

**BOARD OF SELECTMEN
MEETING AGENDA**

**Fuller Meadow School
Nathan Media Room
143 South Main Street, Middleton, MA 01949
Tuesday, February 13, 2018
7:00 PM**

This meeting is being recorded

1. 7:00 PM Warrant
Minutes:
 - January 30, 2018 regular meetingTown Administrator updates and reports
2. 7:10 PM Presentation by Tony Roselli of Roselli Clark Associates on the Fiscal Year 2017 audit of financial statements and management letter
3. 7:35 PM Vote to accept Mass. General Law chapter 166, section 32A allowing wiring inspectors to work in town as long as they do not inspect their own work
4. 7:40 PM Vote to authorize the Treasurer/Collector to include in the FY2018 4th Quarter tax bill envelope an insert from the Southern Essex Registry of Deeds entitled Property Fraud Watch
5. 7:45 PM Review and discuss proposal from Gienapp Design Associates to perform an Architectural Overview Study to evaluate 48 South Main Street as a potential location for one or more public buildings, specifically a Fire Station, Police Station, Town Offices, and/or Council on Aging
6. 7:55 PM Discuss retirement announcement of Treasurer/Collector Donald Carter, vote to appoint Belinda Young as Treasurer/Collector effective July 1, 2018 and discussion of plans for hiring Ms. Young's replacement (Assistant Treasurer/Collector)
7. 8:05 PM Vote to appoint Beverly Milward as Animal Control Officer and Animal Inspector through June 30, 2018
8. 8:10 PM Vote to appoint Kevin Nichols as Alternate Animal Control Officer and Alternate Animal Inspector through June 30, 2018
9. 8:15 PM Vote on application of Faboula Nabe, of New England Professional Transportation, LLC, for a License to Own a Taxicab Company/Register Cabs, working out of her place of business at 169 Liberty Street (one taxi)
10. 8:20 PM New Business: Reserved for topics that the Chair did not reasonably anticipate would be discussed

The Board reserves the right to consider items on the agenda out of order. Not all items listed may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.

Minutes of the MIDDLETON BOARD OF SELECTMEN
Fuller Meadow School
Nathan Media Room
143 South Main Street, Middleton, MA 01949
January 30, 2018 7:00PM

Present: Chair Brian Cresta, Kosta Prentakis, Timothy Houten, Todd Moreschi, Rick Kassiotis

Absent: None

Others Present: Town Administrator Andrew Sheehan, Assistant Town Administrator Ryan Ferrara, Minutes Secretary Judi Stickney, Jill Mann, and others

7:06 PM Chairman Brian Cresta called the meeting to order at 7:06PM

- **Warrant:** After a brief review of the payroll (\$634,583) and bills payable (\$1,013,380) and warrants by Town Administrator Andrew Sheehan, the Board took the following action:
On a **MOTION** made by **Prentakis**, second by **Moreschi**, the Board of Selectmen **VOTED** unanimously to approve warrant number 1816, dated 2/01/18, as presented.
- **Minutes:** After a brief review of the Minutes of October 10, 2017, November 21, 2017, and January 16, 2018, the Board took the following action:
On a **MOTION** made by **Prentakis**, second by **Kassiotis**, the Board of Selectmen **VOTED** unanimously to accept the minutes as presented. Houten abstained from approving the minutes of 11/21/17, as he was not present.
- **Town Administrator's Report:** Town Administrator Andrew Sheehan provided the Board with updates and information on the following:
 - **Budget Meeting:** Sheehan advised that the Finance Committee and many departments will be meeting on Saturday to discuss the budget. It is an open meeting, and all are welcome to attend.
 - **Openings on Boards and Committees:** Sheehan advised there are many openings on boards and committees. Interested residents can find the list on the town website.
 - **Revenue Set at 3.5%:** Sheehan advised that the Governor released the numbers last week for the Commonwealth's Fiscal Year 2019 budget and local revenue is set at 3.5%.
 - **Memorial Hall Update:** Sheehan advised work was completed and everyone is back in their regular offices. Sheehan noted that the work was completed mostly on schedule. He thanked Campbell Construction for getting the work done on time and also to the Memorial Hall employees for their diligence and patience while work was going on.
 - **Charter Change:** Sheehan advised that it is in the third reading at this time. He will continue to watch and report to the Board.
 - **DPW Sand Shed:** Sheehan advised that the DPW has an area dedicated at 195 North Main Street where residents can pick up sand for application on their driveways/walkways.

7:13 PM Intent to Lay Out Ohlson Way: Attorney Jill Mann, representing Philip Colosi and Joanne Colosi, as trustees of PC Development Realty Trust, advised the Board that the subdivision has been completed and they are requesting that the Board of Selectmen vote their intent to lay out Ohlson Way as a public way per MGLc82,ss21-24 and to refer the petitioner's request to the Planning Board for

their recommendation per MGLc41,s81l. She noted that the plans have been reviewed by the appropriate departments and committees. She is hoping to have the road accepted by this Spring. After a brief discussion, the Board took the following action:

On a **MOTION** made by **Houten**, second by **Kassiotis**, the Board of Selectmen **VOTED** unanimously to approve their intent to lay out Ohlson Way road as a public way and refer it to the Planning Board for their recommendation.

7:15 PM Beech Brook Farm LLC Roadway, 161 Essex Street: Attorney Jill Mann, on behalf of Beech Brook Farm LLC, requested that the Board of Selectmen vote to name the roadway located at 161 Essex Street. She added that they have gone through the Planning Board and got approval for a small subdivision. The appeal period expires in the next day or so. They need a name to put on the plans. She would like Beech Brook to be in the name of the street. After a brief discussion, the Board took the following action:

On a **MOTION** made by **Prentakis**, second by **Houten**, the Board of Selectmen **VOTED** unanimously to name the road Beech Brook Farm Road.

7:16 PM Intent to Lay Out Zaloga Way: Assistant Town Administrator Ryan Ferrara advised the Board that Attorney David Ankeles could not be present tonight, adding that this is just a request from Attorney Ankeles, on behalf of Ryebrooke, LLC, for the Board to vote their intent to lay out Zaloga Way as a public way, per MGL c82, ss21-24, and to refer the petitioner's request to the Planning Board for their recommendation, per MGL c41, s81l. After a brief discussion, the Board took the following action:

On a **MOTION** made by **Prentakis**, second by **Kassiotis**, the Board of Selectmen **VOTED** unanimously to approve their intent to lay out Zaloga Way as a public way and to refer it to the Planning Board for their recommendation.

7:18 PM Vote to Open the Warrant for the May 8, 2018 Annual Town Meeting:

On a **MOTION** made by **Prentakis**, second by **Kassiotis**, the Board of Selectmen **VOTED** unanimously to open the Warrant for the May 8, 2018 Annual Town Meeting.

7:20 PM Approval of Fiscal Year 2018 Operations and Maintenance Sewer Rate: Selectmen Chair Cresta advised this was an annual activity to approve the operations and maintenance sewer rate for South Essex Sewer district billings. Assistant Town Administrator Ryan Ferrara advised the flow did increase slightly over last year, making the rate \$1.56 per 100 cubic feet for this year. After a brief discussion, the Board took the following action:

On a **MOTION** made by **Prentakis**, second by **Houten**, the Board of Selectmen **VOTED** unanimously to set the FY 2018 operations and maintenance sewer rate at \$1.56 per 100 cubic feet.

7:24 PM Overview of Recent Update to Open Meeting Law Regulations: 940 CMR 29.00-29.11: Town Administrator Andrew Sheehan provided information to the Board on the Open Meeting Law updates that went into effect in October.

7:28 PM Vote to Accept a Food Pantry Donation: The Board was provided with a copy of a \$1,000 donation check for the Middleton Food Bank from Bostik. After a brief discussion:

On a **MOTION** made by **Kassiotis**, second by **Moreschi**, the Board of Selectmen **VOTED** unanimously to accept the donation of \$1,000 from Bostik for the food bank.

7:29 PM New Business:

- **Retirement of Treasurer/Tax Collector, Don Carter:** Selectman Chair Cresta advised the Board that the Town has received a letter from the Town's Treasurer/Collector indicating his intent to retire as of June 30, 2018. Cresta added that it was hard to believe that Mr. Carter has been here seven years. The Board will discuss steps to take to fill the anticipated vacancy at a later meeting.
- **Later Start Time Initiative:** Selectman Prentakis provided a brief report on the meeting that was held last week at Masconomet regarding the Later Start Time Initiative. He advised that the bus company consultant presented a preliminary report, noting that one of the main issues is allowing enough time between the two levels of schools, to provide bus service to both the elementary schools and Masconomet. A lengthy discussion ensued on the options presented. Assistant Town Administrator Ryan Ferrara advised the Board that this topic is on the agenda for the budget meeting on Saturday.

7:39 PM ADJOURN

With no further business, on a **MOTION** made by **Houten**, the Board of Selectmen **VOTED** unanimously to adjourn at 7:39 PM.

Respectfully submitted,



Minutes Secretary

Kosta Prentakis, Clerk

Documents either distributed to the Board of Selectmen before the meeting in a packet or at the meeting:

1. Agenda: January 30, 2018
2. Town of Middleton Summary of Weekly Bills Payable and Payroll Warrants, 2/1/18, #1816
3. Minutes: 10/10/17, 11/21/17, 1/18/18
4. Letter from Mann & Mann, P.C. to Board of Selectmen, Re: Street Acceptance – Ohlson Way, Middleton, 1/12/18
5. Letter from Mann & Mann, P.C. to Board of Selectmen, Re: Street Acceptance – Ohlson Way, Middleton, 12/19/17
6. Letter and accompanying plans from Mann & Mann, P.C. to Board of Selectmen, Re: Naming of Subdivision Roadway, Beech Brook Farm, (161 Essex Street) Middleton, 1/11/18
7. Letter from Martha Rowell Ogden to Board of Selectmen, Re: Request to name a street in memory of her veteran brothers, 9/2/14
8. Letter from Ankeles, Vontzalides, Ambeliotis & Delaney, LLP to Board of Selectmen, Re: Roadway Acceptance Petition – Zaloga Way, 11/15/17
9. Town of Middleton FY 2018 Operating and Maintenance Sewer Rate from SESD Billings, 1/30/18
10. E-Mail from Town Clerk to Assistant Town Administrator, Re: New Open Meeting Law Regulations, Effective 10/6/17, 1/18/18
11. Certificate of Receipt of Open Meeting Law Materials
12. Explanations for the Attorney General's Revisions to the Open Meeting Law Regulations, 940 CMR 29.00-29.11, 9/25/17

13. Open Meeting Law Guide and Educational Materials, 10/17
14. Letter from Council on Aging to Board of Selectmen, Re: Middleton Food Bank Donation/Bostik, 1/23/17

TOWN OF MIDDLETON, MASSACHUSETTS

MANAGEMENT LETTER

YEAR ENDED JUNE 30, 2017

TOWN OF MIDDLETON, MASSACHUSETTS

**MANAGEMENT LETTER
YEAR ENDED JUNE 30, 2017**

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TRANSMITTAL LETTER

Board of Selectmen
Town of Middleton
Middleton, Massachusetts

In planning and performing our audit of the financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of the Town of Middleton, Massachusetts, (the "Town") as of and for the year ended June 30, 2017, in accordance with auditing standards generally accepted in the United States of America, we considered the Town's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Town's internal control. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal controls.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first paragraph would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control that we consider to be material weaknesses, as defined above.

This communication is intended solely for the information and use of management, the Board of Selectmen, and others within the organization, and is not intended to be and should not be used by anyone other than these specified parties.

Roselli, Clark and Associates

Roselli, Clark & Associates

Certified Public Accountants

Woburn, Massachusetts

December 21, 2017

EVALUATION OF TOWN OPERATIONS

The Town continues to achieve positive financial and operating results; a trend that has been in place since at least fiscal year 2011. Bolstered by a continued expanding local economy and conservative, diligent, management, the Town managed to increase or maintain reserves at every level despite (1) using \$1,258,000 from free cash, (2) using \$125,000 from overlay reserve, and (3) passing on almost \$1,800,000 in tax savings to the Town's residents in the form of excess levy capacity.

The following table illustrates this trend over the last several years:

Fiscal Year	Unassigned	Assigned	Total	Expenditures	Reserve Ratio
2011	3,066,038	1,426,671	4,492,709	25,304,273	17.75%
2012	3,285,715	1,421,778	4,707,493	26,211,542	17.96%
2013	5,741,287	660,672	6,401,959	27,971,151	22.89%
2014	5,353,427	740,902	6,094,329	29,570,500	20.61%
2015	4,532,478	1,414,092	5,946,570	31,482,189	18.89%
2016	4,211,832	1,613,352	5,825,184	33,493,606	17.39%
2017	4,473,840	1,494,972	5,968,812	34,390,094	17.36%

As can be observed, the Town has exceeded the bond rating tier one budget metric (as defined in the prior year report) of 15% for at least the last straight 7 years. This is considered a very strong financial measure and continues to meet the Town's annual expectation for this metric. In addition to this, the Town also contributed an additional \$100,000 to its OPEB Trust and now has reached almost \$1 million in this fund as of June 30, 2017.

Finding a reasonable balance of providing sufficient resources for services, while trying to maintain reserve balances at adequate levels, and doing so at a reasonable cost to the taxpayer are challenging propositions but the Town has performed in an exemplary manner in that regard.

Fiscal 2017 also marked a critical year for significant improvements to internal controls. The appointment of a new Finance Director by the new Town Administrator who was appointed the year before brought a heightened sense of awareness and urgency to address audit findings in an aggressive manner and as a result, many of the findings highlighted in the previous year have been satisfied. Specific details regarding this assertion are discussed within the body of this management letter.

Overall, we believe the Town has an excellent financial foundation and has the process in place to maintain this for years to come. We urge the Town to continue to implement recommendations that are still outstanding and to maintain adequate control in those areas that have been addressed.

CURRENT YEAR FINDINGS

Middleton Pre-School Program

The Middleton Public Schools operate an optional pre-school program for children who turn 3 and 4 years old by August 31 of the school year. The program is well attended and sought after as classes fill fast and an annual wait list is normal.

The classes are held at the Howe-Manning School and currently there are 8 different programs based on number of days, times and number of classes ranging from 2 days to 5 days.

Registration is normally held in November for the subsequent year for 3-year old children. The 4-year old classes typically just graduate up from the 3-year old classes. At the time of registration, a profile is created for each participant which includes all the necessary demographic information as well as frequency of payment (there are several choices) and program the child is in.

For the year-end June 30, 2017, the activity earned approximately \$286,000 in revenue, therefore it is a vibrant activity for the School Department.

Observations:

1. The activity is maintained in an overly labor-intensive manner; student profiles are maintained manually, and the daily collections are managed on a very cumbersome Excel spreadsheet. This is particularly inefficient given the number of annual participants in the program compounded by the multiple payments by each participant.
2. Checks may be received at the Howe Manning School or the Fuller Meadow School daily; however, a turnover is prepared only once or twice per month.
3. The office recordkeeper maintains fund balances in summary Excel spreadsheets and reconciles these amounts monthly to the MUNIS records provided by the Town Accountant. However, the detail spreadsheets which are maintained in subsidiary form by participant are never reconciled to summary forms used to balance to MUNIS.

Suggestions:

We suggest the Town evaluate different software programs that will enable parents to register and pay on-line. Such a program will resolve a great deal of the efficiency issues and safeguarding issues noted and listed above as follows:

1. Parents will register on-line, and a file will be created electronically for each participant; this will eliminate the need to fill out and maintain the numerous manual profile sheets.

2. Payment is in the bank immediately when a parent pays on-line rather than payments being brought to the Treasurer's Office only once or twice per month and checks being handled by multiple individuals.
3. The payment process is much easier for the parent, instead of having to bring a check to the school or office it is posted immediately on-line from their homes.
4. Reports can be created from the on-line program and used to reconcile to the Treasurer and the Town Accountant thus eliminating the need to maintain multiple cumbersome Excel spreadsheets.
5. The School does a nice job enforcing payment for delinquents; however, such a program will make reviewing delinquent accounts much more efficient as these types of programs will produce delinquent reports and email reminders to parents directly from the program; and due to the ease of paying on-line will allow parents not to let monthly payments slip by, thus reducing delinquencies.
6. The process is also much more secure as checks are not left in the office which have banking information included on them and are subject to possibly being lost or misplaced.

Overall the administrator performs adequately with the resources available to her and we were impressed with the reconciliation process with MUNIS, however we believe the School could benefit tremendously from modernizing the process as discussed above.

Management Response - Management is in agreement with the findings and will work with School Administration to migrate to a new online system.

PRIOR YEAR FINDINGS - UPDATE

Pension Stabilization Fund – Prior Informational Item

Update - The Town has made us aware that the Board of Selectmen and Finance Committee are generally in favor of establishing a pension stabilization fund and will revisit this upon finalization of the financial policies while establishing targets for all reserve accounts.

OPEB – Prior Informational Item

Update – The Town successfully implemented GASB 74 in fiscal 2017 and has begun the process of implementing GASB 75 in fiscal 2018. Management concurs with the continued funding of OPEB and in fiscal 2017 contributed \$100,000.

Bond Rating – Prior Informational Item

Update – Management is in agreement that after over 20 years of using the same rating agency it makes sense to evaluate other rating agencies. With respect to that, Management is working to improve/finalize those areas such as financial policies prior to seeking such services.

Municipal Data Breaches (data security audit) – Prior Informational Item

Update – The Town agreed with our recommendation and selected a vendor to complete a data security audit; to that end, the Town has a draft report in hand.

Management Response: *Management is in agreement with the finding and is seeking funds in the FY19 capital budget to implement security measures identified in the audit.*

Mansfield Trust Fund – Prior Informational Item

Update – The Town agreed with our finding that the Mansfield Trust should be accounted for as private purpose trust and during fiscal 2017 the Town began to account for this Trust in this manner.

Financial Policy and Procedure Manual – Prior Finding

Update – The financial policy and procedure manual has been completed in draft form and is currently pending approval by the Board of Selectmen and Finance Committee.

Municipal Light Department Checking Account – Prior Finding

Update – The Town agreed with our finding and has been trying to secure the account for a number of years however the Municipal Light Department is reluctant to give up control of the account. As a compromise the Town Treasurer is included as a signatory on

the account and is allowed to review the reconciliation which allows the Town more control. *We continue to suggest that the checking account is closed or given to the Treasurer as custodian. This comment is not satisfied.*

Management Response: *Management is in agreement with the finding and will continue efforts to transfer custody to the Town Treasurer.*

Ambulance Receivables – Prior Finding

Update – For fiscal 2017, the Town assigned the responsibility of reconciling ambulance activity with the Treasurer. In addition, a policy for write-offs was developed in draft and is included in the Town's financial policy and procedure draft manual awaiting approval.

Encumbrances – Prior Finding

Update – Consistent with our finding in the prior year, the Town abolished its practice of encumbering payroll at year-end.

