 are summarized in the following table:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-Term Expected Real Rate of Return</u>
Large Cap Core Equity	30.00%	7.7%
SMID Cap Core Equity	18.00%	10.1%
International Equity	10.00%	6.0%
Emerging Markets Equity	10.00%	10.8%
Private Equity	2.00%	10.2%
Real Estate / Timber	10.00%	7.3%
Core Fixed Income	20.00%	4.4%
Total	<u>100.00%</u>	

Nominal long-term expected rates of return for these asset classes are equal to the sum of the above expected long-term real rates and the expected long-term inflation rate of 3.00%.

Discount Rate: The discount rate used to measure the net pension liability was 7.625%. The projection of cash flows used to determine the discount rate assumed that the plan member contributions will be made at the current contribution rate and that employer contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on these assumptions, the fiduciary net position was projected to be available to make all future benefit payments to the current plan members.

Sensitivity of the Proportionate Share of the Net Pension Liability to Changes in the Discount Rate: The following presents the Fund’s proportionate share of the net pension liability calculated using the discount rate of 7.625 percent, as well as what the Fund’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage-point lower (6.625%) or one percentage-point higher (8.625%) than the current rate:

Fund's net pension liability as of:	1% Decrease (6.625%)	Discount Rate (7.625%)	1% Increase (8.625%)
June 30, 2018	\$ 2,255,179	\$ 1,630,284	\$ 1,109,308

Deferred Inflows and Outflows of Resources: As a result of implementing GASB 68, the differences between projected and actual investment earnings, difference between actual and expected experience, and changes in proportional share of contributions related to pension was reported as deferred inflows of resources and will be amortized over the next several future fiscal years.

Deferred outflows of resources related to pensions resulting from contributions subsequent to the measurement date will be recognized in pension expense for of subsequent fiscal year. Other amounts reported as deferred outflows and inflows of resources related to pension will be recognized in pension expense in future fiscal years as follows:

Amortization Year	Net deferred outflows (inflows) of resources:
2019	\$ 33,286
2020	(78,478)
2021	(127,236)
2022	(35,346)
	<u>\$ (207,774)</u>

Pension Plan Fiduciary Net Position: Detailed information about the pension plan’s fiduciary net position is available in the separately issued City of Burlington financial report. No separate stand-alone report is issued for the pension system. Further disclosures about the Plan are included in the City of Burlington’s financial statements.

Further disclosures about the Pension Plan are included in the City of Burlington, Vermont’s financial statements.

**14. OTHER POST-EMPLOYMENT BENEFITS (OTHER THAN PENSION) – OPEB GASB 75**

*GASB Statement No. 75, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, replaces the requirements of *Statement No. 45, Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*. The Statement establishes standards for recognizing and measuring liabilities, deferred outflows of resources, deferred inflows of resources, and expenses. This Statement identifies the methods and assumptions that are required to be used to project benefit payments, discounted projected benefit payments to their actuarial present value, and attribute that present value to periods of employee service.

*Fund OPEB Plan*

All of the following OPEB disclosures are based on a measurement date of June 30, 2018.

*General Information about the OPEB Plan*

Plan Description

In addition to providing the pension benefits described, the City provides postemployment healthcare and life insurance benefits for retired employees through the City's plan.

In addition, the City allows certain retired employees to purchase health insurance through the City at the City's group rates. GASB No. 75 recognizes this as an implied subsidy and requires accrual of this liability.

Benefits Provided

The City provides medical, prescription drug, mental health/substance abuse and life insurance to retirees and their covered dependents. All active employees who retire from the City and meet the eligibility criteria may receive these benefits.

Funding Policy

The Plan Sponsor's Funding Policy is to contribute the employer portion of retiree benefit payments annually.

Actuarial Assumptions and Other Inputs

The total OPEB liability was determined by an actuarial valuation as of June 30, 2017, using the following actuarial assumptions, applied to all periods included in the measurement, unless otherwise specified:

Inflation	2.60% per year. This assumptions is consistent with the Social Security Administration's current best estimate of the ultimate long-term annual percentage increase in CPI, as published in the 2017 OASDI Trustees Report.
Rate of annual aggregate payroll growth	2.60% per year
Discount rate	3.87%
Healthcare cost trend rates	7.0% for 2017, fluctuating 0.5%, to an ultimate rate of 4.60% as of 2022 and later years
Retirees' share of benefit-related costs	Retirees are responsible for a portion of premium rates not covered by the City.