Cash Book – Prior Finding

Update – The Town converted its cash book to Excel for the fiscal year 2017 close. This worked quite well. In addition, during the closing of the books, small variances were eliminated that had been carried for a period of time.

Compensated Absences – Prior Finding

Update – During 2017, the Town implemented the MUNIS compensated absence module. The amounts are now being tracked for internal purposes and also calculated for audit purposes.

Fraud Prevention Measures – Prior Finding

Update - The Town is in the process of developing recommended fraud policies and is also in the process of developing a plan to cycle evaluate the various cash handling activities, we as part of the audit, are cycle auditing one cash handling department per year. (see pre-school discussion).

Fixed Assets System – Prior Finding

Update - The Chief Financial Officer redesigned the Excel spreadsheet previously used for fixed assets and has made a determination that this revised spreadsheet is the most cost-efficient solution to tracking fixed assets. In addition, the prior fixed asset listing was cleaned up in a manner that makes the listing more accurate in its present form.

Police and Fire Details – Prior Finding

Update - Police and Fire Detail deficits were raised on the 2017 and 2018 tax recaps and these accounts no longer maintain permanent deficits.

Town Revolving Funds – Prior Finding

Update – Town Revolving Funds were included on the fiscal year 2017 tax recap.

Petty Cash - Prior Finding

Update - A policy was developed for petty cash and is in the process of being implemented. This should be resolved by the end of fiscal year 2018.

Special Revenue Accounts – Prior Finding

Update - The Town included revenue from the Cellular Tower Lease, Fire Alarm Fees and Weights and Measures as estimated receipts in its 2018 budget and will continue to account for these activities in General Fund moving forward.

Stale Special Revenue Fund Balances – Prior Finding

Update - Many of the stale accounts were spent down by the applicable department head. Others are being left open waiting further research and others have been closed out to the general fund as free cash.

FEMA – Prior Finding

Update – The stagnant amounts in the FEMA account were used during fiscal 2017 and into 2018 and the account has been closed out.

Special Revenue Funds in Deficit – Prior Finding

Update - The three special revenue accounts in deficit at the end of fiscal 2016 were either closed out with funds in other related accounts or raised on the 2017 tax recap.

School Revolving Accounts – Prior Finding

Update – In response to the comment that several of the School Revolving accounts appear to have excessive balances; the School began increased spending in these accounts, most notably, the Howe Manning Childcare and Pre-School programs with each dropping by more than \$50,000 during fiscal 2017.

School Lunch Cash Handling – Prior Finding

Update – The School has committed to utilizing a debit card only process for the School Lunch Program. This will eliminate all cash handling issues and also cause the funds to be in the bank immediately. The software should also provide better reporting options for reconciling with Town Hall.

Student Activities – Prior Finding

Update – In order to avoid all the regulations that accompany student activities, since the activity is on the lower side, the School has committed to moving all funds to the PTO and allowing the parent group to manage the process thus reducing any liability the District would have with respect to these funds. We agree with this disposition and suggest the School authorize this action through a vote of the School committee.

TOWN OF MIDDLETON, MASSACHUSETTS

Report on Examination of
Basic Financial Statements
and Additional Information
Year Ended June 30, 2017

Report on Internal Control
Over Financial Reporting and
On Compliance and Other Matters
Year Ended June 30, 2017

TOWN OF MIDDLETON, MASSACHUSETTS

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INDEPENDENT AUDITORS' REPORT

The Honorable Members of the Board of Selectmen
Town of Middleton, Massachusetts

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Middleton, Massachusetts, (the "Town") as of and for the year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the Town's basic financial statements as listed in the table of contents, except for the Middleton Electric Light Department "the Light Department" "the Electric Light Department" or "MELD", which is as of December 31, 2016 and is a Town Department reported as an enterprise fund and part of the Town's business-type funds. We did not audit the financial statements of the Light Department. The Light Department represents 100% of the assets, net position, and operating revenues of the Town's business-type activities. Those financial statements were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for this discretely presented component unit, is based solely on the report of the other auditors.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express opinions on these financial statements based on our 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 opinions.

Opinions

In our opinion the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the Town as of June 30, 2017, except for the Light Department, which is as of December 31, 2016, and the respective changes in financial position and where applicable, cash flows thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Restatement of Prior Year Ending Balances

As discussed in Note IV certain balances in the Government-Wide of Net Position were restated which caused the previously reported total net position in the governmental activities to be restated. Our opinion was not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, the schedules of the Town's proportionate share of net pension liability and contributions to pension plan, the schedule of the Commonwealth's collective share of the Massachusetts Teachers' Retirement System's net pension liability, the funding progress and contribution funding for other postemployment benefits, the schedules of changes in net other postemployment liability, ratios and contributions, schedule of investment returns for other postemployment benefit plans and budgetary comparison information as listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context.

We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued a report dated December 21, 2017 on our consideration of the Town's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contract, 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 Town's internal control over financial reporting and compliance.

Roselli, Clark and Associates

Roselli, Clark & Associates
Certified Public Accountants
Woburn, Massachusetts
December 21, 2017

MANAGEMENT'S DISCUSSION AND ANALYSIS

As the management of the Town of Middleton, Massachusetts (the "Town"), we offer readers of the Town's financial statements this narrative overview and analysis of the financial activities of the Town for the fiscal year ended June 30, 2017 (December 31, 2016 for the Light Department). We encourage readers to consider the information presented here in conjunction with their review of the basic financial statements, notes to the basic financial statements and required supplementary information found in this report.

Financial Highlights

- During the year ended June 30, 2017 the Town was required to restate its capital assets in the governmental activities. These adjustments resulted in an increase of over \$1.5 million in the governmental activities. This was necessary to properly report capital assets for the prior year that resulted from conducting a comprehensive inventory of capital assets during 2017.
- The assets and deferred outflows of financial resources exceeded its liabilities and deferred inflows of financial resources at the close of the most recent fiscal year by almost \$48.6 million (*total net position*).
- After factoring the impact of the prior period adjustment previously discussed, the Town's total net position decreased by approximately \$1.4 million year-over-year. This was the result of a decrease in governmental activities of \$2.2 million offset by almost \$0.8 million increase in Light Department operations.
- The Town's total long-term debt in its governmental activities increased by nearly \$0.4 million as the Town issued new debt of approximately \$1.3 million related to school improvements that were offset by regular scheduled maturities of approximately \$0.9 million.
- As of the close of the current fiscal year, the Town's governmental funds balance sheet reported a combined ending fund balance of over \$11.7 million, which was approximately \$1.5 million higher than the prior year. This was mainly attributed to Capital Project bond proceeds used to refinance short-term debt. Of the ending fund balance almost \$4.5 million (13% of expenditures) is *available for spending* at the government's discretion as *unassigned fund balance*. The remainder is earmarked for specific expenditures.

Overview of the Financial Statements

This discussion and analysis are intended to serve as an introduction to the Town's basic financial statements. The Town's basic financial statements comprise three components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-wide Financial Statements – The *government-wide financial statements* are designed to provide readers with a broad overview of the Town's finances, in a manner similar to a private-sector business.

The *statement of net position* presents information on all of the Town's assets and deferred outflows of resources and its liabilities and deferred inflows of resources, with the difference between the two reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Town is improving or deteriorating.

The *statement of activities* presents information showing how the government's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and earned but unused sick pay).

Both of the government-wide financial statements distinguish functions of the Town that are principally supported by taxes and intergovernmental revenue (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of the Town include general government, public safety, highways and streets, sanitation, education, health and human services, culture and recreation, fringe benefits and debt service. The business-type activities of the Town consist completely of Light Department activities.

Fund Financial Statements – A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Town, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the Town can be divided into three categories: governmental funds, proprietary funds and fiduciary funds.

Accounting guidelines distinguish fund balance between amounts that are considered nonspendable, such as fund balance associated with inventories, and other amounts that are classified based on the relative strength of the constraints that control the purposes for which specific amounts can be spent. Beginning with the most binding constraints, fund balance amounts will be reported in the following classifications:

- Nonspendable—amounts that cannot be spent because they are either (a) not in spendable form (i.e., inventory or prepaid items) or (b) legally or contractually required to be maintained intact.
- Restricted—amounts constrained by external parties, constitutional provision, or enabling legislation.
- Committed—amounts constrained by a government using its highest level of decision-making authority.
- Assigned—amounts a government intends to use for a particular purpose.
- Unassigned—amounts that are not constrained at all will be reported in the general fund or in other major funds if negative.

Governmental Funds – *Governmental funds* are used to account for essentially the same functions reported as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable resources* available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions.

The Town maintains several individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund. Data from the other governmental funds are combined into a single, aggregated presentation.

The Town adopts an annual appropriated budget for its general fund. A budgetary comparison schedule has been provided for the general fund to demonstrate compliance with this budget. This schedule has been prepared as required supplementary information and can be found along with the corresponding notes in this report.

Proprietary Funds – *Enterprise funds* are used to report the same functions presented as *business-type activities* in the government-wide financial statements. Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for enterprise funds of the Light Department.

Fiduciary Funds – Fiduciary funds are used to account for resources held for the benefit of parties outside the government. Fiduciary funds are not reflected in the government-wide financial statement because the resources of those funds are not available to support the Town's own programs. The accounting used for fiduciary funds is much like that used for proprietary funds.

Notes to the Financial Statements – The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Government-Wide Financial Analysis

The following table represents the condensed statement of net position:

	Governmental Activities		Business-Type Activities		Total	
	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016
<u>Assets</u>						
Current and other assets	\$ 15,533,572	\$ 15,771,512	\$ 15,652,769	\$ 14,888,632	\$ 31,186,341	\$ 30,660,144
Capital assets, net	56,923,755	58,443,054	9,465,661	9,546,011	66,389,416	67,989,065
Total assets	72,457,327	74,214,566	25,118,430	24,434,643	97,575,757	98,649,209
Deferred outflows of resources	1,642,197	769,048	402,880	-	2,045,077	769,048
<u>Liabilities</u>						
Long-term liabilities	41,834,058	39,060,946	4,443,216	4,042,825	46,277,274	43,103,771
Other liabilities	3,330,148	5,084,366	1,050,400	1,202,251	4,380,548	6,286,617
Total liabilities	45,164,206	44,145,312	5,493,616	5,245,076	50,657,822	49,390,388
Deferred inflows of resources	306,587	32,156	75,215	14,257	381,802	46,413
<u>Net Position</u>						
Net investment in capital assets	40,899,959	41,561,263	9,465,661	9,546,011	50,365,620	51,107,274
Restricted	5,642,398	5,585,113	202,071	202,072	5,844,469	5,787,185
Unrestricted	(17,913,626)	(16,340,230)	10,284,747	9,427,227	(7,628,879)	(6,913,003)
Total Net Position	\$ 28,628,731	\$ 30,806,146	\$ 19,952,479	\$ 19,175,310	\$ 48,581,210	\$ 49,981,456

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. The assets and deferred outflows of resources of the Town exceeded its liabilities and deferred inflows of resources at the close of the most recent fiscal year by almost \$48.6 million (*total net position*), which represents an approximate \$1.4 million decrease from the prior year's balance.

The largest portion (\$50.4 million) of the Town's overall net position reflects its investment in capital assets (e.g. land, buildings, machinery, and equipment), less any related debt used to acquire those assets that is still outstanding. The Town uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the Town's investment in its capital assets is reported net of related debt, the resources needed to repay this debt must be provided from other sources,

since the capital assets themselves cannot be used to liquidate these liabilities. An additional significant portion of the Town's total net position (\$5.8 million) represents resources that are subject to external restrictions on how they may be used.

The remaining category represents *unrestricted net position* which is currently in a deficit position of over \$7.6 million. Surpluses of almost \$10.3 million in the business-type activities are offset by a deficit of over \$17.9 million in the governmental activities. The business-type surplus may be used to meet the ongoing obligations of the business-type activities. The governmental activities deficit is primarily the result of an \$10.1 million OPEB obligation and \$15.6 million net pension liability at June 30, 2017. The Town expects that its deficit in unrestricted net position will continue to increase for the foreseeable future until a mechanism to more adequately fund its annual OPEB obligation is in place.

The following table represents the condensed statement of changes in net position:

	Governmental Activities		Business-Type Activities		Total	
	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016
<u>Revenues</u>						
Program revenues:						
Charges for services	\$ 3,199,696	\$ 2,687,432	\$ 13,629,964	\$ 13,535,210	\$ 16,829,660	\$ 16,222,642
Operating grants and contributions	4,261,181	3,607,006	147,610	149,952	4,408,791	3,756,958
Capital grants and contributions	668,475	680,485	-	-	668,475	680,485
General revenues:						
Property taxes	26,182,322	24,783,664	-	-	26,182,322	24,783,664
Excise taxes	2,307,173	2,167,028	-	-	2,307,173	2,167,028
Unrestricted investment earnings	55,053	46,922	312,520	398,372	367,573	445,294
Other	793,341	917,826	-	-	793,341	917,826
Total Revenues	37,467,241	34,890,363	14,090,094	14,083,534	51,557,335	48,973,897
<u>Expenses</u>						
General government	2,497,652	2,404,395	-	-	2,497,652	2,404,395
Public safety	5,365,077	4,634,152	-	-	5,365,077	4,634,152
Education	26,796,587	25,161,574	-	-	26,796,587	25,161,574
Public works	2,958,560	2,551,931	-	-	2,958,560	2,551,931
Health and human services	665,455	664,933	-	-	665,455	664,933
Culture and recreation	1,107,685	1,109,543	-	-	1,107,685	1,109,543
Debt service	473,640	479,320	-	-	473,640	479,320
Electric light	-	-	13,092,925	12,813,348	13,092,925	12,813,348
Total Expenses	39,864,656	37,005,848	13,092,925	12,813,348	52,957,581	49,819,196
Change in net position before transfers	(2,397,415)	(2,115,485)	997,169	1,270,186	(1,400,246)	(845,299)
Transfers	220,000	240,000	(220,000)	(240,000)	-	-
Change in net position	(2,177,415)	(1,875,485)	777,169	1,030,186	(1,400,246)	(845,299)
Net position, beginning of year, as restated	30,806,146	32,681,631	19,175,310	18,145,124	49,981,456	50,826,755
Net position, end of year	\$ 28,628,731	\$ 30,806,146	\$ 19,952,479	\$ 19,175,310	\$ 48,581,210	\$ 49,981,456

Governmental Activities – Total revenues in fiscal year 2017 in the Town’s governmental activities increased over \$2.6 million from fiscal year 2016. This increase was due primarily to an increase in property taxes which were over \$1.4 million greater than the prior year, charges for services were over \$0.5 million greater than the prior year and operating grants and contributions were over \$0.6 million greater than the prior year. All other revenue categories experienced minor increases and decreases that aggregated to the remaining net increase. The greatest revenue areas were property taxes which represented 69.9% of revenues. The increase was in line with the statutorily allowed increase from year to year and was expected. Operating grants which represented 11.4% of revenues increased due to the increase related to the special funding situation for pensions under Massachusetts Teachers Retirement System, increased Chapter 90 Highway reimbursements and other minor one-time grants. No other revenue sources were greater than 10% of total revenues in fiscal years 2017 or 2016.

Total expenses for the current fiscal year were \$39.9 million verse \$37.0 million in the prior year. This was primarily the result of a \$1.6 million increase in education expenses from higher assessments and state teacher pension on-behalf payments discussed as the special funding situation in the prior paragraph. Education represents by far the largest expense category for the Town. In fiscal year 2017, education expenses represented approximately 67.2% of total expenses, consistent with 68.0% in the prior year. The Town continues to fund education expenses above the minimum state requirements. Public safety expenses represented 13.5% of total fiscal year 2017 expense, up from 12.5% in the prior year. No other expense types were greater than 10% of total expenses in fiscal years 2017 and 2016.

Business-Type Activities – Operating revenues of the light department remained consistent with prior year numbers. This was expected as there were no rate changes during the year. Operating expenses increased approximately \$0.2 million, or 2.1%, primarily due to an increase in infrastructure maintenance expenses.

Government Funds Financial Analysis

As noted earlier, the Town uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds – The focus of the Town’s *governmental funds* is to provide information on near-term inflows, outflows, and balances of *spendable* resources. Such information is useful in assessing the Town’s financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of a government’s net resources available for spending at the end of the fiscal year.

As of the close of the current fiscal year, the Town’s governmental funds balance sheet reported a combined ending fund balance of approximately \$11.7 million, which is approximately \$1.5 million higher than the prior year. As mentioned previously this was due to bond proceeds of approximately \$1.3 million that were used to refinance short term debt. Of the ending fund balance approximately \$4.5 million is *available for spending* at the government’s discretion as *unassigned fund balance*. The remainder is earmarked for specific expenditures.

The general fund is the chief operating fund of the Town. At the end of the current fiscal year, unassigned fund balance of the general fund was nearly \$4.5 million, while total general fund balance exceeded \$6.9 million. As a measure of the general fund’s liquidity, it may be useful to compare both unassigned fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents approximately 13.0% of total general fund expenditures, while total fund balance represents approximately 20.2% of that same amount.

The Town also maintains a major fund to account for its various capital projects. The Town reported \$0.1 million as restricted. This fund balance increased \$1.3 million as the Town issued bonds related to school projects that were paid for in prior year.

The Town's aggregate nonmajor funds include the Town's special revenue funds and trust funds. The fund balances in the nonmajors funds remained consistent with prior year balance.

Proprietary Funds – The Town's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail. At the end of the year, net position of the Light Department was over \$19.9 million.

Fiduciary Fund – The Town's fiduciary fund is comprised of the Town's OPEB trust and private purpose trust funds. The OPEB trust increased almost \$0.2 million due to continued funding by the Town; and the private purpose trust funds were relatively unchanged.

General Fund Budgetary Highlights

Differences between the original operating budget and the final amended operating budget were not significant. A budget to actual schedule for the general fund has been provided as required supplementary information.

Capital Asset and Debt Administration

Capital Assets – The Town's investment in capital assets for its governmental and business-type activities as of June 30, 2017, amounts to approximately \$66.4 million, net of accumulated depreciation. This investment in capital assets includes land and land improvements, buildings and improvements, machinery and equipment and infrastructure. As mentioned previously, The Town restated fixed assets by \$1.5 million; after factoring the impact of this change on the beginning balance, capital assets was reduced by approximately \$1.6 million as depreciation exceeded capital asset additions during the current year.

Additional information on the Town capital assets can be found in Note II, Section C of this report.

Long-term Debt – At June 30, 2017, the Town had total debt outstanding of approximately \$15.9 million, all reported in the governmental activities. Debt increased approximately \$0.4 million due to new bond proceeds exceeding regular scheduled maturities.

Moody's Investors Service assigned a bond rating of Aa2 for its general obligation debt.

Additional information on the Town's debt can be found in Note II, Sections E and F of this report.

Economic Factors and Next Year's Budgets and Rates

- The Town's real estate tax base is made up predominantly of residential taxes, which in setting the 2017 tax rate was approximately 83.3% of the entire real estate tax levy. In addition, Chapter 580 of the Acts of 1980, more commonly referred to as Proposition 2 ½, limits the Town's ability to increase taxes in any one year by more than 2 ½% of the previous year tax levy without a ballot override by the voters.
- Unemployment rates continue to improve, both nationally and at the local level. Rates are currently trending towards or better than pre-recession levels.

- The Town's housing market has stabilized and prices are approaching their early 2000 peaks. This has been fueled by an attractive mortgage market as rates are still at historic lows. The Town is participating in this rebound as real estate sales are exceeding their assessed values and in certain situations their asking prices, however the extent and breadth of this rebound cannot be easily predicted.
- The Town anticipates receiving \$2.3 million in state aid for 2018 and has factored this amount into its tax rate setting process. This is a significant budget source for the Town as a substantial portion of this aid, more commonly referred to as Chapter 70 is used to subsidize the education budget.

The above items were considered when the Town accepted its budget for fiscal year 2018 at the May 2017 Town Meeting.

Requests for Information

This financial report is designed to provide a general overview of the Town's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or request for additional financial information should be addressed to the Office of the CFO/Town Accountant, 48 South Main Street, Middleton, Massachusetts 01949.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF NET POSITION

JUNE 30, 2017

	Primary Government		
	Governmental Activities	Business-Type Activities	Total
Assets			
Cash and cash equivalents	\$ 13,569,940	\$ 2,617,817	\$ 16,187,757
Investments	268,879	9,515,326	9,784,205
Receivables, net:			
Property taxes	1,047,607	-	1,047,607
User charges	-	1,392,326	1,392,326
Departmental and other	647,146	59,967	707,113
Unbilled revenue	-	150,498	150,498
Inventory	-	621,883	621,883
Prepaid items	-	1,293,071	1,293,071
Other assets	-	1,881	1,881
Capital assets not being depreciated	7,130,627	327,323	7,457,950
Capital assets, net of accumulated depreciation	49,793,128	9,138,338	58,931,466
Total Assets	72,457,327	25,118,430	97,575,757
Deferred Outflows of Resources			
Deferred pensions	1,642,197	402,880	2,045,077
Total Deferred Outflows of Resources	1,642,197	402,880	2,045,077
Liabilities			
Warrants and accounts payable	1,083,072	657,148	1,740,220
Accrued payroll and withholdings	934,022	-	934,022
Accrued interest	174,760	-	174,760
Customer deposits	-	151,227	151,227
Other liabilities	74,144	242,025	316,169
Noncurrent liabilities:			
Due within one year	1,064,150	-	1,064,150
Due in more than one year	41,834,058	4,443,216	46,277,274
Total Liabilities	45,164,206	5,493,616	50,657,822
Deferred Inflows of Resources			
Deferred pensions	306,587	75,215	381,802
Total Deferred Inflows of Resources	306,587	75,215	381,802
Net Position			
Net investment in capital assets	40,899,959	9,465,661	50,365,620
Restricted for:			
Nonexpendable permanent funds	148,503	-	148,503
Expendable permanent funds	120,376	-	120,376
Grants and gifts	404,819	-	404,819
Other specific purposes	4,968,700	202,071	5,170,771
Unrestricted	(17,913,626)	10,284,747	(7,628,879)
Total Net Position	\$ 28,628,731	\$ 19,952,479	\$ 48,581,210

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF ACTIVITIES
FISCAL YEAR ENDED JUNE 30, 2017

Functions/Programs	Expenses	Program Revenues			Net (Expenses) Revenues and Changes in Net Position		
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities	Business-Type Activities	Total
Primary government:							
Governmental activities:							
General government	\$ 2,497,652	\$ 457,561	\$ 121,627	\$ -	\$ (1,918,464)		\$ (1,918,464)
Public safety	5,365,077	1,208,278	8,325	66,416	(4,082,058)		(4,082,058)
Education	26,796,587	662,278	3,928,081	43,127	(22,163,101)		(22,163,101)
Public works	2,958,560	796,462	15,618	518,614	(1,627,866)		(1,627,866)
Health and human services	665,455	52,613	171,482	-	(441,360)		(441,360)
Culture and recreation	1,107,685	20,042	16,048	40,318	(1,031,277)		(1,031,277)
Interest expense	473,640	2,462	-	-	(471,178)		(471,178)
Total governmental activities	39,864,656	3,199,696	4,261,181	668,475	(31,735,304)		(31,735,304)
Business-type activities:							
Electric Light	13,092,925	13,629,964	147,610	-		\$ 684,649	684,649
Total business-type activities	13,092,925	13,629,964	147,610	-		684,649	684,649
Total Primary Government	\$ 52,957,581	\$ 16,829,660	\$ 4,408,791	\$ 668,475	(31,735,304)	684,649	(31,050,655)
		<u>General Revenues:</u>					
		Property taxes			26,182,322	-	26,182,322
		Motor vehicle and other excise			2,307,173	-	2,307,173
		Payments in lieu of taxes			145,048	-	145,048
		Grants and contributions not restricted to specific programs			545,544	-	545,544
		Penalties and interest on taxes			102,749	-	102,749
		Unrestricted investment income			55,053	312,520	367,573
		<u>Transfers (net)</u>			220,000	(220,000)	-
		Total general revenues			29,557,889	92,520	29,650,409
		Change in Net Position			(2,177,415)	777,169	(1,400,246)
		<u>Net Position:</u>					
		Beginning of year, as restated			30,806,146	19,175,310	49,981,456
		End of year			\$ 28,628,731	\$ 19,952,479	\$ 48,581,210

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2017**

	General Fund	Capital Projects	Nonmajor Governmental Funds	Total Governmental Funds
Assets				
Cash and cash equivalents	\$ 9,017,216	\$ 164,178	\$ 4,392,904	\$ 13,574,298
Investments	-	-	264,521	264,521
Receivables, net of allowance for uncollectibles:				
Property taxes	1,044,232	-	3,375	1,047,607
Departmental and other	208,073	-	439,073	647,146
Total Assets	<u>10,269,521</u>	<u>164,178</u>	<u>5,099,873</u>	<u>15,533,572</u>
Deferred Outflows of Resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total Assets and Deferred Outflows of Resources	<u>\$ 10,269,521</u>	<u>\$ 164,178</u>	<u>\$ 5,099,873</u>	<u>\$ 15,533,572</u>
Liabilities				
Warrants and accounts payable	\$ 1,083,072	\$ -	\$ -	\$ 1,083,072
Accrued payroll and withholdings	934,022	-	-	934,022
Other liabilities	38,987	-	35,157	74,144
Total Liabilities	<u>2,056,081</u>	<u>-</u>	<u>35,157</u>	<u>2,091,238</u>
Deferred Inflows of Resources				
Unavailable revenues - property taxes	1,044,232	-	3,375	1,047,607
Unavailable revenues - other	208,073	-	439,073	647,146
Total Deferred Inflows of Resources	<u>1,252,305</u>	<u>-</u>	<u>442,448</u>	<u>1,694,753</u>
Fund Balances				
Nonspendable	-	-	148,503	148,503
Restricted	413,504	164,178	4,473,765	5,051,447
Committed	578,819	-	-	578,819
Assigned	1,494,972	-	-	1,494,972
Unassigned	4,473,840	-	-	4,473,840
Total Fund Balances	<u>6,961,135</u>	<u>164,178</u>	<u>4,622,268</u>	<u>11,747,581</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 10,269,521</u>	<u>\$ 164,178</u>	<u>\$ 5,099,873</u>	<u>\$ 15,533,572</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET
TOTAL FUND BALANCES TO THE STATEMENT OF NET POSITION
JUNE 30, 2017

Total Governmental Fund Balances	\$ 11,747,581
Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds.	56,923,755
Other long-term assets are unavailable to pay current-period expenditures	1,694,753
Deferred outflows and inflows of resources to be recognized in future pension expense are not available resources and, therefore, are not reported in the funds:	
Net difference between projected and actual earnings on pension plan investments	686,171
Changes of assumptions	663,864
Differences between expected and actual experience	(282,087)
Changes in proportion and differences between Town contributions and the proportionate share of contributions	<u>267,662</u>
Net effect of reporting deferred outflows and inflows of resources	1,335,610
In the Statement of Activities, interest is accrued on outstanding long-term debt whereas in the governmental funds interest is not reported until due.	(174,760)
Long-term liabilities are not due and payable in the current period and therefore are not reported in the government funds:	
Bonds and notes payable	(15,859,024)
Unamortized premiums on bonds	(371,774)
Landfill closure	(945,000)
Net pension liability	(15,664,208)
Other postemployment benefits	<u>(10,058,202)</u>
Net effect of reporting long-term liabilities	<u>(42,898,208)</u>
Net Position of Governmental Activities	<u>\$ 28,628,731</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FISCAL YEAR ENDED JUNE 30, 2017

	General Fund	Capital Projects	Nonmajor Governmental Funds	Total Governmental Funds
Revenues:				
Property taxes	\$ 25,960,835	\$ -	\$ 207,537	\$ 26,168,372
Intergovernmental	4,274,440	43,127	1,105,001	5,422,568
Motor vehicle and other excises	2,288,448	-	-	2,288,448
Licenses and permits	611,907	-	-	611,907
Penalties and interest on taxes	102,749	-	-	102,749
Payments in lieu of taxes	145,048	-	-	145,048
Fines and forfeitures	18,255	-	-	18,255
Charges for services	-	-	1,127,046	1,127,046
Departmental and other revenue	383,772	-	1,000,035	1,383,807
Investment income	51,917	-	3,136	55,053
Contributions and donations	-	-	52,632	52,632
Total Revenues	33,837,371	43,127	3,495,387	37,375,885
Expenditures:				
Current:				
General government	1,798,469	-	121,294	1,919,763
Public safety	3,787,818	-	330,616	4,118,434
Education	20,597,450	37,841	961,550	21,596,841
Public works	1,518,206	-	1,199,194	2,717,400
Health and human services	457,998	-	76,434	534,432
Culture and recreation	518,800	32,783	97,328	648,911
Pension and employee benefits	4,045,605	-	-	4,045,605
State and county assessments	416,287	-	-	416,287
Debt service:				
Principal	742,314	-	103,749	846,063
Interest	507,147	-	11,430	518,577
Total Expenditures	34,390,094	70,624	2,901,595	37,362,313
Excess (Deficiency) of Revenues Over (Under) Expenditures	(552,723)	(27,497)	593,792	13,572
Other Financing Sources (Uses):				
Transfers in	905,503	-	12,163	917,666
Transfers out	(12,163)	-	(685,503)	(697,666)
Proceeds from 1-t debt issuance	-	1,312,000	-	1,312,000
Total Other Financing Sources (Uses)	893,340	1,312,000	(673,340)	1,532,000
Net Change in Fund Balances	340,617	1,284,503	(79,548)	1,545,572
FUND BALANCES - Beginning of year, as restated (See Note IV)	6,620,518	(1,120,325)	4,701,816	10,202,009
FUND BALANCES - End of year	\$ 6,961,135	\$ 164,178	\$ 4,622,268	\$ 11,747,581

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FISCAL YEAR ENDED JUNE 30, 2017**

Net Change in Fund Balances - Total Governmental Fund Balances **\$ 1,545,572**

Governmental funds report capital outlays as expenditures. However, in the Statement of Activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. The net amounts are reflected here as reconciling items:

Capital outlays	1,603,496
Depreciation expense	(2,977,690)
Loss on sale of assets	<u>(145,105)</u>

Net effect of reporting capital assets	(1,519,299)
--	-------------

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the financial resources of governmental funds. Neither has any effect on net position. Also governmental funds report the effect of issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are amortized in the Statement of Activities. The net amounts are reflected here as reconciling items:

Issuances of general obligation bonds and notes	(1,312,000)
Amortization of premiums on bonds and notes payable	45,692
Repayments of debt	<u>846,063</u>

Net effect of reporting long-term debt	(420,245)
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Revenues in the Statement of Activities that do not provide current financial resources are unavailable in the Statement of Revenues, Expenditures and Changes in Fund Balances. Therefore, the recognition of revenue for various types of accounts receivable differ between the two statements. The amount presented represents the difference in unavailable revenue.

91,356

In the Statement of Activities, interest is accrued on outstanding long-term debt; whereas in governmental funds interest is not reported until due. The net amount presented here as a reconciling item represents the difference in accruals between this year and the prior year.

(755)

Some expenses reported in the Statement of Activities do not require the use of current financial resources and therefore are not reported as expenditures in the governmental funds:

Landfill closure	52,500
Pension benefits	(691,580)
Other postemployment benefits	<u>(1,234,964)</u>

Net effect of reporting long-term liabilities	<u>(1,874,044)</u>
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Change in Net Position of Governmental Activities	<u>\$ (2,177,415)</u>
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See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF NET POSITION
PROPRIETARY FUNDS

JUNE 30, 2017

	Business-Type Activities Electric Light Enterprise (December 31, 2016)
Assets	
Current assets:	
Cash and cash equivalents	\$ 2,617,817
Investments	9,515,326
Receivables (net):	
User charges	1,392,326
Departmental and other	59,967
Unbilled revenue	150,498
Inventory	621,883
Prepaid items	1,293,071
Other current assets	1,881
Total current assets	<u>15,652,769</u>
Noncurrent assets:	
Nondepreciable capital assets	327,323
Capital assets (net of depreciation)	<u>9,138,338</u>
Total noncurrent assets	<u>9,465,661</u>
Total Assets	<u>25,118,430</u>
Deferred Outflows of Resources	<u>402,880</u>
Liabilities	
Current liabilities:	
Warrants and accounts payable	657,148
Customer deposits	151,227
Other liabilities	<u>242,025</u>
Total current liabilities	<u>1,050,400</u>
Noncurrent liabilities:	
Compensated absences	75,842
Other postemployment benefits	524,473
Net pension liability	<u>3,842,901</u>
Total noncurrent liabilities	<u>4,443,216</u>
Total Liabilities	<u>5,493,616</u>
Deferred Inflows of Resources	
Deferred pensions	<u>75,215</u>
Total Deferred Inflows of Resources	<u>75,215</u>
Net Position	
Net investment in capital assets	9,465,661
Restricted	202,071
Unrestricted	<u>10,284,747</u>
Total Net Position	<u>\$ 19,952,479</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
PROPRIETARY FUNDS**

FISCAL YEAR ENDED JUNE 30, 2017

	Business-Type Activities Electric Light Enterprise (December 31, 2016)
Operating Revenues:	
Charges for services	\$ 13,629,964
Other operating revenues	<u>147,610</u>
Total Operating Revenues	<u>13,777,574</u>
Operating Expenses:	
Purchased power and production	9,732,078
Other operating expenses	2,745,737
Depreciation	<u>615,110</u>
Total Operating Expenses	<u>13,092,925</u>
Operating Income (Loss)	<u>684,649</u>
Nonoperating Revenues (Expenses):	
Investment income	<u>312,520</u>
Total Nonoperating Revenues (Expenses)	<u>312,520</u>
Income (Loss) Before Transfers	997,169
Transfers out	<u>(220,000)</u>
Change in Net Position	777,169
Total Net Position - Beginning of the Year, as restated (See Note IV)	<u>19,175,310</u>
Total Net Position - End of the Year	<u>\$ 19,952,479</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FISCAL YEAR ENDED JUNE 30, 2017

	Business-Type Activities Electric Light Enterprise (December 31, 2016)
Cash Flows from Operating Activities:	
Receipts from customers	\$ 13,669,388
Payments to suppliers	(11,103,655)
Payments to employees	(1,602,875)
Operating transfers out	(220,000)
Net Cash Provided by (Used in) Operating Activities	742,858
Cash Flows from Capital and Related Financing Activities:	
Acquisition and construction of capital assets	(534,759)
Net Cash Used in Capital and Related Financing Activities	(534,759)
Cash Flows from Investing Activities:	
Investment income	312,519
Investment of operating cash, net	(197,949)
Net Cash Provided by (Used in) Investing Activities	114,570
Net Change in Cash and Cash Equivalents	322,669
Cash and Cash Equivalents:	
Beginning of the year	2,295,148
End of the year	\$ 2,617,817
Reconciliation of Operating Income (Loss) to Net Cash Provided by (Used in) Operating Activities:	
Operating Income (Loss)	\$ 684,649
Adjustments to reconcile operating income (loss) to net cash provided by (used in) operating activities:	
Operating transfers out	(220,000)
Depreciation	615,110
Changes in assets and liabilities:	
Receivables	(40,666)
Unbilled revenue	(38,081)
Inventory	(95,459)
Prepaid items	(69,313)
Accounts payable	(123,852)
Customer deposits	(29,439)
Other liabilities	5,870
Other postemployment benefit liability	(168,725)
Net pension liability	222,764
Net Cash Provided by (Used in) Operating Activities	\$ 742,858

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF FIDUCIARY NET POSITION

JUNE 30, 2017

		(Light Department) December 31, 2016		
	Other Postemployment Benefits Trust Fund	Other Postemployment Benefits Trust Fund	Private Purpose Trust Funds	Agency Funds
Assets				
Cash and cash equivalents	\$ 998,868	\$ 260,583	\$ 101,787	\$ 444,740
Investments	-	-	494,640	-
Total Assets	<u>998,868</u>	<u>260,583</u>	<u>596,427</u>	<u>444,740</u>
Liabilities				
Agency liabilities	-	-	-	444,740
Total Liabilities	<u>-</u>	<u>-</u>	<u>-</u>	<u>444,740</u>
Net Position				
Held in trust for other postemployment benefits	998,868	260,583	-	-
Held in trust for private purposes	-	-	596,427	-
Total Net Position	<u>\$ 998,868</u>	<u>\$ 260,583</u>	<u>\$ 596,427</u>	<u>\$ -</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
YEAR ENDED JUNE 30, 2017

	Other Postemployment Benefits Trust Fund	(Light Department) December 31, 2016 Other Postemployment Benefits Trust Fund	Private Purpose Trust Funds
Additions			
Contributions:			
Employer	\$ 100,000	\$ 250,000	\$ -
Other	-	-	2,509
Total contributions	100,000	250,000	2,509
Investment income:			
Interest and dividends	109,117	10,583	45,535
Total Additions	209,117	260,583	48,044
Deductions			
Education - scholarships	-	-	5,000
Health and human services	-	-	20,778
Total Deductions	-	-	25,778
CHANGE IN NET POSITION	209,117	260,583	22,266
NET POSITION AT BEGINNING OF YEAR	789,751	-	574,161
NET POSITION AT END OF YEAR	<u>\$ 998,868</u>	<u>\$ 260,583</u>	<u>\$ 596,427</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

NOTES TO BASIC FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED JUNE 30, 2017

I. Summary of Significant Accounting Policies

The accompanying basic financial statements of the Town of Middleton, Massachusetts (the "Town") have been prepared in conformity with generally accepted accounting principles ("GAAP") as applied to state and local governments. GAAP is prescribed by the Governmental Accounting Standards Board ("GASB"), which is the primary standard-setting body for state and local governmental entities. The following is a summary of the more significant policies and practices used by the Town:

A. Reporting Entity

The Town is located approximately twenty miles north of Boston. It is bordered by the Towns of North Reading, North Andover, Boxford, Topsfield, Danvers, Peabody and Lynnfield. The Town was settled in 1659 and incorporated as a Town in 1728; and uses the open town meeting form of government. It is governed by a five-member elected Board of Selectmen with an appointed Town Administrator. Members of the Town's Board of Selectmen serve three-year terms.