The actuarial assumptions used in the valuation were based on the results of an actuarial experience study that was performed for the five-year period ending June 30, 2022.

Discount Rate

The discount rate used to measure the total OPEB liability was 3.87%.

Since the OPEB plan is not funded, the selection of the discount rate is consistent with the GASB 75 standards linking the discount rate to the 20- year AA municipal bond index for unfunded OPEB plans. The discount rate used for the valuation is equal to the published Bond Buyer general obligation 20 year-Bond Municipal Index effective as of June 30, 2018.

Total OPEB liability

The Fund’s total OPEB liability of \$104,692 was measured as of June 30, 2018 and was determined by an actuarial valuation as of June 30, 2017.

Changes in the Total OPEB Liability

Detailed information about the changes in total OPEB liability is available in the separately issued City of Burlington, Vermont’s Comprehensive Annual Financial Report.

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

The following presents the total OPEB liability, as well as what the total OPEB liability would be if it were calculated using a discount rate that is one percentage-point lower or one percentage-point higher than the current discount rate:

	1% Decrease (2.87%) in Discount Rate	Current Discount Rate (3.87%)	1% Increase (4.87%) in Discount Rate
Total OPEB liability	\$117,248	\$104,692	\$94,188



Sensitivity of the Total OPEB Liability to Changes in the Healthcare Cost Trend Rates

The following presents the total OPEB liability, as well as what the total OPEB liability would be if it were calculated using healthcare cost trend rates that are one percentage-point lower or one percentage-point higher than the current healthcare cost trend rates:

	Healthcare Cost		
	1% Decrease	Trend Rates	1% Increase
	(6.00%	(7.00%	(8.00%
	decreasing to	decreasing to	decreasing to
	3.60%)	4.60%	5.60%)
	<hr/>		
Total OPEB liability	\$97,028	\$104,692	\$113,726

OPEB Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to OPEB

For the year ended June 30, 2018, the Fund recognized an OPEB expense of \$199. The remaining amounts reported as deferred inflows of resources and deferred outflows related to OPEB will be recognized in OPEB expense over the next 6 years.

Further disclosures about the OPEB Plan are included in the City of Burlington, Vermont’s financial statements.

**15. DEFERRED COMPENSATION PLAN**

The Fund offers its employees a deferred compensation plan administered through the City in accordance with Section 457 of the Internal Revenue Code (IRC). The plan permits employees to defer a portion of their salary until future years. The deferred compensation is not available to the employees until termination, retirement, death, or for “unforeseeable emergency” as defined by IRS guidelines. The assets of the plan are not included in the accompanying financial statements.

**16. RELATED PARTY TRANSACTIONS**

It is the City’s policy to charge or pay interest based on outstanding balances advanced to or borrowed from the municipal funds of the City. The interest rate is based on the average interest rate which would have been earned in the City’s sweep account. Total interfund interest received/(paid), net, during 2018 was \$39.

The City Clerk/Treasurer’s office charges all departments for administration and risk management fees. The City Council approves, through the budget process, the annual assessments. For the years ending June 30, 2018, administrative and risk management fees paid to the City General Fund was \$398,305.

The Fund contracted with other City departments to provide services such as security from the Police Department at a fee of \$1,146,500 for fiscal year 2018. The Airport also contracted with the Traffic Fund to operate its parking lot and parking garage at a fee of \$50,000 for fiscal year 2018.

**17. LEASES**

The Fund leases office, building and ground space to various Airport related businesses, including airlines, car rental companies, food and gift concessions, governmental agencies and others. The lease rates vary and are computed based upon square footage, percentages of gross revenues and combinations of the two. The leases expire at varying dates through 2033.

Lease revenue for the year ended June 30, 2018 was approximately \$8,508,000. Future lease revenue estimated to be received in each of the next five fiscal years under these agreements are as follows:

2019	\$ 8,880,000
2020	\$ 8,980,000
2021	\$ 9,070,000
2022	\$ 9,160,000
2023	\$ 9,250,000

**18. COMMITMENTS AND CONTINGENCIES**

The following include outstanding legal issues:

***Mansfield Heliflight, Inc. v. City of Burlington, Vermont***

On or around July 29, 2014, Mansfield Heliflight, Inc. (“Mansfield”) filed a Part 16 Complaint with the FAA against the City, alleging the City has prevented Mansfield from becoming a Fixed-Base Operator (“FBO”) at BTV, and that its efforts in this regard effectively granted an exclusive right to Heritage Aviation, Inc. On September 5, 2017, the FAA dismissed the complaint and found that the Airport had not violated its grant assurances. The FAA did make some recommendations, including that the City issue a request for proposals to select a second qualified FBO. However, Mansfield Heliflight has appealed, and the appeal is being briefed. The City believes that Mansfield’s claims are without merit.