The Town provides governmental services for the territory within its boundaries, including police and fire protection, public education in grades K-12, utility services, street maintenance, parks and recreational facilities.

Component units, while separate entities, are in substance part of the governmental operations if the significance of their operations and/or financial relationship with the Town meet certain criteria. Pursuant to these criteria there are no component units required to be included in the financial statements.

The Town is a member community of the Masconomet Regional School District that provides educational services in grades 7 to 12 to the Towns of Middleton, Topsfield and Boxford. This joint venture assesses each community its share of operational and debt service costs based on student population and other factors. In fiscal year 2017, the Town's share of the operating and debt service expenses was \$9,504,270. Complete audited financial statements can be obtained directly from the District's administrative office located at 20 Endicott Road, Topsfield, Massachusetts 01983.

The Town is a member community of the Essex North Shore Agricultural and Technical School District that provides educational services in grades 9 to 12 to many area communities. This joint venture assesses each community its share of operational and debt service costs based on student population and other factors. In fiscal year 2017, the Town's share of the operating and debt service expenses was \$612,828. Complete audited financial statements can be obtained directly from the District's administrative office located at 565 Maple Street, Hathorne, Massachusetts 01937.

The Town does not have an equity interest in either of the joint ventures.

B. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the non-fiduciary activities of the primary government and its component units. *Governmental activities*, which normally are supported by taxes and intergovernmental revenues, are reported separately from *business-type activities*, which rely to a significant extent on fees and charges for support.

Separate financial statements are provided for governmental funds, proprietary funds and fiduciary funds, even though fiduciary funds are excluded from the government-wide financial statements. Major individual government funds and major individual enterprise funds are reported as separate columns in the fund financial statements. Nonmajor funds are aggregated and presented in a single column. Fiduciary funds are reported by fund type.

Major Fund Criteria – Major funds must be reported if both of the following criteria are met:

- 1) The total assets and deferred outflows of financial resources, liabilities and deferred inflows of financial resources, revenues, or expenditures/expenses of an individual governmental or enterprise fund are at least ten percent of the corresponding element (assets and deferred outflows of financial resources, liabilities and deferred inflows of financial resources, etc.) for all funds of that category or type (total governmental or total enterprise funds), and
- 2) The total assets and deferred outflows of financial resources, liabilities and deferred inflows of financial resources, revenues, or expenditures/expenses of the individual governmental fund or enterprise fund are at least five percent of the corresponding element for all governmental and enterprise funds combined.

In addition, any other governmental or enterprise fund that management believes is particularly significant to the basic financial statements may be reported as a major fund.

C. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Under this method, revenues are recorded when earned and expenses are recorded when a liability is incurred. Property taxes are recognized as revenues in the fiscal year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider are met.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenues* include: 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*. For the most part, the effect of interfund activity has been removed from the government-wide financial statements.

The governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized when susceptible to accrual (i.e. measurable and available). Revenues are considered to be *available*

when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. Expenditures are recorded when the related fund liability is incurred, except for interest on general long-term debt which is recognized when payment is due, certain compensated absences, claims and judgments which are recognized when the obligations are expected to be liquidated with current expendable available resources.

The Town applies the susceptible to accrual criteria to intergovernmental revenues. In applying the susceptible to accrual concept, there are two types of revenues. In one, moneys must be expended for a specific purpose or project before any amounts will be paid to the; therefore, revenues are recognized as expenditures are incurred. In the other, moneys are virtually unrestricted and are usually revocable only for failure to comply with prescribed requirements. These resources are reflected as revenues when cash is received, or earlier if the susceptible to accrual criteria are met. State aid is accrued as revenue in the year that the funds are appropriated by the Commonwealth.

The Town considers property tax revenues to be available if they are collected within sixty days after the end of the fiscal year and are material. Investment income associated with the current fiscal period is susceptible to accrual and has been recognized as revenue of the current fiscal period. All other revenue items are considered to be measurable and available only when the cash is received and are recognized as revenue at that time.

The government reports the following major governmental funds:

General Fund – is the government’s primary operating fund. It accounts for all financial resources of the general government except those required to be accounted for in another fund.

Town Capital Projects Fund – are used to account for financial resources that are restricted, committed or assigned to expenditures for capital outlays.

Nonmajor Governmental Funds – consist of other special revenue, capital projects and permanent funds that are aggregated and presented in the Nonmajor Governmental Funds column on the Governmental Funds financial statements. The following describes the general use of these fund types:

Special Revenue Funds – are used to account for the proceeds of specific revenue sources that are restricted or committed to expenditures for specified purposes other than debt service or capital projects.

Permanent Funds – are used to account for financial resources that are restricted to the extent that only earnings, not principal, may be used for purposes that support the governmental programs.

The proprietary fund financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Under this method, revenues are recognized when earned and expenses are recorded when the liabilities are incurred.

Proprietary funds distinguish *operating* revenues and expenses from *non-operating* items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund’s principal ongoing operations. The principal operating revenues are user charges and fees, while operating expenses consist of

salaries, ordinary maintenance, indirect costs and depreciation. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

The government reports the following major proprietary funds:

Light Department – accounts for user charges collected to finance costs associated with providing electric power to the Town’s residents and businesses.

Fiduciary fund financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Fiduciary funds are used to account for assets held in a trustee capacity for others that may not be used for governmental programs. The government reports the following fiduciary funds:

Other Postemployment Benefits Trust Fund – is used to account for funds accumulated by the Town to assist it in its future OPEB obligations.

Private-Purpose Trust Fund – is used to account for trust arrangements under which principal and income benefit individuals, private organizations or other governments. This fund is used primarily for public assistance and scholarships.

Agency Fund – is used to account for assets held in a purely custodial capacity. This fund is primarily used for private public safety details and developer deposits. Agency funds apply the accrual basis of accounting but do not have a measurement focus.

D. Assets, Liabilities, Deferred Outflows/Inflows of Resources, and Net Position/Fund Equity

Deposits and Investments – The Town’s cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

Investments of the Town are recorded at fair value in accordance with GASB Statement No. 72, *Fair Value Measurement and Application*. Accordingly, the change in fair value of investments is recognized as an increase or decrease to investment assets and investment income.

Receivables – Real estate and personal property taxes are assessed on January 1 every year. Bills are sent quarterly and are due on August 1, November 1, February 1, and May 1, or thirty days subsequent to the mailing date. Interest accrues on delinquent taxes to the statutory rate per annum. The Town is allowed to take delinquent tax accounts into tax title fourteen days subsequent to the mailing of demand of delinquent taxes. Property taxes levied are recorded as receivables in the fiscal year of the levy.

Real estate taxes that are secured through a lien process and are considered 100% collectible. Accordingly, an allowance for uncollectible balances for these receivables is not reported. All personal property tax and excise tax receivables are shown net of an allowance for uncollectible balances comprised of those outstanding amounts greater than five years old. Departmental receivables are shown net of an allowance for uncollectible balances based on historical trends and specific account analysis.

Inventories and Prepaid Items – Inventories, which are not material to the basic financial statements, are considered to be expenditures at the time of purchase. Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in

both government-wide and fund financial statements. The Light Department's prepaid items represent a deposit used to facilitate timely payments of certain monthly power invoices.

Capital Assets – Capital assets, which include land, buildings and improvements, machinery and equipment, vehicles and infrastructure (e.g. roads, sewer mains, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements.

Capital assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at the estimated fair market value at the date of donation. Interest incurred during the construction phase of capital assets of business-type activities, if material is included as part of the capitalized value of the assets constructed.

All purchases and construction costs in excess of \$10,000 are capitalized at the date of acquisition or construction, respectively, with expected lives of greater than two years. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

Capital assets (excluding land and construction-in-process) are depreciated using the straight line method over the following estimated useful lives:

Buildings and improvements	7 to 40 years
Land improvements	20 to 30 years
Machinery and equipment	3 to 10 years
Infrastructure	30 to 100 years

Interfund Balances – Activity between funds that are representative of lending arrangements outstanding at the end of the fiscal year are referred to as either *due to/from other funds* or *advances to/from other funds*. All other outstanding balances between funds are reported as due to/from other funds. Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as *internal balances*.

Interfund Transfers – During the course of its operations, resources are permanently reallocated between and within funds. These transactions are reported as transfers in and transfers out in the individual fund statements. Transfers between and within governmental and fiduciary funds are eliminated from the governmental activities in the statement of activities. Any residual balances outstanding between the governmental activities and the business –type activities are reported in the statement of activities as *transfers, net*.

Investment Income – Investment income derived from major and nonmajor governmental funds is legally assigned to the general fund unless otherwise directed by state law. Investment income of the permanent funds and proprietary funds is retained in the funds.

Compensated Absences – It is the Town's policy to permit employees to accumulate earned but unused vacation and sick-pay benefits. Compensated absence liabilities related to both governmental and business-type activities are normally paid from the funds reporting payroll and related expenditures. Amounts related to these benefits are accrued when incurred in the government-wide and proprietary fund financial statements. A liability for these amounts is reported in Governmental Funds only if they have matured. For governmental activities, the liability for compensated absences is not material and is therefore not reported in these financial statements.

Long-term Obligations – Long-term debt is reported as liabilities in the government-wide and proprietary fund statement of net position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the effective interest method. Bond anticipation notes payable are reported net of the applicable bond premium or discount.

In the governmental fund financial statements, the face amount of long-term debt issued is reported as other financing sources. Premiums received on a debt issuance are reported as other financing sources while discounts are reported as other financing uses. Issuance costs are exclusively reported as general government expenditures regardless of whether they are withheld from the actual proceeds.

Deferred Outflows/Inflows of Resources – In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The Town only has one type of item that qualifies for reporting as a deferred outflow of resources reported on the government-wide statement of net position that relates to outflows from changes in the net pension liability. These outflows will be recognized in pension expense in future years as more fully described in Note III, subsection A.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The Town has two types of items which qualify for reporting in this category. The first arises under a modified accrual basis of accounting and, accordingly, the item *unavailable revenue* is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from two sources: property taxes and other. These amounts are deferred and recognized as an inflow of resources in the period that the amounts become available. The second type of item that qualifies for reporting as a deferred outflow is reported on the government-wide statement of net position. This relates to outflows from changes in the net pension liability which will be recognized in pension expense in future years as more fully described in Note III, subsection A.

Net Position – In the government-wide financial statements, net position reported as “net investment in capital assets,” includes capital assets, net of accumulated depreciation, less the principal balance of outstanding debt used to acquire capital assets. Unspent proceeds of capital related debt are not considered to be capital related debt.

Net position is reported as restricted when amounts are not available for appropriation or are legally restricted by outside parties for a specific use. Net position has been *restricted* for the following:

Nonexpendable permanent funds represent the endowment portion of donor restricted trusts that support governmental programs.

Expendable permanent funds represent the spendable portion of donor restricted trusts that support governmental programs.

Grants and gifts represent assets that have restrictions placed on them from federal and state granting agencies, donors and other outside parties for specific governmental programs and uses.

Other specific purposes represent assets that are restricted by third parties for specific governmental programs and uses.

Fund Equity – The Town presents its fund balances in its governmental funds using classifications that comprise a hierarchy based primarily on the extent in which the Town is required to honor constraints on the specific purpose for which amounts in the funds can be spent.

Fund balance is reported in five components – nonspendable, restricted, committed, assigned, and unassigned as described below:

Nonspendable represents amounts that cannot be spent because they are either (a) not in spendable form (i.e. inventory or prepaid) or (b) legally or contractually required to be maintained intact as the corpus of the endowment.

Restricted represents amounts that have constraints placed either externally by third-parties (creditors, grantors, contributors, or laws or regulations of other governments) or by law through constitutional provisions or enabling legislation. Enabling legislation authorizes the Town to assess, levy, charge or otherwise mandate payment of resources (from external resource providers) and includes a legally enforceable requirement (compelled by external parties) that those resources be used only for the specific purposes stipulated in the legislation.

Committed represents amounts that can only be used for specific purposes pursuant to constraints imposed by formal action of the Town's highest level of decision making authority, which consists of the Town Meeting members through Town Meeting Votes. Those committed amounts cannot be used for any other purpose unless the Town Meeting removes or changes the specified use by taking the same type of action (through Town Meeting Votes) it employed previously to commit those amounts.

Assigned represents amounts that are constrained by the Town's intent to be used for specific purposes, but are neither restricted nor committed. The Town has by ordinance authorized the Town Accountant to assign fund balance. The Town Meeting may also assign fund balance as it does when appropriating fund balance to cover a gap between estimated revenue and appropriations in the subsequent year's appropriated budget.

Unassigned represents amounts that have not been restricted, committed or assigned to specific purposes within the general fund. The general fund is the only fund that reports a positive unassigned fund balance amount. Other governmental funds besides the general fund can only report a negative unassigned fund balance amount.

When both restricted and unrestricted resources are available for use, it is the Town's policy to use restricted resources first, then unrestricted resources (committed, assigned and unassigned) as they are needed. When unrestricted resources (committed, assigned and unassigned) are available for use it is the Town's policy to use committed resources first, then assigned, and then unassigned as they are needed. The Town has not established financial policies with respect to maintaining minimum fund balance amounts.

Encumbrances – The Town's encumbrance policy regarding the general fund is to (1) classify encumbrances that arise from the issuance of purchase orders resulting from normal purchasing activity approved by the Town Accountant as assigned, and (2) classify encumbrances that result from an action of the Town Meeting as committed. Encumbrances of funds already restricted, or committed are included within the classification of those fund balances and not reported

separately. The Town reports \$401,456 of encumbrances from normal purchasing activity in the general fund as assigned and \$578,819 of encumbrances from Town Meeting Articles in the general fund as committed. There are no encumbrances reported in any other fund.

Stabilization Funds – The Town maintains a general stabilization fund, which may be used for any municipal purpose upon a two-thirds vote of the Town Meeting. At June 30, 2017, the Town reported a balance in its stabilization fund of \$1,884,030, which is reported as unassigned in the general fund.

The following table reflects the Town's fund equity categorizations:

	General	Capital Projects	Nonmajor Governmental	Total
Nonspendable:				
Nonexpendable trust funds	\$ -	\$ -	\$ 148,503	\$ 148,503
Restricted:				
School revolving	-	-	609,554	609,554
Federal and state grants	-	-	313,219	313,219
Ambulance services	-	-	786,859	786,859
Gift funds	-	-	91,600	91,600
Septic betterments	-	-	73,395	73,395
Cable access programming	-	-	504,624	504,624
Water services	-	-	815,215	815,215
Community preservation	-	-	666,665	666,665
Other capital outlay	-	164,178	-	164,178
Cemetery trust funds	-	-	41,671	41,671
Other trust funds	-	-	78,705	78,705
Debt service	413,504	-	-	413,504
Other purposes	-	-	492,258	492,258
Committed:				
General government	350,236	-	-	350,236
Public works	167,319	-	-	167,319
Other purposes	61,264	-	-	61,264
Assigned:				
Purchase orders	401,456	-	-	401,456
Subsequent years' budget	1,093,516	-	-	1,093,516
Unassigned	4,473,840	-	-	4,473,840
	<u>\$ 6,961,135</u>	<u>\$ 164,178</u>	<u>\$ 4,622,268</u>	<u>\$ 11,747,581</u>

E. Excess of Expenditures Over Appropriations and Fund Deficits

The Town incurred no deficits in current year.

F. Use of Estimates

The preparation of basic financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure for contingent assets and liabilities at the date of the basic financial statements and the reported amounts of the revenues and expenditures/expenses during the fiscal year. Actual results could vary from estimates that were used.

II. Detailed Notes to All Funds

A. Deposits and Investments

A cash and investment pool is maintained that is available for use by all funds. Each fund type's portion of this pool is displayed on the balance sheet as "cash and cash equivalents." The deposits and investments of trust funds are held separately from those of other funds.

State laws and regulations require the Town to invest funds only in pre-approved investment instruments which include but are not necessarily limited to bank deposits, money markets, certificates of deposit, U.S. obligations, repurchase agreements, and State Treasurer's investment pool (the "Pool"). In addition, the statutes impose various limitations on the amount and length of investments and deposits. Repurchase agreements cannot be for a period of over ninety days, and the underlying security must be a United States obligation. During the fiscal year, the Town did not enter into any repurchase agreements.

The Pool meets the criteria of an external investment pool. The Pool is administered by the Massachusetts Municipal Depository Trust, or MMDT, which was established by the Treasurer of the Commonwealth who serves as Trustee. The fair value of the position in the Pool is the same as the value of the Pool shares.

Custodial Credit Risk: Deposits - In the case of deposits, this is the risk that in the event of a bank failure, the government's deposits may not be returned to it. The Town does not have a deposit policy for custodial credit risk relative to cash holdings. At June 30, 2017, the Town, excluding the Light Department, had bank deposits totaling \$9,667,953 with a carrying value of \$15,119,693. Of the bank balance, \$5,520,600 were not insured by the Federal Deposit Insurance Corporation ("FDIC"), the depositors' insurance fund or collateralization agreements and was therefore exposed to custodial credit risk.

At December 31, 2016, the Light Department had bank deposits totaling \$2,617,817. These are held by the Town Treasurer and are pooled with other Town deposits accordingly it is not possible to determine the level of insurance and collateralization related specifically to these deposits.

Custodial Credit Risk: Investments – In the case of investments, this is the risk that in the event of the invested party not being able to provide required payments to investors, ceasing to exist, or filing of bankruptcy, the Town or Light Department may not be able to recover the full amount of its principal investment and/or investment earnings. The Town's investment in the MMDT and PRIT are not exposed to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form. The Town's investments in United States governmental obligations, bond and equity mutual funds and other investment funds are exposed to custodial credit risk because the related securities are uninsured, unregistered and are held by the counterparty. The Town's investments in negotiable certificates of deposit are fully insured by the FDIC. The Town's investment in a repurchase agreement is held by a counterparty, but not in the Town's name. The repurchase agreement is fully collateralized with U.S. government securities.

The Light Department's investments in equities totaling \$3,493,243 are exposed to custodial credit risk because the related securities are uninsured, unregistered and are held by the counterparty.

Fair Value of Investments – The Town reports its investments at fair value. When actively quoted observable prices are not available, the Town generally uses either implied pricing from similar investments or valuation models based on net present values of estimated future cash flows (adjusted as appropriate for liquidity, credit, market and/or other risk factors).

The Town categorizes its fair value measurements within the fair value hierarchy established by GAAP. This hierarchy is based on valuation inputs used to measure the fair value of the asset or liability. The three levels of the hierarchy are as follows:

- *Level 1* – Inputs are quoted prices in active markets for identical investments at the measurement date.
- *Level 2* – Inputs (other than quoted prices included in Level 1) are either directly or indirectly observable for the investment through correlation with market data at the measurement date and for the duration of the instrument's anticipated life.
- *Level 3* – Inputs reflect the Town's best estimate of what market participants would use in pricing the investment at the measurement date.

The following table presents the Town's investments carried at fair value on a recurring basis in the statement of net position at June 30, 2017:

		Fair Value Measurements Using		
	6/30/17	Level 1	Level 2	Level 3
Investments by fair value level				
Debt securities:				
U.S. government obligations	\$ 17,457	\$ 17,457	\$ -	\$ -
Certificates of deposit	298,096	-	298,096	-
Bond mutual funds	53,437	53,437	-	-
Repurchase agreements	288,799	-	288,799	-
State treasurer's PRIT fund	998,868	-	998,868	-
Total debt securities	1,656,657	70,894	1,585,763	-
Equity securities:				
Equity mutual funds	338,545	338,545	-	-
Other investment funds	51,627	-	51,627	-
Total equity securities	390,172	338,545	51,627	-
Total investments by fair value level	\$ 2,046,829	\$ 409,439	\$ 1,637,390	\$ -
Investments measured at amortized costs				
State investment pool (MMDT)	2,076,721			
Total investments	\$ 4,123,550			

U.S government obligations, bond mutual funds and equity mutual funds are classified in Level 1 and are valued using prices quoted in active markets for those securities, while the remaining investments are classified in Level 2. Negotiable certificates of deposit and repurchase agreements are valued using matrix pricing based on the securities' relationship to benchmark quoted prices. Other investment mutual funds are valued based on the published fair value per share (unit) for each fund. The State Treasurer's PRIT fund is valued based on the composition and fair value of the underlying investments contained within this pool, which can be determined using inputs other than quoted prices that are observable either directly or indirectly.

At December 31, 2016, the light department's investments are categorized as follows: Level 1 - \$694,441 US government securities, \$3,493,243 equities and \$353,699 mutual and money market funds; Level 2 - \$2,189,232 municipal bonds and \$1,402,512 corporate bonds; \$1,735,898 certificates of deposit are not classified.

Interest Rate Risk: Deposits – This is the risk that fair value losses may arise due to increasing interest rates. The Town does not have formal investment policies that limit investment maturities as a way of managing its exposure to fair value losses arising from rising interest rates.

Interest Rate Risk: Investments – Debt securities are subject to interest rate risk. Debt securities may be adversely affected by changes in interest rates, which may negatively affect the fair value of individual debt instruments. The Town does not have a formal investment policy that limits investments maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

At June 30, 2017, the Town had the following investments with maturities:

Investments	6/30/17	Maturities in Years		
		Less than 1	1 - 5	6 - 10
U.S. government obligations	\$ 17,457	\$ 17,457	\$ -	\$ -
Certificates of deposit	298,096	128,986	169,110	-
State treasurer's PRIT fund	998,868	998,868	-	-
State investment pool (MMDT)	2,076,721	2,076,721	-	-
Total investments with maturities	<u>\$ 3,391,142</u>	<u>\$ 3,222,032</u>	<u>\$ 169,110</u>	<u>\$ -</u>

The Light Department had investments as follows 1) US Government Securities, \$97,630 between two and five and \$596,811 beyond five years; 2) for certificates of deposit, \$24,990 between one and two years, \$591,399 between two and five years and \$1,119,509 beyond five years; 3) for municipal bonds \$439,574 between two and five years and \$1,749,658 beyond five years; and 4) for corporate binds \$310,879 between two and five years and \$1,091,633 beyond five years.

Concentration of Credit Risk – The Town does not place a limit on the amount that may be invested in any one issuer. At June 30, 2017, Town has 50% of its investments in MMDT, 24% in the PRIT fund, 11% in mutual funds and 7% repurchase agreements collateralized with U. S. government backed securities.

Credit Risk – The Town has not adopted a formal policy related to credit risk. The Town's investments in U.S. government obligations are rated Aaa by Moody's and the remaining investments are unrated.

The Light Department's U.S. government securities are rated Aaa by Moody's and AA+ by Standards and Poor's. All municipal bonds are rated as AA+ by Standards and Poor's. Municipal bonds are rated \$336,156 as AAA and \$1,853,076 as AA to A and corporate bonds are rated \$95,689 as AAA, \$872,696 as AA to A and \$434,127 are rated BBB by Standards and Poor's. Mutual funds, money market funds and certificates of deposit are not rated.

B. Receivables

Receivables as of June 30, 2017 for the Town's individual major and nonmajor governmental funds in the aggregate, including the applicable allowances for uncollectible accounts, are as follows:

	Gross Amount	Allowance for Uncollectibles	Net Amount
Receivables:			
Real estate and personal property taxes	\$ 325,930	\$ -	\$ 325,930
Tax liens and deferrals	314,094	-	314,094
Tax foreclosures	404,208	-	404,208
Community preservation surcharges	3,375	-	3,375
Motor vehicle and other excise taxes	198,072	-	198,072
Ambulance fees	653,203	(261,281)	391,922
Other	57,152	-	57,152
Total	<u>\$ 1,956,034</u>	<u>\$ (261,281)</u>	<u>\$ 1,694,753</u>

Receivables at year-end for the Town's Electric Light Department Enterprise Fund are as follows:

	Gross Amount	Allowance for Uncollectibles	Net Amount
Receivables:			
Customer accounts receivable	\$ 1,426,430	\$ (34,104)	\$ 1,392,326
Other accounts receivable	38,724	-	38,724
Purchased power credits receivable	21,243	-	21,243
Total	<u>\$ 1,486,397</u>	<u>\$ (34,104)</u>	<u>\$ 1,452,293</u>

Governmental funds report deferred inflows of resources in connection with receivables for revenues that are not considered to be available to liquidate liabilities of the current period. The following identifies the components of deferred inflows of resources in the governmental funds:

	General Fund	Other Governmental	Total
Receivable type:			
Real estate and personal property taxes	\$ 325,930	\$ -	\$ 325,930
Tax liens and deferrals	314,094	-	314,094
Tax foreclosures	404,208	-	404,208
Motor vehicle and other excise taxes	198,072	-	198,072
Community preservation surcharges	-	3,375	3,375
Ambulance fees	-	391,922	391,922
Other	10,001	47,151	57,152
Total	<u>\$ 1,252,305</u>	<u>\$ 442,448</u>	<u>\$ 1,694,753</u>

C. Capital Assets

Capital asset activity for the fiscal year ended June 30, 2017 (December 31, 2016 for Electric Light Department) was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
<u>Governmental Activities:</u>				
Capital assets not being depreciated:				
Land	\$ 6,583,884	\$ -	\$ -	\$ 6,583,884
Construction in process	291,203	510,322	(254,782)	546,743
Total capital assets not being depreciated	6,875,087	510,322	(254,782)	7,130,627
Capital assets being depreciated:				
Land improvements	1,841,082	36,230	-	1,877,312
Buildings and improvements	44,286,200	264,164	-	44,550,364
Machinery and equipment	10,488,182	468,385	(4,036,526)	6,920,041
Infrastructure	29,114,125	579,177	-	29,693,302
Total capital assets being depreciated	85,729,589	1,347,956	(4,036,526)	83,041,019
Less accumulated depreciation for:				
Land improvements	(938,832)	(53,546)	-	(992,378)
Buildings and improvements	(11,830,389)	(1,796,266)	-	(13,626,655)
Machinery and equipment	(7,867,312)	(468,792)	3,891,421	(4,444,683)
Infrastructure	(13,525,089)	(659,086)	-	(14,184,175)
Total accumulated depreciation	(34,161,622)	(2,977,690)	3,891,421	(33,247,891)
Total capital assets being depreciated, net	51,567,967	(1,629,734)	(145,105)	49,793,128
Total governmental activities capital assets, net	\$ 58,443,054	\$ (1,119,412)	\$ (399,887)	\$ 56,923,755
<u>Business-Type Activities:</u>				
Capital assets not being depreciated:				
Land	\$ 327,323	\$ -	\$ -	\$ 327,323
Capital assets being depreciated:				
Buildings and improvements	1,264,874	-	1	1,264,875
Machinery and equipment	2,434,087	42,433	(3,999)	2,472,521
Infrastructure	16,614,378	492,326	(135,002)	16,971,702
Total capital assets being depreciated	20,313,339	534,759	(139,000)	20,709,098
Less accumulated depreciation for:				
Buildings and improvements	(554,919)	(25,298)	-	(580,217)
Machinery and equipment	(1,786,183)	(99,595)	3,999	(1,881,779)
Infrastructure	(8,753,549)	(490,217)	135,002	(9,108,764)
Total accumulated depreciation	(11,094,651)	(615,110)	139,001	(11,570,760)
Total capital assets being depreciated, net	9,218,688	(80,351)	1	9,138,338
Total business-type activities capital assets, net	\$ 9,546,011	\$ (80,351)	\$ 1	\$ 9,465,661

Depreciation expense was charged to functions/programs as follows:

Governmental Activities:		Business-Type Activities:	
General government	\$ 84,942	Electric Light	\$ 615,110
Public safety	242,743		<u>\$ 615,110</u>
Education	1,591,283		
Public works	834,989		
Health and human services	2,786		
Culture and recreation	220,947		
	<u>\$ 2,977,690</u>		

Restatement – The Town conducted a full inventory of its capital assets in fiscal year 2017. As a result of this exercise, the Town determined that previously reported capital assets of the Governmental Activities were understated by \$1,542,676. This amount was reported as a restatement to the Town’s net position at June 30, 2016.

D. Interfund Receivables, Payables and Transfers

Interfund transfers for the fiscal year ended June 30, 2017 are summarized as follows:

Transfers Out	Transfers In		Total	
	General Fund	Nonmajor Governmental Funds		
General Fund	\$ -	\$ 12,163	\$ 12,163	(1)
Nonmajor Governmental Funds	685,503	-	685,503	(2)
Electric Light Enterprise Fund	220,000	-	220,000	(2)
Total	<u>\$ 905,503</u>	<u>\$ 12,163</u>	<u>\$ 917,666</u>	

(1) Transfers to nonmajor funds to fund revolving funds.

(2) Transfers to general fund to supplement operating budgets.

E. Temporary Debt

The Town is authorized to borrow on a temporary basis to fund the following:

Current Operating Costs – Prior to the collection of revenues, expenditures may be financed through the issuance of revenue or tax anticipation notes.

Capital Projects and Other Approved Costs – Projects may be temporarily funded through the issuance of bond anticipation notes (“BANS”) or grant anticipation notes (“GANS”). In certain cases, prior to the issuance of these temporary notes, the governing body must take the necessary legal steps to authorize the issuance of the general obligation bonds. Temporary notes may not exceed the aggregate amount of bonds authorized or the grant award amount.

Temporary notes are general obligations of the Town and generally carry maturity dates of less than one year and are interest bearing and will be paid through future issuance of general obligation bonds.

The Town's temporary borrowing activity for fiscal year 2017 was as follows:

Type	Interest Rate	Maturity Date	July 1, 2016	Additions	Retirements	June 30, 2017
BAN	0.70%	Matured	\$ 1,626,130	\$ -	\$(1,626,130)	\$ -
BAN	0.70%	Matured	450,000	-	(450,000)	-
BAN	0.85%	Matured	-	1,312,078	(1,312,078)	-
Total Notes Payable			<u>\$ 2,076,130</u>	<u>\$ 1,312,078</u>	<u>\$(3,388,208)</u>	<u>\$ -</u>

F. Long-Term Obligations

The Town issues general obligation bonds and notes to provide funds for the acquisition and construction of major capital facilities and equipment. General obligation bonds and notes have been issued for both governmental and business-type activities. In addition, the Town incurs various other long-term obligations related to personnel costs.

State law permits the Town, under the provisions of Chapter 44, Section 10, to authorize indebtedness up to a limit of five percent of its equalized valuation. Debt issued in accordance with this section of the law is designated as being "inside the debt limit." In addition, the Town may authorize debt in excess of that limit for specific purposes. Such debt, when issued, is designated as being "outside the debt limit."

The following table reflects the activity in the Town's long-term liability accounts during the fiscal year ended June 30, 2017:

	Beginning Balance	Additions	Deletions	Ending Balance	Due within one year
<i>Governmental Activities:</i>					
Bond and note indebtedness	\$ 15,393,087	\$ 1,312,000	\$ (846,063)	\$ 15,859,024	\$ 968,063
Unamortized bond premium	417,466	-	(45,692)	371,774	43,587
Landfill closure	997,500	-	(52,500)	945,000	52,500
Net pension liability	14,373,910	2,852,938	(1,562,640)	15,664,208	-
Other postemployment benefits	8,823,238	1,827,150	(592,186)	10,058,202	-
Total Governmental Activities	<u>\$ 40,005,201</u>	<u>\$ 5,992,088</u>	<u>\$ (3,099,081)</u>	<u>\$ 42,898,208</u>	<u>\$ 1,064,150</u>
<i>Business-Type Activities - Electric:</i>					
Compensated absences	\$ 71,412	\$ -	\$ 4,430	\$ 75,842	\$ -
Net pension liability	3,278,215	918,568	(353,882)	3,842,901	-
Other postemployment benefits	693,198	99,806	(268,531)	524,473	-
Total Business-Type Activities	<u>\$ 4,042,825</u>	<u>\$ 1,018,374</u>	<u>\$ (617,983)</u>	<u>\$ 4,443,216</u>	<u>\$ -</u>

The governmental activities liabilities will be liquidated by the General Fund. The business-type liabilities will be liquidated by the Electric Light Department Enterprise Fund.

The following is a summary of outstanding long-term debt obligations as of June 30, 2017:

Description of Issue	Interest Rate	Beginning Balance	Additions	Maturities	Ending Balance
<i>Governmental Activities:</i>					
General Obligation Bonds	2.30 - 5.00%	\$ 15,280,000	\$ -	\$ (830,000)	\$ 14,450,000
General Obligation Bonds	2.50 - 3.00%	-	1,312,000	-	1,312,000
Federal Home Loan Bonds	5.00%	64,000	-	(9,800)	54,200
Massachusetts Clean Water Trust Notes	3.00 - 5.25%	49,087	-	(6,263)	42,824
Total Governmental Activities		15,393,087	1,312,000	(846,063)	15,859,024
Add: Unamortized bond premium		417,466	-	(45,692)	371,774
Total Governmental Activities, net		<u>\$ 15,810,553</u>	<u>\$ 1,312,000</u>	<u>\$ (891,755)</u>	<u>\$ 16,230,798</u>

Payments on general long-term debt obligation bonds due in future years consist of the following:

Year Ending June 30,	<i>Governmental Activities</i>						
	Principal			Interest			Total
	Balance	Subsidy	Net of Subsidy	Balance	Subsidy	Net of Subsidy	
2018	\$ 968,063	\$ -	\$ 968,063	\$ 504,637	\$ (1,460)	\$ 503,177	\$ 1,471,240
2019	986,063	-	986,063	470,906	(1,196)	469,710	1,455,773
2020	1,001,063	-	1,001,063	439,838	(933)	438,905	1,439,968
2021	1,021,063	-	1,021,063	404,807	(670)	404,137	1,425,200
2022	1,046,186	-	1,046,186	365,556	(404)	365,152	1,411,338
2023 - 2027	5,380,586	-	5,380,586	1,267,674	(135)	1,267,539	6,648,125
2028 - 2032	4,531,000	-	4,531,000	481,800	-	481,800	5,012,800
2033 - 2034	925,000	-	925,000	13,875	-	13,875	938,875
Total	<u>\$15,859,024</u>	<u>\$ -</u>	<u>\$15,859,024</u>	<u>\$ 3,949,093</u>	<u>\$ (4,798)</u>	<u>\$ 3,944,295</u>	<u>\$19,803,319</u>

The Town is scheduled to receive \$4,798 from the Massachusetts Clean Water Trust (MCWT) to subsidize the above interest costs.

The following table summarizes authorized but unissued debt at June 30, 2017:

Project	Amount
<i>Governmental:</i>	
School building improvements	\$ 2,954,549
Land acquisition	450,000
Library construction	956,061
Septic loans	84,969
Water projects	50,000
Total Authorized and Unissued	<u><u>\$ 4,495,579</u></u>

III. Other Information

A. Retirement System

Pension Plan Description – The Town contributes to the Essex Regional Retirement System (the System), a cost-sharing multiple-employer defined benefit pension plan for the Town and other member units deemed eligible by the Essex Regional Retirement Board. The System was established under Chapter 32 of Massachusetts General Laws. Stand-alone financial statements for the year ended December 31, 2016 were issued and are available at the Retirement Office, 491 Maple Street, #202, Danvers, Massachusetts 01923.

Current membership in the System for all employers as of January 1, 2016 was as follows:

Retirees and beneficiaries currently receiving benefits	1,798
Active plan members	2,722
Inactive plan members	<u>1,149</u>
Total	<u>5,669</u>

Benefit Terms – Membership in the System is mandatory for all full-time employees and non-seasonal, part-time employees who, in general, regularly work more than twenty hours per week. Teachers and certain administrative personnel employed by the school department participate in a separate pension plan administered by the Massachusetts Teachers' Retirement System, which is the legal responsibility of the Commonwealth of Massachusetts. Members of the System do not participate in the Federal Social Security Retirement System.

Massachusetts contributory retirement system benefits are uniform from retirement system to system. The System provides for retirement allowance benefits up to a maximum of 80% of a participant's highest three-year or five-year average annual rate of regular compensation, depending on the participant's date of hire. Benefit payments are based upon a participant's age, length of creditable service, level of compensation and job classification.

The most common benefits paid by the System include normal retirement, disability retirement and survivor benefits.

Normal retirement generally occurs at age 65. However, participants may retire after twenty years of service or at any time after attaining age 55, if hired prior to April 2, 2012 or at any time after attaining age 60 if hired on or after April 2, 2012. Participants with hire dates subsequent to January 1, 1978 must have a minimum of ten years' creditable service in order to retire at age 55. Participants become vested after ten years of service. Benefits commencing before age 65 are provided at a reduced rate. Members working in certain occupations may retire with full benefits earlier than age 65.

Ordinary disability retirement is where a participant is permanently incapacitated from a cause unrelated to employment. Accidental disability retirement is where the disability is the result of an injury or illness received or aggravated in the performance of duty. The amount of benefits to be received in such cases is dependent upon several factors, including the age at which the disability retirement occurs, the years of service, average compensation and veteran status.