***Other Claims***

The City has been sued along with United Airlines for an injury suffered by a passenger who slipped and fell on ice on the jet bridge. *Messier v. United Airlines and City of Burlington*. That claim is being defended by insurance defense counsel, and monetary damages are still unspecified.

A claim has been made for a slip and fall on ice in April 2015, but no lawsuit has yet been filed on that claim. Currently, insurance has been handling the claim, and it is expected that insurance defense counsel will be retained if a suit is filed.

The City does not believe that any of the above-referenced matters will have a material, adverse effect upon the financial position of the Fund.

Grants - Amounts received or receivable from grantor agencies, including possible grant assurance violations at the Fund, are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount of expenditures which may be disallowed by the grantor cannot be determined at this time, although the Fund expects such amounts, if any, to be immaterial.

Construction Commitments – The Airport has a number of ongoing Airport Improvement Program (AIP) projects for construction and land acquisition, as well as several Passenger Facility Program (PFC) projects for terminal improvements that are funded from restricted assets. AIP projects include taxiway reconstruction, storm-water treatment projects, building demolition related to previously acquired property and land acquisition. The PFC projects include energy projects, cargo apron reconstruction, escalator and baggage carousel projects and related work.

## 19. RISK MANAGEMENT

### A. Insurance

The Fund is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employee; and natural disasters. The Fund manages these risks through a combination of commercial insurance packages and through the City’s risk management program.

The City carries commercial insurance to cover its property, casualty and general liability risks. Commercial property insurance, inland marine and employment practices insurance coverage is provided by Travelers and is offered on a guaranteed cost basis with a deductible of \$50,000. The City has a large-deductible worker’s compensation plan with Travelers Indemnity Company.

The Fund also carries Airport Owners and Operators General Liability insurance with the following limits:

Completed Operations Aggregate	\$100 million
Personal Injury and Advertising Injury Aggregate	\$50 million
Malpractice Aggregate	\$50 million
Each occurrence limit	\$100 million
Fire Damage – any one fire	\$500,000
Medical Expenses – any one person	\$10,000
Hangarkeepers Limit – any one aircraft	\$100 million
Hangarkeepers Limit – any one occurrence	\$100 million

For Health and Dental insurance, the City self-insures with appropriate stop-loss coverage in place to cover large claims. The stop-loss limits are as follows:

Health insurance	\$130,000 per occurrence with no stop loss coverage
Dental insurance	The benefit from this coverage cannot exceed \$1,500 per participant

All of the City’s self-insurance programs are administered by a third-party administrator, which processes and pays the claims and then bills the City for the amount of the total claims paid.

The costs associated with these self-insurance plans are budgeted in the City’s General Fund and allocated to the Fund based on the following:

<u>Type</u>	<u>Allocation Method</u>
Worker's compensation	50% Experience and 50% Exposure
Health	Number of employees and levels of coverage
Dental	Actual claims and administrative fees paid
Liability	Adjusted operating budgets
Property	Insured value of city structures

The City has elected to pay actual unemployment claims instead of enrolling in an unemployment insurance program. There were no claims 2018.

***B. Factors Affecting the Airline Industry***

The City’s ability to derive Revenues from its operation of the Airport depends upon many factors, many of which are not subject to the control of the City. Revenues may be affected by the ability of the Signatory Airlines, individually and collectively, to meet their respective obligations under the Airport Agreements. The financial results of the airline industry have been subject to substantial volatility since deregulation of the airline industry in 1978. Recent years of airline mergers, takeovers, asset transfers and bankruptcies have resulted, and may continue to result, in a consolidation of the industry. The impact of further consolidation within the U.S. airline industry cannot be predicted at this time. Historically, the airline industry’s results have correlated with the performance of the economy. Regarding recent financial performance, the Airlines have experienced their greatest profitable years (2016 and 2017), following several years of positive net revenues. The projections and outlook for 2018 remain positive. The Airlines have experienced significant growth in enplanements as well as revenues from changes in their fee structures.

The City’s ability to generate Net Revenues and PFCs depends on sufficient levels of aviation activity and passenger traffic at the Airport. The achievement of increased passenger traffic will depend partly on the profitability of the airline industry and the ability of individual airlines to provide sufficient capacity to meet demand. The airline industry has been adding seats and experiencing significant enplanement growth with growth in recent years. Enplanement growth for 2018 is expected to be between 4.5% and 5.7% nationally.

The City's ability to derive Net Revenues from its operation of the Airport depends upon many factors which affect the airlines' operations at the Airport, many of which are not subject to the control of the City, including the economy, domestic and international affairs, air transportation disruptions, the threat of terrorism and international conflict, health crises, cost structure of the airlines, including the cost of aviation fuel, and labor issues. The City cannot assess the impact that these factors will have on the airline industry and, in turn, on the Net Revenues.

In addition, many factors have combined to create structural changes in the travel market that have altered consumer travel patterns. As a result of increased security protocols from the Department of Homeland Security, the Transportation Security Administration has mandated various security measures that have resulted in security taxes and fees and potentially longer passenger processing and wait times at airports. Both add to the costs of air travel and make air travel less attractive to consumers relative to ground transportation, especially to short-haul destinations. Additionally, consumers have become more price-sensitive. Efforts of airlines to stimulate traffic by heavily discounting fares have changed consumer expectations regarding airfares with the introduction of Ultra-Low-Cost Carriers (ULCC). Consumers have come to expect extraordinary low fares from ULCC operators (Spirit, Allegiant, etc.). In addition, the availability of fully transparent price information on the Internet now allows quick and easy comparison shopping, which has changed consumer purchasing habits. This has made pricing and marketing even more competitive in the U.S. airline industry. Smaller corporate travel budgets, combined with the higher costs of travel, have made business customers more amenable to communications substitutes such as tele- and video-conferencing.

Faced with the growth of lower-cost airlines and evolving business technology, legacy airlines (United, Delta, and American) have been forced to change their business practices, including reducing or eliminating service on unprofitable routes, reducing their workforces, implementing pay cuts, reducing fares to compete with low-cost carriers, deferring aircraft deliveries and streamlining operations.

The aviation industry is cyclical and subject to intense competition and variable demand. Further, airline debt levels remain high, many airlines have large unfunded pension obligations and many airlines have an aging aircraft fleet and/or aging computer systems. The airlines are vulnerable to fuel price spikes, labor activity, recession and external shocks (such as terrorism, pandemics, military conflicts and natural disasters). As a result, financial performance can fluctuate dramatically from one reporting period to the next, however, airlines have recently shown record profitability. Typically, at small and non-hub airports, airlines serve these markets with smaller regional airline affiliates. These are typically flown with smaller aircraft with lower paying pilots. Burlington International Airport has seen differences in this trend with introduction of legacy carrier mainline (larger) aircraft serving multiple markets. The Airport, through on-going communication with airline partners, have also been made aware of legacy carriers liquidating the smaller aircraft in their fleets.

The City makes no representation with respect to the continued viability of any of the carriers serving the Airport, airline service patterns, or the impact of any airline failures on the Net Revenues and PFC or CFC collections. Additionally, no assurance can be given that adverse or catastrophic events will not happen in the future.

**20. MAJOR CUSTOMERS**

A significant portion of the Fund’s earnings and revenues are directly or indirectly attributed to the activity of a few major airlines.

The Fund’s earnings and revenues could be materially and adversely affected should these major airlines discontinue operations and should the Fund be unable to replace the airline with similar activity. The level of operations is determined based upon the relative share of enplaned passengers. The following represents major concentrations and their respective airline passenger shares:

	<u>2018</u>
United	32%
American	31%
Delta	23%
Jet Blue	14%

**21. BEGINNING NET POSITION RESTATEMENT**

The Fund’s beginning net position has been restated from the previous fiscal year to conform to GASB Statement 75. In accordance with Statement 75, the Fund has elected to apply the standard prospectively and not recalculate OPEB related deferred outflows and inflows of resources for prior periods. Accordingly, the following reconciliation is provided:

As previously reported	\$ 140,458,783
Implementation of GASB 75	<u>34,603</u>
As restated	<u><u>\$ 140,493,386</u></u>