Survivor benefits are extended to eligible beneficiaries of participants whose death occurs prior to or following retirement.

Cost-of-living adjustments granted to members of Massachusetts retirement systems granted between 1981 and 1997 and any increases in other benefits imposed by the Commonwealth during those years have been the financial responsibility of the Commonwealth. Beginning in 1998, the funding of cost-of-living amounts became the responsibility of the participating units like the System.

The System may be amended or terminated in whole or in part at any time by the Massachusetts Legislature, provided that no such modification, amendment or termination shall be made that would deprive a current member of superannuation pension rights or benefits provided under applicable laws of Massachusetts, if such member has paid the stipulated contributions specified in sections or provisions of such laws. There were no significant changes to the System's benefit terms in 2015.

Contributions Requirements – The System has elected provisions of Chapter 32, Section 22D (as amended) of Massachusetts General Laws, which require that a funding schedule be established to fully fund the pension plan by June 30, 2040. Under provisions of this law, participating employers are assessed their share of the total retirement cost based on the entry age, normal actuarial cost method.

The Town and electric light department contributed \$1,468,481 to the System in fiscal year 2017. This approximated the actuarially-determined contribution requirement for the fiscal year. The Town and electric light department's contributions as a percentage of covered payroll was approximately 20.8% in fiscal year 2017.

Net Pension Liability – At June 30, 2017, the Town and electric light department reported a liability of \$19,507,109 for its proportionate share of the net pension liability. The net pension liability was measured as of January 1, 2016 and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. These figures were updated by the independent actuary to December 31, 2016. There were no material changes made in this update to the actuarial assumptions; however, since the last actuarial valuation the System's decreased the investment return assumption from 8% to 7.75% and changed mortality tables (see below).

The Town's proportion of the net pension liability is based on a projection of the Town's long-term share of contributions to the System relative to the projected contributions of all employers. The Town's proportion was approximately 4.927% at December 31, 2015, which was consistent with the proportion measured at January 1, 2014.

Fiduciary Net Position – The elements of the System's basic financial statements (that is, all information about the System's assets, deferred outflows of resources, liabilities, deferred inflows of resources and fiduciary net position) can be found in the fiduciary fund financial statements.

The System's fiduciary net position was determined using the accrual basis of accounting. The System's accounting records are maintained on a calendar-year basis in accordance with the standards and procedures established by PERAC. Contributions from employers and employees are recognized in the period in which they become due pursuant to formal commitments, statutory or contractual requirements. Benefit payments (including refunds of employee contributions) are recorded when incurred, regardless of the timing of payment. Investments are reported at fair value; fair value is determined as the price one would receive in an orderly transaction between market participants at a measurement date.

Pension Expense – The Town recognized \$1,828,295 in pension expense in the statement of activities in fiscal year 2017; \$458,956 of this amount was incurred by the Light Department.

Deferred Outflows of Resources and Deferred Inflows of Resources – At June 30, 2017, the Town reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Net differences between projected and actual earnings	\$ 854,509	\$ -
Changes in proportion differences	292,162	-
Changes in assumptions	826,730	-
Difference between expected and actual experience	-	351,292
Changes in proportion and differences between Town contributions and proportionate share of contributions	71,676	30,510
Total	<u>\$ 2,045,077</u>	<u>\$ 381,802</u>

The deferred outflows of resources and deferred inflows of resources are expected to be recognized in the Town's pension expense as follows:

<u>Year ended June 30,</u>	
2018	\$ 357,614
2019	357,614
2020	361,267
2021	311,786
2022	274,994
Total	<u>\$ 1,663,275</u>

Actuarial Valuation – The measurement of the System's total pension liability is developed by an independent actuary. The latest actuarial valuation was performed as of January 1, 2016. The significant actuarial assumptions used in the January 1, 2016 actuarial valuation included:

Actuarial cost method:	Entry age normal cost method
Amortization method:	The total appropriation is set to increase annually by 7.41% for five years, then by 6.36% for one year and 4% increases annually thereafter until the final year which will be 3.89%.
Remaining amortization period:	18 years for the fresh start base.
Asset valuation method:	Market value of assets adjusted for receivables and payables
Investment rate of return:	7.75% per annum
Projected salary increases:	3.75% Ultimate rate with steps. 7.50% year one, 6.5% year two, 6.00% year three, 5.50% year four, 5.00% year 5

Cost of living adjustments:	3% on the first \$13,000 of a member's retirement allowance is assumed to be granted every year.
Mortality rates:	RP – 2000 mortality table (sex distinct) projected with scale BB and Generational Mortality
Disabled life mortality:	RP – 2000 mortality table (sex distinct) projected with scale BB and Generational Mortality set-forward by 2 years. Death is assumed to be due to the same cause as the disability 40% of the time

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

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
Global Equity		
Large Cap Equities	7.50%	14.50%
Small/Mid Cap Equities	7.75%	3.50%
International Equities	7.83%	16.00%
Emerging International Equities	9.61%	6.00%
Core Fixed Income		
Core Bonds	4.00%	5.00%
20+ Year Treasuries	3.75%	5.00%
TIPS	3.75%	3.00%
Value Added Fixed Income		
High-Yield Bonds	5.75%	1.50%
Bank Loans	6.00%	1.50%
EMD (External)	5.75%	1.00%
EMD (Local Currency)	6.50%	2.00%
Private Debt	9.06%	4.00%
Private Equity	9.50%	10.00%
Real Estate	6.50%	10.00%
Timberland	6.00%	4.00%
Hedge Fund and Portfolio Completion	6.48%	13.00%
Total Fund Expected Return/Total	7.80%	100.00%

Discount Rate – The discount rate used to measure the total pension liability was 7.75%, which represents a decrease from the 8.00% in the previous actuarial valuation. The projection of cash flows used to determine the discount rate assumed plan member contributions were made at the current contribution rate and that employer contributions will be made at rates equal to the

actuarially-determined contribution rates and the member rate. Based on those assumptions, the System's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity Analysis – The following presents the Town's proportionate share of the net pension liability calculated using the discount rate of 7.75% as well as the Town's proportionate share of the net pension liability using a discount rate that is one percentage point lower (6.75%) or one percentage point higher (8.75%) than the current rate (dollar amounts are in thousands):

	1% Decrease <u>(6.75%)</u>	Current Discount <u>(7.75%)</u>	1% Increase <u>(8.75%)</u>
Town's proportionate share of the net pension liability	\$ 23,909	\$ 19,507	\$ 16,250

B. Massachusetts Teachers' Retirement System

Teachers and certain administrative employees of the Town's school department participate in the Massachusetts Teachers' Retirement System ("MTRS"), a cost-sharing multiple employer defined benefit pension plan. MTRS is managed by the Commonwealth on behalf of municipal teachers and municipal teacher retirees. Like the Retirement System, MTRS was established under Chapter 32 of Massachusetts General Laws. The Commonwealth's legislature has the authority to amend or modify the MTRS's funding policies.

The Commonwealth is a nonemployer contributor to the MTRS and is legally responsible by statute for all actuarially determined employer contributions and future benefit requirements of the MTRS. Therefore, the Town is considered to be in a special funding situation as defined by GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*.

For the year ended June 30, 2017, the Commonwealth contributed \$973,839 to the MTRS on behalf of the Town. The Town's proportionate share of the collective MTRS net pension liability at this reporting date was 0.086596%, which was based on the actual, actuarially determined contribution made by the Commonwealth on behalf of the Town as a percentage of the total annual contribution made by the Commonwealth on behalf of all employers.

The table below presents the Town's proportionate share of the following (dollar amounts are in thousands):

	Commonwealth Portion	Paid (or assumed) On Behalf of the Town	Town Portion
Net pension liability	\$ 19,360	\$ (19,360)	\$ —
Pension expense	1,974	(1,974)	—

The Town recognized \$1,974,946 in intergovernmental revenue and pension expense relative to this arrangement.

C. Risk Financing

The Town is exposed to various risks of loss related to torts: theft of, damage to and destruction of assets; errors and omissions; and natural disasters for which the Town carries commercial insurance. The amount of claim settlements has not exceeded insurance coverage in any of the previous three years.

D. Other Postemployment Benefits (“OPEB”)

Plan Description – The Town administers a cost sharing single-employer defined benefit healthcare plan (the “Plan”). The Plan provides health and life insurance benefits (other postemployment benefits) to current and future retirees, their dependents and beneficiaries in accordance with Massachusetts General Law Chapter 32B Section 20. Specific benefit provisions and contribution rates are established by collective bargaining agreements, state law, and Town ordinance. All benefits are provided through the Town’s self-funded insurance program described previously. The Plan does not issue a stand-alone financial report and is presented as a fiduciary fund in the Town’s financial statements.

Under Chapter 32B Section 20 the Town Treasurer is the custodian of the Plan and since the Town has not designated a Board of Trustees the Town Treasurer under this general law is also the Trustee and as such, is responsible for the general supervision of the management, investment and reinvestment of the Plan assets. Plan assets may be invested and reinvested by the custodian consistent with the prudent investor rule established in chapter 203C and may, with the approval of the State Retiree Benefits Trust Fund board of trustees, be invested in the State Retiree Benefits Trust Fund established in Section 24 of Chapter 32A. Plan assets shall be segregated from other funds and shall not be subject to the claims of any general creditor of the Town.

For the year ended June 30, 2017 the Town records its net OPEB obligation as highlighted under GASB 45, however note disclosures are also presented under this caption for the Town’s OPEB Plan since those note disclosures are required under GASB 74. All GASB 45 references will be removed in the fiscal year ended June 30, 2018 as they will no longer be applicable.

Plan Membership - At June 30, 2017, membership in the Plan consisted of:

Inactive employees or beneficiaries currently receiving benefits	85
Active employees	<u>231</u>
Total	<u>316</u>

Contributions – The contribution requirements of Plan members and the Town are established and may be amended by the Town, through negotiation with the Town employee unions. Retirees contribute 40 percent of the calculated contribution through pension benefit deductions. The remainder of the cost is funded by the Town. During fiscal 2017 the Town contributed enough money to the Plan to satisfy current obligations on a pay-as-you-go basis plus additional contributions of \$100,000. The costs of administering the Plan are paid by the Town.

Investments – The investment policy for Plan assets is that used for all the Town’s other trust funds; this requires the Town Treasurer to invest in instruments included on the State legal list.

Investment Concentration - The Plan did not maintain investments in any one organization that represented more than 5% of the Fiduciary Net Position of the Plan.

Rate of Return - For the year ended June 30, 2017, the annual money-weighted rate of return on investments, net of investment expense, was 10.92 percent. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

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

The following was the adopted asset allocation policy as of June 30, 2017:

Asset Class	Target Allocation
Domestic Equity - Large Cap	20.00%
Domestic Equity - Small/Mid Cap	7.75%
International Equity - Developed Market	13.25%
International Equity - Emerging Market	6.75%
Domestic Fixed Income	21.25%
International Fixed Income	3.00%
Alternatives	17.50%
Real Estate	10.25%
Cash	0.25%
	<u>100.00%</u>

Best estimates of arithmetic real rates of return for each major asset class included in the target asset allocation as of June 30, 2017 (see the discussion of investment policy) are summarized in the following table:

Asset Class	Expected Investment Rate of Return
Domestic Equity - Large Cap	4.00%
Domestic Equity - Small/Mid Cap	6.00%
International Equity - Developed Market	4.50%
International Equity - Emerging Market	7.00%
Domestic Fixed Income	2.00%
International Fixed Income	3.00%
Alternatives	6.50%
Real Estate	6.25%
Cash	0.00%
Real rate of return	<u>4.63%</u>
Inflation assumption	2.75%
Total nominal rate of return	7.38%
Investment expense	<u>-0.41%</u>
Net investment return	<u>6.97%</u>

Net OPEB Liability – The components of the Net OPEB Liability of the Town are as follows as calculated using the methodology highlighted in GASB 74:

Total OPEB liability	\$ 22,066,248
Plan Fiduciary Net Position	(1,259,451)
Net OPEB liability	<u>\$ 20,806,797</u>

Plan Fiduciary Net Position as a percentatge of total liability	5.7%
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Includes Light Department Plan fiduciary net position as of December 31, 2016.

Actuarial assumptions - 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:

Investment rate of return	6.97%, net of OPEB plan investment expense, including inflation.
Municipal bond rate	3.13% as of June 30, 2017
Single Equivalent Discount Rate	4.75%, net of OPEB plan investment expense including inflation. Using a blend of the Municipal Bond Index Rate for unfunded periods and the Investment Rate of Return.
Inflation	2.75% annually as of June 30, 2017 and for future periods.
Salary Increases	3.00% annually as of June 30, 2017 and for future periods.
Cost of Living Adjustment	Not applicable.
Pre-Retirement Mortality	RP-2000 Employees Mortality Table projected with scale BB and a base year 2009 for males and females
Post-Retirement Mortality	RP-2000 Healthy Annuitant Table projected generationally with scale BB and a base year 2009 for males and females
Disabled Mortality	RP-2000 Healthy Annuitant Table projected generationally with scale BB and a base year 2012 for males and females

Changes in Assumptions: Effective June 30, 2017- The following changes in assumptions were made as compared to the actuarial valuation used in prior years:

- The discount rate was reduced to 4.75% from 5.00%.
- The Pre-Retirement Mortality: RP-2000 Employees Mortality Table projected generationally with scale BB and a base year 2009 for males and females. Previously the RP-2000 Mortality Table projected to 2017.

- The Post Retirement Mortality: RP-2000 Healthy Annuitant Mortality Table projected generationally with scale BB and a base year 2009 for males and females. . Previously the RP-2000 Mortality Table projected to 2017.
- Actuarial Cost Method Individual Entry Age Normal.

Discount rate - The discount rate used to measure the total OPEB liability was 4.0 percent. This was a blended rate of (1) the long-term expected rate of return on OPEB plan investments that are expected to be used to finance the payment of benefits, to the extent that the Plan's fiduciary net position is projected to be sufficient to make projected benefit payments and are invested using a strategy to achieve that return and; (2) a yield rate for a 20 year, tax exempt general obligation municipal bond with an average rating of AA/Aa (3.13% as of June 30, 2017) or higher when the conditions in (1) are not met.

Sensitivity of the net OPEB liability to changes in the discount rate - The following presents the net OPEB liability of the Town, as well as what the Town's net 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 (3.75%)	Current Discount Rate (4.75%)	1% Increase (5.75%)
Net OPEB Liability	\$ 24,774,577	\$ 20,524,570	\$ 17,256,325
Service Cost	1,179,207	900,444	696,800

Sensitivity of the net OPEB liability to changes in the healthcare cost trend rates - The following presents the net OPEB liability of the Town, as well as what the Town's net 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:

	1% Decrease (4%)	Healthcare Trend Rate (5%)	1% Increase (6%)
Net OPEB Liability	\$ 15,366,044	\$ 20,524,570	\$ 27,231,374
Service Cost	607,192	900,444	1,306,680

Annual OPEB Cost and Net OPEB Obligation – The Town's annual OPEB cost is calculated based on the annual required contribution "ARC" of the employer, an actuarially determined amount that is calculated in accordance with GASB Statement 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded liabilities over a period not to exceed thirty years.

The following table reflects the activity regarding the Town's OPEB obligation:

Annual required contribution (ARC)	\$ 1,449,161
Interest on net OPEB obligation	475,823
Adjustment to ARC	<u>1,972</u>
Annual OPEB cost	1,926,956
Contributions made	<u>\$ (860,717)</u>
Increase in net OPEB obligation	1,066,239
Net OPEB obligation at beginning of year	<u>9,516,436</u>
Net OPEB obligation at end of year	<u><u>\$ 10,582,675</u></u>

Trend information regarding annual OPEB cost, the percentage of the annual OPEB cost contributed and the net OPEB obligation is as follows:

Fiscal Year Ending	Annual OPEB Cost (AOPEBC)	Percentage of AOPEBC Contributed	Net OPEB Obligation
June 30, 2017	\$ 1,926,956	45%	\$ 10,582,675
June 30, 2016	\$ 1,474,302	28%	\$ 9,516,436
June 30, 2015	1,414,127	70%	8,448,459

The fiscal year 2017 AOPEBC was charged to the following functional programs: general government \$137,757; public safety \$383,593; education \$1,086,015; public works \$109,706; health and human services \$42,168; culture and recreation \$67,912 and electric light \$99,806.

Funding Status and Funding Progress – The funded status of the Plan at June 30, 2017 for the most recent actuarial valuation performed as of July 1, 2016, was as follows:

Actuarial value of plan assets	\$ 1,259,451
Actuarial accrued liability (“AAL”)	19,761,082
Unfunded actuarial accrued liability (“UAAL”)	18,501,631
Funded ratio (actuarial value of plan assets/AAL)	6.37%
Covered payroll (annually payroll of active employees covered by the plan)	13,118,171
UAAL as a percentage of covered payroll	141.0%

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events into the future. Amounts determined regarding the funded status of the Plan and the ARC of the employer are subject to continual revision as estimates are compared to actual results and past expectations.

Methods and Assumptions – Projections of benefits for financial reporting purposes are based on the substantive Plan and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and the Plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations. The significant methods and assumptions as of the latest valuation dated July 1, 2016 are as follows:

Actuarial cost method	Individual Entry Age Normal Actuarial Cost Method
Amortization method	Level dollar
Remaining amortization period:	22 years at July 1, 2016
Interest discount rate:	5.0%
Healthcare/Medical cost trend rate:	5.0%

E. Commitments and Contingencies

General – The Town is party to certain legal claims, which are subject to many uncertainties, and the outcome of individual litigation matters is not always predictable with assurance. Although the amount of liability, if any, at June 30, 2017, cannot be determined, management believes that

any resulting liability, if any, should not materially affect the basic financial statements of the Town at June 30, 2017.

Grant Compliance – Amounts received from grantor agencies are subject to audit and adjustment by grantor agencies, principally the federal and state governments. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The Town expects such amounts, if any, to be immaterial.

Arbitrage – The Town is subject to certain Federal arbitrage laws in accordance with long-term borrowing agreements. Failure to comply with the rules could result in the payment of penalties. The Town expects the amount if any, in these situations, to be immaterial.

Electric Light Department -

The Electric Light Department (MELD) is a Town owned utility responsible for the purchase and distribution of electric power throughout the Town of Middleton. MELD has its own Board of Commissioners elected at large by citizenry of the Town of Middleton.

MELD is a participant in certain projects of the Massachusetts Municipal Wholesale Electric Company (MMWEC), a public corporation and a political subdivision of the Commonwealth of Massachusetts, created as a means to develop bulk power supply for its Members and other utilities.

MMWEC is authorized to construct, own or purchase ownership interest in, and to issue revenue bonds to finance electric facilities (Projects). MMWEC has acquired ownership interests in electric facilities operated by other entities and also owns and operates its own electric facilities. MMWEC sells all of the capability (Project Capability) of each of its Projects to its Members and other utilities (Project Participants) under Power Sales Agreements (PSAs).

Among other things, PSAs require each Project Participant to pay its pro rata share of MMWEC's costs related to the Project, which costs include debt services on the revenue bonds issued by MMWEC to finance the Project, plus 10% of MMWEC's debt service to be paid into a Reserve and Contingency Fund. In addition, should a Project Participant fail to make any payment when due, other Project Participants of that Project may be required to increase (step-up) their payments and correspondingly their Participant's share of project capability to an additional amount not to exceed 25% of their original participants' share of that Project's Project Capability. Project Participants have covenanted to fix, revise, and collect rates at least sufficient to meet their obligations under the PSAs.

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

MMWEC operates the Stony Brook Intermediate Project and Stony Brook Peaking Project, both fossil-fueled power plants. MMWEC has a 3.7% interest in W.F. Wyman Unit No. 4 plant, which is owned and operated by subsidiaries of FPL Energy Wyman IV, LLC, an indirect subsidiary of NextEra Energy Resources, LLC (formerly FPL Energy, LLC), and a 4.8% ownership interest in the Millstone Unit 3 nuclear unit, operated by Dominion Nuclear Connecticut, Inc. (DNCI), the

majority owner and an indirect subsidiary of Dominion Resources, Inc. DNCI also own and operates Millstone Unit 2 nuclear unit. The operating license for Unit 3 extends to November, 2045.

A substantial portion of MMWEC's plant investment and financing program is an 11.6% ownership interest in Seabrook Station nuclear generating unit operated by NextEra Energy Seabrook Resources, LLC (formerly FPL Energy Seabrook, LLC), the majority owner and an indirect subsidiary of NextEra Energy Resources, LLC (formerly FPL Energy, LLC). The operating license for Seabrook Station extends to March, 2030. NextEra Seabrook has stated its intention to request an extension of the Seabrook Station operating license for an additional twenty years.

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

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

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

As of December 31, 2016, total capital expenditures for MMWEC's projects amounted to \$1,636,374,000, of which \$39,689,000 represents the amount associated with the Plant's Project Capability of the projects in which it participates, although such amount is not allocated to the Plant. MMWEC's debt outstanding for the Projects includes Power Supply System Revenue bonds \$55,795,000, of which \$1,752,000 is associated with the Plant's share of Project Capability of the projects in which it participates, although such amount is not allocated to the Plant. As of December 31, 2016, MMWEC's total future debt service requirement on outstanding bonds issued for Projects is \$59,281,000, of which \$1,866,000 is anticipated to be billed to the Plant in future years.

The estimated aggregate amount of the Plant's required payments under the PSAs and PPAs, exclusive of Reserve and Contingency Fund billings, to MMWEC at December 31, 2016 and estimated for future years is summarized as follows:

2017	\$ 1,518,000
2018	40,000
2019	307,000
Total	<u>\$ 1,865,000</u>

In addition, the Plant is required to pay its share of the Operation and Maintenance (O&M) costs of the Projects in which they participate. The Plant's total O&M costs including debt service under the PSAs were \$3,403,000 and \$3,478,000 for the years ended December 31, 2016 and 2015, respectively.

The MELD purchases its power through contracts with various power suppliers, including MMWEC. These contracts are subject to certain market factors. Based on current market conditions, the MELD anticipates some stability to its power cost expenses over the next few years.

F. Landfill Closure and Post-Closure Care Costs

The Town's landfill is closed and a final cover has been installed in accordance with Federal and State laws and regulations. Those laws and regulations also require the Town to perform certain maintenance and monitoring functions ("post-closure care") at the site for 30 years after the landfill cover is installed. In addition, the Town acquired a parcel of land in fiscal year 2009 that was formerly used as a landfill and is responsible for post-closure testing and monitoring. Finally, the Town acquired another parcel of land that was formerly used as the Town landfill and is also responsible for the post-closure testing and monitoring of the site.

In accordance with generally accepted accounting principles, the estimated remaining cost of monitoring and other post-closure liabilities for these three parcels, \$945,000, has been recorded as a governmental activities liability; actual costs may be higher due to inflation, changes in technology, or changes in regulations.

G. Implementation of New GASB Pronouncements

Current Year Implementations –

In June 2015, the GASB issued GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other than Pension Plans*. GASB 74's objective was to improve the usefulness of information about postemployment benefits other than pensions included in the general purpose external financial reports of state and local governmental OPEB plans for making decisions and assessing accountability. The provisions of this Statement became effective for the Town in fiscal year 2017. The Town is still evaluating whether adoption will have a material impact on the financial statements.

In August 2015, the GASB issued GASB Statement No. 77, *Tax Abatement Disclosures*. GASB 77 requires the disclosure of the terms of certain tax abatement agreements entered into by a government with individuals or entities. The provisions of this Statement became effective for the Town in fiscal year 2017. The adoption of GASB No. 77 did not have a material effect on the Town.

In December 2015, the GASB issued GASB Statement No. 78, *Pensions Provided through Certain Multiple-Employer Defined Benefit Pension Plans*. The provisions of GASB 78 were applicable to certain government pension plans that (i) are not administered as a trust by a state or local governmental pension plan, (ii) are shared between governmental and nongovernmental employees, and (iii) have not predominant state or local governmental employer. The provisions of this Statement became effective for the Town in fiscal year 2017. The adoption of GASB No. 78 did not have a material effect on the Town.

In January 2016, the GASB issued GASB Statement No. 80, *Blending Requirements for Certain Component Units*. The provisions of GASB 80 apply to component units that are organized as not-for-profit corporations in which the primary government is the sole corporate member. Such component units should be included in the reporting entity financial statements using the blending method. The provisions of this Statement became effective for the Town in fiscal year 2017. The adoption of GASB No. 80 did not have a material effect on the Town.

In March 2016, the GASB issued GASB Statement No. 82, *Pension Issues – an amendment of GASB Statements No. 67, No. 68, and No. 73*. The objective of GASB 73 was to address issues raised with respect to previously issued statements related to pensions. The provisions of this Statement became effective for the Town in fiscal year 2017. The adoption of GASB No. 82 did not have a material effect on the Town.

Future Implementations –

In June 2015, the GASB issued GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pension Plans*. GASB 75 establishes new accounting and financial reporting requirements for governments whose employees are provided with OPEB, as well as for certain nonemployer governments that have a legal obligation to provide financial support for OPEB provided to the employees of other entities. The provisions of this Statement are effective for financial reporting periods beginning after June 15, 2017 (fiscal year 2018). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In March 2016, the GASB issued GASB Statement No. 81, *Irrevocable Split-Interest Agreements*. The objective of the Statement is to improve accounting and financial reporting for irrevocable split-interest agreements by providing recognition and measurement guidance for situations in which a government is a beneficiary of the agreement. The provisions of this Statement are effective for financial reporting periods beginning after December 15, 2016 (fiscal year 2018) and should be applied retroactively. The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In November 2016, the GASB issued GASB Statement No. 83, *Certain Asset Retirement Obligations*. The objective of the Statement is to address accounting and financial reporting for certain asset retirement obligations that have legally enforceable liability associated with the retirement of a tangible capital asset. The provisions of this Statement are effective for financial reporting periods beginning after June 15, 2018 (fiscal year 2019). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In January 2017, the GASB issued GASB Statement No. 84, *Fiduciary Activities*. The objective of the Statement is to improve guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how these activities should be reported. The provisions of this Statement are effective for financial reporting periods beginning after December 15, 2018 (fiscal year 2020). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In May 2017, the GASB issued GASB Statement No. 86, *Certain Debt Extinguishment Issues*. The objective of the Statement is to improve consistency in accounting and financial reporting for in-substance defeasance of debt. The provisions of this Statement are effective for financial reporting periods beginning after June 15, 2017 (fiscal year 2018). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In June 2017, the GASB issued GASB Statement No. 87, *Leases*. This Statement redefines the manner in which long-term leases are accounted and reported. The provisions of this Statement are effective for financial reporting periods beginning after December 15, 2019 (fiscal year 2021). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

IV. Restatement

A prior period adjustment was made for an increase in the capital assets reported in the Governmental Activities. As a result of the adoption of this restatement, and the corrections to prior year balances the total net positions was restated as follows:

	Governmental Activities
Prior year as presented	\$ 29,263,470
Restate capital assets	1,542,676
As restated	<u>\$ 30,806,146</u>

TOWN OF MIDDLETON, MASSACHUSETTS

REQUIRED SUPPLEMENTARY INFORMATION - PENSIONS
YEAR ENDED JUNE 30, 2017

SCHEDULE OF THE TOWN'S PROPORTIONATE SHARE OF THE NET PENSION LIABILITY
(dollar amounts are in thousands)

	Year Ended June 30,		
	2017	2016	2015
Town's proportion of the net pension liability (asset)	5.06%	4.93%	4.91%
Town's proportionate share of the net pension liability (asset)	* \$ 19,507	\$ 17,900	\$ 16,641
Town's covered-employee payroll	\$ 7,060	\$ 6,129	\$ 6,045
Town's proportionate share of the net pension liability (asset) as a percentage of its covered-employee payroll	276.3%	292.1%	275.3%
Plan fiduciary net position as a percentage of the total pension liability	51.1%	51.0%	47.9%

SCHEDULE OF THE TOWN'S CONTRIBUTIONS TO PENSION PLAN
(dollar amounts are in thousands)

	Year Ended June 30,		
	2017	2016	2015
Actuarially determined contribution	\$ 1,467	\$ 1,353	\$ 1,258
Contributions in relation to the actuarially determined contribution	<u>1,468</u>	<u>1,355</u>	<u>1,258</u>
Contribution deficiency (excess)	<u>\$ (1)</u>	<u>\$ (2)</u>	<u>\$ -</u>
Town's covered-employee payroll	\$ 7,060	\$ 6,129	\$ 6,045
Contributions as a percentage of covered-employee payroll	20.8%	22.1%	20.8%

This schedule is presented to illustrate the requirement to show information for ten years. However, until a full ten-year trend is compiled, information is presented for those years in which information is available.

* The net pension liability as reported in the basic financial statements differs from this schedule due to the Middleton Electric Light Department implementing GASB 68 as of December 31, 2015 one year after the Town's implementation.

See accompanying independent auditor's report.

TOWN OF MIDDLETON, MASSACHUSETTS

REQUIRED SUPPLEMENTARY INFORMATION - PENSIONS
YEAR ENDED JUNE 30, 2017

SCHEDULE OF THE COMMONWEALTH'S COLLECTIVE SHARE OF THE NET PENSION LIABILITY
MASSACHUSETTS TEACHER'S RETIREMENT SYSTEM
(dollar amounts are in thousands)

	2016	Year Ended June 30, 2015	2014
Commonwealth's proportion of the collective net pension liability (asset)	100.0%	100.0%	100.0%
Town's proportion of the collective net pension liability (asset)	0.0%	0.0%	0.0%
Commonwealth's proportionate share of the net pension liability (asset)	\$ 22,357,928	\$ 20,489,643	\$ 15,896,354
Commonwealth's actuarially determined contribution	\$ 1,124,583	\$ 1,021,930	\$ 937,379

Contributions to MTRS are the responsibility of the Commonwealth of Massachusetts.

This schedule is presented to illustrate the requirement to show information for ten years. However, until a full ten-year trend is compiled, information is presented for those years in which information is available.

See accompanying independent auditor's report.

TOWN OF MIDDLETON, MASSACHUSETTS

**REQUIRED SUPPLEMENTARY INFORMATION - OPEB
YEAR ENDED JUNE 30, 2017**

SCHEDULE OF FUNDING PROGRESS

Other Postemployment Benefits

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a Percentage of Covered Payroll
	<i>(a)</i>	<i>(b)</i>	<i>(b-a)</i>	<i>(a/b)</i>	<i>(c)</i>	<i>((b-a)/c)</i>
7/1/2016	\$ 998,868	\$ 19,761,082	18,762,214	5.05%	\$ 13,118,171	143.0%
7/1/2014	-	13,216,570	13,216,570	0.00%	11,367,278	116.3%
7/1/2012	-	13,926,650	13,926,650	0.00%	10,264,357	135.7%

SCHEDULE OF CONTRIBUTION FUNDING

Other Postemployment Benefits

Year Ended June 30,	Annual OPEB Cost	Actual Contributions	Percentage Contributed
2017	\$ 1,926,956	\$ 860,717	45%
2016	1,474,302	406,325	28%
2015	1,414,127	993,112	70%

N/A - Information not currently available.

See accompanying independent auditors' report.

TOWN OF MIDDLETON, MASSACHUSETTS

**REQUIRED SUPPLEMENTARY INFORMATION - UNAUDITED
YEAR ENDED JUNE 30, 2017**

**SCHEDULE OF CHANGES IN NET OPEB LIABILITY AND RELATED RATIOS
LAST 10 FISCAL YEARS**

	<u>2017</u>
Total OPEB liability:	
Service cost	\$ 845,336
Interest	1,012,331
Changes of benefit terms	-
Differences between expected and actual experience	-
Changes in assumptions	-
Benefit payments	<u>(510,717)</u>
Net change in total OPEB liability	1,346,950
Total OPEB liability - beginning of year	20,719,298
Total OPEB liability - end of year (a)	<u><u>\$ 22,066,248</u></u>
Plan fiduciary net position:	
Contributions - employer	\$ 610,717
Net investment income	123,118
Benefit payments	(510,717)
Administrative expenses	-
Other	-
Net change in Plan fiduciary net position	<u>223,118</u>
Plan fiduciary net position - beginning of year	1,036,333
Plan fiduciary net position - end of year (b)	<u><u>\$ 1,259,451</u></u>
Net OPEB liability - end of year (a) - (b)	<u><u>\$ 20,806,797</u></u>
Plan fiduciary net position as a percentage of the total OPEB liability	5.71%
Covered-employee payroll	\$ 13,118,171
Net OPEB liability as a percentage of covered- employee payroll	158.61%

Note: This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, information is presented for those years in which information is available.

Note: This schedule is presented using the optional format of combining the required schedules in paragraph 36a and 36b.

See independent auditors' report.

TOWN OF MIDDLETON, MASSACHUSETTS

**REQUIRED SUPPLEMENTARY INFORMATION - UNAUDITED
YEARS ENDED JUNE 30, 2017**

**SCHEDULE OF CONTRIBUTIONS
LAST 10 FISCAL YEARS**

	<u>2017</u>
Actuarially-determined contribution	\$ 2,033,068
Contributions in relation to the actuarially-determined contribution	<u>(610,717)</u>
Contribution deficiency (excess)	<u>\$ 1,422,351</u>
Covered-employee payroll	\$ 13,118,171
Contribution as a percentage of covered-employee payroll	4.7%
Valuation Date	June 30, 2017
Actuarial Cost Method	Individual Entry Age Normal
Amortization Period	30 years
Asset Valuation Method	Market Value of Assets as of Reporting Date
Inflation	2.75%
Healthcare cost trend rates	5.00%
Salary increases	3.00%
Investment rate of return	6.97%

**SCHEDULE OF INVESTMENT RETURNS
LAST 10 FISCAL YEARS**

	<u>2017</u>
Annual money-weighted rate of return, net of	10.92%

Note: These schedules are presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, information is presented for those years in which information is available.

See independent auditors' report.

TOWN OF MIDDLETON, MASSACHUSETTS

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET AND ACTUAL - GENERAL FUND
 YEAR ENDED JUNE 30, 2017

	Budgeted Amounts		Actual	Encumbrances	Actual	Variance
	Original	Final	Budgetary	and continuing	Budgetary	Positive
	Budget	Budget	Amounts	appropriations	Adjusted	(Negative)
REVENUES						
Real estate and personal property taxes, net	\$25,832,138	\$25,832,138	\$ 25,960,835		\$25,960,835	\$ 128,697
Intergovernmental	2,296,182	2,296,182	2,299,494		2,299,494	3,312
Motor vehicle and other excises	2,185,000	2,185,000	2,288,448		2,288,448	103,448
Payments in lieu of taxes	145,000	145,000	145,048		145,048	48
License and permits	590,000	590,000	611,907		611,907	21,907
Departmental and other revenue	326,500	326,500	383,772		383,772	57,272
Penalties and interest on taxes	120,000	120,000	102,749		102,749	(17,251)
Fines and forfeitures	20,000	20,000	18,255		18,255	(1,745)
Investment income	35,000	35,000	47,273		47,273	12,273
Total Revenues	31,549,820	31,549,820	31,857,781	\$ -	31,857,781	307,961
EXPENDITURES						
General government	2,223,459	2,294,081	1,798,469	350,236	2,148,705	145,376
Public safety	4,130,883	4,130,883	3,787,818	237,745	4,025,563	105,320
Education	21,760,135	21,760,135	20,610,433	486,273	21,096,706	663,429
Public works	1,663,228	1,741,728	1,518,206	200,449	1,718,655	23,073
Health and human services	448,467	478,467	457,998	6,995	464,993	13,474
Culture and recreation	533,868	533,868	518,800	329	519,129	14,739
Fringe Benefits	2,127,811	2,137,189	2,070,659	-	2,070,659	66,530
State and county tax assessments	422,216	422,216	416,287	-	416,287	5,929
Debt service	1,261,669	1,261,669	1,249,461	-	1,249,461	12,208
Total Expenditures	34,571,736	34,760,236	32,428,131	1,282,027	33,710,158	1,050,078
OTHER FINANCING SOURCES (USES)						
Transfers in	838,006	884,006	884,006	-	884,006	-
Transfers out	(100,163)	(112,163)	(112,163)	-	(112,163)	-
Total Other Financing Sources (Uses)	737,843	771,843	771,843	-	771,843	-
EXCESS (DEFICIENCY) OF REVENUES AND OTHER FINANCING SOURCES OVER EXPENDITURES/USE OF PRIOR YEAR BUDGETARY FUND BALANCE	(2,284,073)	(2,438,573)	\$ 201,493	\$ (1,282,027)	\$ (1,080,534)	\$ (742,117)
Other Budgetary Items:						
Undesignated surplus (free cash)	1,103,959	1,258,459				
Overlay surplus	125,000	125,000				
Prior year encumbrances	1,055,114	1,055,114				
Net Budget	\$ -	\$ -				

See accompanying independent auditors' report.

See accompanying notes to required supplementary information.

TOWN OF MIDDLETON, MASSACHUSETTS

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION AS OF AND FOR THE YEAR ENDED JUNE 30, 2017

I. Budgetary Basis of Accounting

Budgetary Information – An annual budget is legally adopted for the general fund. Financial orders are initiated by department heads, recommended by the Finance Committee and approved by the Town Meeting at the Town's annual meeting in May. Expenditures may not legally exceed appropriations at the department level. Department heads may transfer, without Town meeting approval, appropriation balances from one expenditure account to another within each department. The Town Meeting, however, must approve any transfer of unencumbered appropriation balances between departments. At the close of each fiscal year, unencumbered appropriation balances lapse or reverts to unreserved fund balance.