**CITY OF BURLINGTON, VERMONT  
BURLINGTON AIRPORT**

**SCHEDULE OF PROPORTIONATE SHARE (GASB 68)  
OF THE NET PENSION LIABILITY**

**REQUIRED SUPPLEMENTARY INFORMATION**

**JUNE 30, 2018  
(Unaudited)**

Burlington Employee's Retirement System

<u>Fiscal Year</u>	<u>Measurement Date</u>	<u>Proportion of the Net Pension Liability</u>	<u>Proportionate Share of the Net Pension Liability</u>	<u>Covered Payroll</u>	<u>Proportionate Share of the Net Pension Liability as a Percentage of Covered Payroll</u>	<u>Plan Fiduciary Net Position Percentage of the Total Pension Liability</u>
June 30, 2018	June 30, 2017	1.87%	\$1,630,284	\$ 1,899,810	85.81%	67%
June 30, 2017	June 30, 2016	2.95%	\$2,631,042	\$ 1,795,630	146.52%	64%
June 30, 2016	June 30, 2015	3.18%	\$2,169,468	\$ 1,664,402	130.35%	70%
June 30, 2015	June 30, 2014	2.38%	\$1,278,506	\$ 1,642,817	77.82%	75%

*Schedules are intended to show information for 10 years. Additional years will be displayed as they become available.*

See Independent Auditors' Report.

**CITY OF BURLINGTON, VERMONT  
BURLINGTON AIRPORT**

**SCHEDULE OF PENSION CONTRIBUTIONS (GASB 68)  
REQUIRED SUPPLEMENTARY INFORMATION**

**JUNE 30, 2018  
(Unaudited)**

Burlington Employee's Retirement System

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<u>Fiscal Year</u>	<u>Measurement Date</u>	<u>Contractually Required Contribution</u>	Contributions in Relation to the <u>Contractually Required Contribution</u>	<u>Contribution Deficiency (Excess)</u>	<u>Covered Payroll</u>	<u>Contributions as a Percentage of Covered Payroll</u>
June 30, 2018	June 30, 2017	\$ 254,514	\$ (254,514)	\$ -	\$ 1,795,630	14%
June 30, 2017	June 30, 2016	\$ 270,003	\$ (270,003)	\$ -	\$ 1,664,402	16%
June 30, 2016	June 30, 2015	\$ 281,375	\$ (281,375)	\$ -	\$ 1,664,402	17%
June 30, 2015	June 30, 2014	\$ 211,879	\$ (211,879)	\$ -	\$ 1,642,817	13%

*Schedules are intended to show information for 10 years. Additional years will be displayed as they become available.*

See Independent Auditors' Report.



**CITY OF BURLINGTON, VERMONT  
BURLINGTON AIRPORT**

**SCHEDULE OF PROPORTIONATE SHARE OF NET OPEB LIABILITY (GASB 75)  
REQUIRED SUPPLEMENTARY INFORMATION  
JUNE 30, 2018**

(Unaudited)

City OPEB plan

Fiscal Year	Measurement Date	Proportion of the Net OPEB Liability	Proportionate Share of the Net OPEB Liability	Covered Payroll	Proportionate Share of the Net OPEB Liability as a Percentage of Covered Payroll
June 30, 2018	June 30, 2018	2.0995%	\$ 104,692	\$ 2,362,468	4.4315%

*Schedules are intended to show information for 10 years. Additional years will be displayed as they become available.*

See Independent Auditors' Report.

**CITY OF BURLINGTON, VERMONT  
BURLINGTON AIRPORT**

**SCHEDULE OF OPEB CONTRIBUTIONS (GASB 75)  
REQUIRED SUPPLEMENTARY INFORMATION**

**(Unaudited)**

<b>Schedule of Contributions</b>	<b>Fiscal Year <u>June 30, 2018</u></b>
Actuarially determined contribution	\$ 8,098
Contributions in relation to the actuarially determined contribution	<u>8,098</u>
Contribution deficiency (excess)	<u>\$ -</u>
Covered employee payroll	\$ 2,362,468
Contributions as a percentage of covered employee payroll	0.3%

*Schedule is intended to show information for 10 years. Additional years will be displayed as they become available.*

See notes to the Fund's financial statements for summary of significant actuarial methods and assumptions.

See Independent Auditors' Report.

REPORT ON COMPLIANCE WITH REQUIREMENTS OF  
THE PASSENGER FACILITY CHARGE PROGRAM  
AND ON INTERNAL CONTROL OVER COMPLIANCE  
IN ACCORDANCE WITH THE PASSENGER FACILITY CHARGE  
AUDIT GUIDE FOR PUBLIC AGENCIES

Additional Offices:  
Andover, MA  
Greenfield, MA  
Manchester, NH  
Ellsworth, ME

Independent Auditors' Report

To the Honorable Mayor and City Council  
City of Burlington, Vermont

**Report on Compliance for the Passenger Facility Charge Program**

We have audited the Burlington International Airport, an enterprise fund of the City of Burlington, Vermont (the Fund), for compliance with the types of compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies (the Guide)* issued by the Federal Aviation Administration, applicable to its passenger facility charge program that could have a direct and material effect on the Airport's passenger facility charge program for the year ended June 30, 2018. Our responsibility is to express an opinion the Fund's compliance based on our audit procedures.

**Management's Responsibility**

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to the Passenger Facility Charges Program.

**Auditors' Responsibility**

Our responsibility is to express an opinion on compliance for the Fund's passenger facility charge program based on our audit of the types of compliance requirements referred to above.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Govern-ment Auditing Standards*, issued by the Comptroller General of the United States; and the Guide. Those standards and the Guide require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on the passenger facility charges program occurred. An audit includes examining, on a test basis, evidence about the Fund's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance with the Fund's Passenger Facility Charges Program. However, our audit does not provide a legal determination of the Fund's compliance.

## **Opinion on Passenger Facility Charge Program**

In our opinion, the City complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on the Passenger Facility Charge program for the year ended June 30, 2018.

## **Report on Internal Control Over Compliance**

Management of the Fund is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Fund's internal control over compliance with the types of requirements that could have a direct and material effect on the Passenger Facility Charge program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the Passenger Facility Charge program and to test and report on internal control over compliance in accordance with the Guide, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Fund's internal control over compliance.

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

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

## **Purpose of this Report**

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the *Passenger Facility Charge Audit Guide for Public Agencies*. Accordingly, this report is not suitable for any other purpose.

## **Report on Schedule of Revenues and Expenditures of Passenger Facility Charges**

We have audited the financial statements of the Burlington International Airport, the enterprise fund of the City of Burlington, Vermont (the Fund) as of and for the year ended June 30, 2018, and

have issued our report thereon dated January 28, 2019, which contained an unmodified opinion on those financial statements. Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Fund's basic financial statements. The accompanying schedule of revenues and expenditures of passenger facility charges is presented for purposes of additional analysis as required by the *Passenger Facility Charge Audit Guide for Public Agencies*, and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of passenger facility charges is fairly stated in all material respects in relation to the basic financial statements as a whole.

*Melanson Heath*

January 28, 2019

CITY OF BURLINGTON, VERMONT  
 SCHEDULE OF PASSENGER FACILITY CHARGES COLLECTED AND EXPENDED  
 FOR THE YEAR ENDED JUNE 30, 2018

Cash balance - July 1, 2017	\$ 4,658,528
Receipts	
Passenger facility charges collected	2,465,588
Interest earnings	6,033
Total receipts	<u>2,471,621</u>
Disbursements	
Project No. 96-01-I-00-BTV	637,106
Project No. 00-03-C-00-BTV	53,931
Project No. 10-04-C-00-BTV	488,922
Project No. 11-05-C-00-BTV	49,256
Project No. 13-06-C-00-BTV	483,334
Total disbursements	<u>1,712,549</u>
Increase in cash balance	<u>759,072</u>
Cash balance - June 30, 2018	<u><u>\$ 5,417,600</u></u>

*See Note 12 for reconciliation of above cash to the restricted accounts presented in the financial statements.*

## BURLINGTON INTERNATIONAL AIRPORT

### Schedule of Findings and Questioned Costs For the Year Ended June 30, 2018

#### I. Summary of Auditor's Results

##### *Financial Statements*

Type of auditors' report issued: unmodified

Internal Control over Financial Reporting:

- Material weaknesses identified?  Yes  No
- Significant deficiencies identified that are not considered to be material weaknesses?  Yes  None reported

Noncompliance material to financial statements noted?  Yes  No

##### *Passenger Facility Charges Program*

Internal Control over the Programs:

- Material weaknesses identified?  Yes  No
- Significant deficiencies identified that are not considered to be material weaknesses?  Yes  None reported

Type of auditors' report issued on compliance for the Programs: unmodified

- Any audit findings disclosed that are required to be reported in accordance with Passenger Facility Charges Audit Guide for Public Agencies?  Yes  No

#### II. Financial Statement Findings

None reported.

#### III. Findings and Questioned Costs for the Program

None reported.