The Town adopts an annual budget for the general fund in conformity with the guidelines described above. The Town Accountant has the responsibility to ensure that budgetary control is maintained in the manner in which the appropriations were voted at Town Meeting. Budgetary control is exercised through the Town's accounting system.

Budgetary-to-GAAP Reconciliation – The Town's general fund is prepared on a basis other than GAAP. A reconciliation of the budgetary-basis to GAAP-basis results for the general fund for the fiscal year ended June 30, 2017, is as follows:

	Basis of Accounting Differences	Fund Perspective Differences	Total
Revenues on a budgetary basis			\$ 31,857,781
Stabilization revenue	\$ -	\$ 4,644	4,644
On behalf payments	1,974,946	-	1,974,946
Revenues on a GAAP basis	<u>\$ 1,974,946</u>	<u>\$ 4,644</u>	<u>\$ 33,837,371</u>
Expenditures on a budgetary basis			\$ 32,428,131
Change in expenditure recognition	\$ (12,983)	\$ -	(12,983)
On behalf payments	1,974,946	-	1,974,946
Expenditures on a GAAP basis	<u>\$ 1,961,963</u>	<u>\$ -</u>	<u>\$ 34,390,094</u>
Other financing sources (uses) on a budgetary basis			\$ 771,843
Unbudgeted transfer made	21,497	-	21,497
Stabilization transfers	\$ -	\$ 100,000	100,000
Other financing sources (uses) on a GAAP basis	<u>\$ 21,497</u>	<u>\$ 100,000</u>	<u>\$ 893,340</u>



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

The Honorable Members of the Board of Selectmen
Town of Middleton, Massachusetts

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Middleton, Massachusetts (the "Town"), as of and for the year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the Town's basic financial statements (except for the Middleton Electric Light Department "the Light Department", which is as of December 31, 2016) and have issued our report thereon December 21, 2017.

We did not audit the financial statements of the Light Department, a Town Department reported as an enterprise fund and part of the Town's business-type funds. The Light Department represents 100%, 100% and 100% respectively of the assets, net position, and operating revenues of the Town's business-type activities. The accompanying financial statements do not include all disclosures for the Light Department, as required by generally accepted accounting principles. Such information can be found in separately issued financial statements for the year-ended December 31, 2016, which was audited by the other auditors.

Internal Control Over Financial Reporting

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

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

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

Compliance and Other Matters

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

Purpose of this Report

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

Roselli, Clark and Associates

Roselli, Clark & Associates
Certified Public Accountants
Woburn, Massachusetts
December 21, 2017

Part I ADMINISTRATION OF THE
GOVERNMENT

Title CORPORATIONS
XXII

Chapter TELEPHONE AND TELEGRAPH

166 COMPANIES, AND LINES FOR THE
TRANSMISSION OF ELECTRICITY

Section INSPECTOR OF WIRES WORKING
32A AS ELECTRICIAN; INSPECTION BY
ASSISTANT INSPECTOR

Section 32A. In a city, town or district which accepts this section, a licensed electrician who is appointed inspector of wires may practice for hire or engage in the business for which licensed under the applicable provisions of chapter one hundred and forty-one while serving as such inspector; provided, however, that within the area over which he has jurisdiction as wiring inspector he shall not exercise any of his powers and duties as such inspector, including those of enforcement officer of the state electrical code, over wiring or electrical work done by himself, his employer, employee or one employed with him. Any such city, town or district may in the manner provided in the preceding section appoint an assistant inspector of wires who shall exercise the duties of inspector of wires, including those of enforcement officer of the state electrical code, over work so done. Said assistant inspector may act in absence or disability of the local inspector and for his services shall receive like compensation as the city, town or district shall determine.

This section shall take effect upon its acceptance in a city, by vote of the city council, subject to the provisions of the charter of such city; in a town, by vote of the board of selectmen; in a municipality having a town council form of government, by a vote of the town council, subject to the provisions of the charter of such municipality and in a district, by vote as above provided of the cities and towns of the district.



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Part I ADMINISTRATION OF THE GOVERNMENT**Title IX** TAXATION**Chapter 60** COLLECTION OF LOCAL TAXES**Section 3A** FORM OF BILL OR NOTICE; ELECTRONIC FORMAT;
NOTICES FOR RATES OF UTILITY FEES; NONPOLITICAL
MUNICIPAL INFORMATIONAL MATERIAL

Section 3A. (a) Each bill or notice shall be in a form approved by the commissioner and shall summarize the deadlines under section 59 of chapter 59 for applying for abatements and exemptions. Each bill or notice shall also have printed on it the last date for the assessed owner to apply for abatement and for exemptions under clauses other than those specifically listed in said section 59 of said chapter 59. Except in the case of a bill or notice for reassessed taxes under section 77 of said chapter 59, each bill shall also have printed on it the last date on which payment can be made without interest being due. If a bill or notice contains an erroneous payment or abatement application date that is later than the date established under said chapter 59, the date printed on the bill or notice shall be the deadline for payment or for applying for abatement or exemption, but if the error in the date is the wrong

year, the due date shall be the day and month as printed on the bill but for the current year. The commissioner may require, with respect to a city or town, that the tax bill or notice include such information as the commissioner may determine to be necessary to notify taxpayers of changes in the assessed valuation of the property. Each bill or notice for real or personal property tax shall have printed thereon in a conspicuous place the tax rate for each class within the town, as determined by the assessors. In addition, each bill or notice for a tax upon real property shall identify each parcel separately assessed by street and number or, if no street number has been assigned, by lot number, name of property or otherwise, shall describe the land, buildings and other things erected on or affixed to the property and shall state for each such parcel the assessed full and fair cash valuation, the classification, the residential or commercial exemption, if applicable, the total taxable valuation and the tax due and payable on such property. If the assessors have granted the owner an exemption under any clause specifically listed in said section 59 of said chapter 59, the bill or notice of such owner may also show the exemption and the tax, as exempted, that is due and payable on such property.

(b) The collector may issue the bill or notice required by section 3 in electronic form, provided that the electronic bill or notice meets the standards set forth in subsection (a). An electronic bill or notice issued shall be under voluntary programs established by

the collector, with the approval of the board of selectmen or mayor, as the case may be. No political subdivision shall require a taxpayer to take part in an electronic billing system or program.

(c) The collector may include in the envelope or electronic message in which a property tax bill is sent those bills or notices for rates, fees and charges assessed by the city or town for water or sewer use, solid waste disposal or collection or electric, gas or other utility services as may be authorized by ordinance or by-law; provided, however, that the bills or notices shall be separate and distinct from the property tax bills. The ordinance or by-law may authorize the collector, upon vote of any municipal water and sewer commission established by the city or town under chapter 40N or by special act, to include bills or notices for rates, fees or charges assessed by the commission for water or sewer use.

(d) The collector may, with the approval of the board of selectmen or mayor, as the case may be, include in the envelope or electronic message in which a property tax bill is sent nonpolitical municipal informational material; provided, however, that if such nonpolitical municipal informational material is mailed, it shall not be included if the material causes an increase in the postage required to mail the tax bill.

[Subsection (e) effective until November 7, 2016. For text effective November 7, 2016, see below.]

(e) The collector may issue an electronic bill or notice for any other tax, excise, betterment or assessment committed by the assessors under a voluntary electronic billing program established for such tax, excise, betterment or assessment in the manner set forth in subsection (a). The electronic bill or notice issued under the program shall meet the standards required by law for such tax, excise, betterment or assessment bills or notices.

[Subsection (e) as amended by 2016, 218, Sec. 157 effective November 7, 2016. For text effective until November 7, 2016, see above.]

(e) The collector may issue an electronic bill or notice for any other tax, excise, betterment or assessment committed by the assessors under a voluntary electronic billing program established for such tax, excise, betterment or assessment in the manner set forth in subsection (b). The electronic bill or notice issued under the program shall meet the standards required by law for such tax, excise, betterment or assessment bills or notices.

February 6, 2018

Andrew Sheehan, Town Administrator
Town of Middleton
48 South Main Street
Middleton, MA 01949

**RE: Town of Middleton Public Facilities Assessment
Proposal for Architectural Overview Study Services**

Dear Mr. Sheehan:

Gienapp Design is pleased to submit our proposal to provide Architectural services to perform an Overview Study of the Memorial Hall site for potential development of a Town Complex. This is based upon the Administration's and Board of Selectman's review of the Middleton Facilities Study prepared by Gienapp Design. This Scope and Fee is a request for a contract amendment to perform the additional work outlined below.

Basis and Intent

We understand the Town is seeking to further analyze the use of the existing Memorial Hall site for a Town Complex that would include, ideally, a new Fire Station, Police Station and a Town Hall. The Town is interested in understanding the attributes of such a plan including:

1. Can one or more of these buildings be accomplished with the existing Town Hall remaining on the site?
2. What can be accomplished on the existing town-owned land (existing Town Hall site and adjacent recreation space).
3. What additional goals can be accomplished if adjacent land is acquired? Which additional land would be advantageous?
4. Would the complex be consists of one or two-story buildings?
5. It is intended for this overview study to determine whether the town-owned land is suitable for a Fire Department building only, a combined Public Safety Complex (Fire Department / Police Department) or a Public Safety Complex and a new Town Hall. And, if the town-owned land is not sufficient, how much, and which, adjacent land would be desirable to provide for all three facilities.
6. One key consideration is whether a Fire Station or a combined Public Safety Complex could be constructed and operated on the site while the existing Memorial Hall remains. It is conceivable the study may find a Fire Station (only) could be constructed and operated while Memorial Hall remains in its existing configuration. At a future date, Memorial Hall could be removed and the Fire Station could be expanded to incorporate the Police Station and become a Public Safety Complex. (see* below).

We understand the town would like to consider obtaining, at the Spring 2018 Town Meeting, approval to proceed with Designer Selection for an initial phase of development. This overview study is to help guide the town in defining the scope of Designer Services. Specifically, is the designer services for a Fire Station, a Public Safety Complex, and/or a Town Hall. If the Town Hall cannot remain while operating a Fire Station on the site, it may be premature to seek designer services for the Fire Station or Public Safety complex, as the Town Hall must be relocated first.



This Overview Study will not include technical site information or engineering of the existing site or the proposed development. Instead, this overview study will be limited to a 'site fit' analysis for the preliminary space needs programs developed as part of the facilities assessment.

**Note: The existing Memorial Hall severely limits the access widths in and out of the site on each side of the building. Whether or not the Fire and/or Police program fits on the remainder of the site, it may be that the access adjacent/past the existing Town Hall building cannot meet safety standards for the public safety facilities. It is possible the Town may need to seek a separate review of the entrance and exist drive to determine if this is a critical factor.*

Scope of Services

We will accomplish the project goals by performing services that may be summarized as follows:

1. Programming

- 1.1. Revise the previous programming to reflect changes required in a combined Town Complex specific to this site.
- 1.2. Consult with the Town to review any revisions and confirm assumptions.

2. Site Evaluation

- 2.1. Beginning with the Fire Station, followed by the Police Station, determine if the available town-owned land is sufficient for one or more of the building programs.
- 2.2. Develop site plan studies illustrating fit of the program(s) on the Memorial Hall site and determine if additional parcels are required for one, two or three Town buildings.
- 2.3. Work with the Town to identify any viable options given how much program can be accomplished with various site sizes (town-owned only or with incremental acquisitions).

3. Preferred Option

- 3.1. Consult with the town to evaluate the options to select and illustrate a Preferred Option. It is not intended for this to be a schematic design for the project. Instead, it is intended only to illustrate the amount of program(s) that can be accommodated on a determined size of site.
 - 3.1.1. This will be provided through a combination of site diagrams and 3D massing model of the site and buildings. This is intended to explain the Preferred Option to the Town and potential future designer service applicants.
 - 3.1.2. This proof of concept is to assist the town in defining the scope of services (building and site program and site size) for future designer services. The layout and schematic design of the site and building will be the responsibility of that selected designer and will not necessarily follow the diagrams developed in this Overview Study.

4. Report

- 4.1. Assemble a letter-type Report with the findings. A draft Report will be provided for Town comment prior to finalizing.

This proposal does not include any additional consultants which can be provided as additional services/reimbursable expenses if required by the Town.



Fee and Payment:

We propose to provide the above services for a lump sum fee allocated as follows:

Task	Fee	Subtotal
1. Programming	\$ 1,000	
2. Site Evaluation	\$ 3,500	
3. Planning Options	\$ 3,900	
4. Report	\$ 1,500	
Sub Total		\$ 9,900

Invoices will be based on milestones and monthly progress. Services will be provided in accordance with the Master Services agreement. Returning one signed copy of this proposal, or authorization as you prefer, will serve as your Notice to Proceed.

Conclusion

We are pleased to offer our services for this interesting project. Please do not hesitate to contact me with any questions or if you would like to proceed.

Sincerely,

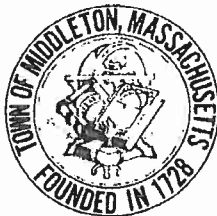


Dale Gienapp, AIA, LEED AP BD+C
Gienapp Design Associates, LLC

for Town of Middleton



Don Carter
Treasurer/Collector
Tel. 978-774-1867
Tel. 978-774-8327



48 South Main Street
Middleton, MA 01949
Fax 978-774-3682
treasurer@townofmiddleton.org

TOWN OF MIDDLETON
OFFICE OF THE
TREASURER/COLLECTOR

January 24, 2018

Andy Sheehan
Town of Middleton
48 South Main Street
Middleton, MA 01949

Andy,

I write this letter to formally announce my intention to retire effective on or about June 30, 2018.

I would like to thank you and the Board of Selectmen for the opportunity to serve the Town of Middleton as Treasurer Collector for the past 7 years.

I look forward to my retirement but know that I will miss the work and especially my many colleagues who have made this ~~one of the most enjoyable~~ work environments I have ever experienced.

Respectfully,

Don Carter
Treasurer Collector
Town of Middleton



OFFICE OF THE BOARD OF SELECTMEN

TOWN OF MIDDLETON MASSACHUSETTS

APPLICATION FOR A LICENSE TO OWN A TAXICAB COMPANY/REGISTER CABS

The undersigned respectfully requests to be licensed to own a taxicab(s) within the limits of the Town of Middleton.

INDIVIDUAL NAME: Faboula Nabe

BUSINESS NAME: New England Professional Transportation, LLC

BUSINESS ADDRESS: 169 Liberty St. Middleton, MA 01949

TELEPHONE #: (978)406-1327

HOW MANY TAXIS DO YOU OWN: 1

PLEASE PROVIDE THE INFORMATION REQUESTED BELOW ON EACH TAXI.

TAXI #1	YEAR 2004	MAKE Toyota	MODEL Sequoia	REG # 829RB6
TAXI #2	YEAR	MAKE	MODEL	REG #
TAXI #3	YEAR	MAKE	MODEL	REG #
TAXI #4	YEAR	MAKE	MODEL	REG #
TAXI #5	YEAR	MAKE	MODEL	REG #
TAXI #6	YEAR	MAKE	MODEL	REG #
TAXI #7	YEAR	MAKE	MODEL	REG #
TAXI #8	YEAR	MAKE	MODEL	REG #
TAXI #9	YEAR	MAKE	MODEL	REG #
TAXI #10	YEAR	MAKE	MODEL	REG #

Please provide a copy of the insurance policy for each taxi.

Recommendation of the Chief of Police: _____

The fee for this license is: \$150, which includes 1 cab

Plus \$25 per additional taxi: 0 X \$25 = \$ 0 + \$150 = \$ 150 (Total)
(# of taxis)

License will expire 12/31/2016



**OFFICE OF THE
BOARD OF SELECTMEN**

**TOWN OF MIDDLETON
MASSACHUSETTS**

**APPLICATION FOR A LICENSE TO
DRIVE A TAXICAB**

The undersigned respectfully requests to be licensed to operate a taxicab within the limits of the Town of Middleton.

NAME: Faboula Nabe

ADDRESS: 169 Liberty St. Middleton, MA 01949

TELEPHONE #: (978)406-1327

HOW LONG HAVE YOU RESIDED AT THE ABOVE ADDRESS: Since 2011 - 7 Years

DATE OF BIRTH: 12/11/1975 **PLACE OF BIRTH:** Cameroon

EYE COLOR: Brown **HAIR COLOR:** Black

HEIGHT: 5'5" **DRIVER'S LICENSE #:** S82952400

DO YOU HAVE A POLICE RECORD? (Yes) X (No)

If the answer is yes, please provide circumstances below:

The fee for this license is \$100.00.

This application must also include a CORI Request Form and a copy of your MA Drivers' License

License will expire 12/31/2016

Ryan Ferrara

From: James Digianvittorio (MPD)
Sent: Thursday, February 08, 2018 10:01 AM
To: Ryan Ferrara; Michelle Creasi
Cc: James Digianvittorio (MPD)
Subject: Cori Check
Attachments: Nabe-Cori Check

Based on a Cori examination there is nothing on Ms. Nabe's record that would preclude her from obtaining a permit with the Town.

Chief James Digianvittorio



Town of Middleton

Town Clerk

Memorial Hall

Middleton, Massachusetts 01949

978-774-6927

Business Certificate

In conformity with the provisions of Chapter 110, Section 5 of the Massachusetts General Laws as amended, the undersigned hereby declare(s) that a business is conducted under the title of

New England Professional Transportation LLC at

Address 169 Liberty St. Middleton, MA 01949

By the following named person(s) (include corporate name and title, if corporate officer)

Full Name	Residence/Phone/ E-Mail
	169 Liberty St. Middleton, MA 01949
Faboula Nabe Owner/Organizer	(978) 406-1327
	faboula_nabe@yahoo.com

Nature of Business Livery Business

The signatories below acknowledge this certificate is not proof of conformity to Zoning Bylaws or Board of Health regulations. It is the responsibility of the applicant to contact the Building Commissioner and the Health Agent in order to comply with Town Bylaws, rules and regulations.

Signatures: [Signature]

On February 7, 2011 the above named person(s) personally appeared before me and made oath that the foregoing statement is true.

Seal

[Signature]
Erika Baber

Signature of the Town Clerk or Assistant Town Clerk

Identification presented: Driver's License# SS295400

Other

In accordance with the provisions of Chapter 337 of the Acts of 1985 and Chapter 110, Section 5 of MGL, business certificates shall be in effect for four (4) years from the date of issue and shall be renewed each four years thereafter. A statement under oath must be filed with the Town Clerk upon discontinuing, retiring or withdrawing from such business or partnership. Copies of such certificates shall be available at the address at which such business is conducted and shall be furnished on request during regular business hours to any person who has purchased goods or services from such business. Violations are subject to a fine of not more than three hundred (\$300.00) for each month during which such violation continues.

Certificate expires February 7, 2011