



OFFICE OF INSPECTOR GENERAL

U.S. Department of Energy

AUDIT REPORT

DOE-OIG-18-02

OCTOBER 2017

**SOUTHWESTERN FEDERAL POWER
SYSTEM'S FISCAL YEAR 2016
FINANCIAL STATEMENT AUDIT**



Department of Energy
Washington, DC 20585

October 13, 2017

MEMORANDUM FOR THE ADMINISTRATOR, SOUTHWESTERN POWER
ADMINISTRATION

A handwritten signature in black ink that reads "Sarah B. Nelson".

FROM: Sarah B. Nelson
Assistant Inspector General
for Audits and Administration
Office of Inspector General

SUBJECT: INFORMATION: Audit Report on "Southwestern Federal Power
System's Fiscal Year 2016 Financial Statement Audit"

The attached report presents the results of the independent certified public accountants' audit of the Southwestern Federal Power System's combined balance sheets, as of September 30, 2016 and 2015, and the related combined statements of changes in capitalization, revenues and expenses, and cash flows for the years then ended.

To fulfill the Office of Inspector General's audit responsibilities, we contracted with the independent public accounting firm of KPMG LLP to conduct the audit, subject to our review. KPMG LLP is responsible for expressing an opinion on Southwestern Federal Power System's financial statements and reporting on applicable internal controls and compliance with laws and regulations. The Office of Inspector General monitored audit progress and reviewed the audit report and related documentation. This review disclosed no instances where KPMG LLP did not comply, in all material respects, with generally accepted Government auditing standards. The Office of Inspector General did not express an independent opinion on Southwestern Federal Power System's financial statements.

KPMG LLP concluded that the combined financial statements present fairly, in all material respects, the respective financial position of Southwestern Federal Power System as of September 30, 2016 and 2015, and the results of its operations and its cash flow for the years then ended, in conformity with United States generally accepted accounting principles.

As part of this review, the auditors also considered Southwestern Federal Power System's internal control over financial reporting and tested for compliance with certain provisions of laws, regulations, contracts, and grant agreements that could have a direct and material effect on the determination of financial statement amounts. The audit identified the following significant deficiency in internal control over financial reporting:

- An internal control deficiency over accrued expenses was identified where goods and services were not properly accrued.

Southwestern Power Administration management agreed with the finding and recommendation and indicated that corrective actions would be taken.

The audit disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*. We appreciated the cooperation of Department elements during the review.

Attachment

cc: Acting Chief Financial Officer, CF-1
Director, Office of Finance and Accounting, CF-10
Deputy Director, Office of Finance and Accounting, CF-10
Assistant Director, Office of Financial Policy and Internal Controls, CF-12
Division Director, Office of Financial Policy and Internal Controls, CF-12
Chief Financial Officer, Southwestern Power Administration
Audit Resolution Specialist, Office of Financial Policy and Internal Controls, CF-12
Audit Liaison, Southwestern Power Administration

Report Number: DOE-OIG-18-02



SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Financial Statements

September 30, 2016 and 2015

(With Independent Auditors' Report Thereon)

SOUTHWESTERN FEDERAL POWER SYSTEM

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KPMG LLP
Suite 310
100 West Fifth Street
Tulsa, OK 74103

Attachment

Independent Auditors' Report

Administrator, Southwestern Power Administration and the
Acting Inspector General, U.S. Department of Energy:

Report on the Financial Statements

We have audited the accompanying combined financial statements of the Southwestern Federal Power System (SWFPS), which comprise the combined balance sheets as of September 30, 2016 and 2015, and the related combined statements of changes in capitalization, revenues and expenses, and cash flows for the years then ended, and the related notes to the combined financial statements. As described in note 1(a), the combined financial statements include the hydroelectric generating and power operations of the U.S. Army Corps of Engineers, a component of the U.S. Department of Defense and the transmission and disposition of the related power by the Southwestern Power Administration (Southwestern), a component of the U.S. Department of Energy.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined 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 combined 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 combined financial statements.

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



Opinion

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the respective financial position of the Southwestern Federal Power System as of September 30, 2016 and 2015, and the results of its operations and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

Other Matters

Supplementary and Other Information

Our audits were conducted for the purpose of forming an opinion on the SWFPS basic combined financial statements taken as a whole. The supplementary information in schedules 1 through 4 is presented for purposes of additional analysis and is not a required part of the basic combined financial statements.

The supplementary information in schedules 1 through 4 is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic combined financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic combined financial statements or to the basic combined financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information in schedules 1 through 4 is fairly stated, in all material respects, in relation to the basic combined financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated October 5, 2017 on our consideration of SWFPS's internal control over financial reporting and our report dated October 5, 2017 on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of those reports is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. Those reports are an integral part of an audit performed in accordance with *Government Auditing Standards* in considering SWFPS's internal control over financial reporting and compliance.

KPMG LLP

Tulsa, Oklahoma
October 5, 2017



KPMG LLP
Suite 310
100 West Fifth Street
Tulsa, OK 74103

Attachment

Independent Auditors' Report on Internal Control over Financial Reporting Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

Administrator, Southwestern Power Administration and the
Acting Inspector General, U.S. Department of Energy:

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the combined financial statements of the Southwestern Federal Power System (SWFPS), which comprise the combined balance sheets as of September 30, 2016 and 2015, and the related combined statements of changes in capitalization, revenues and expenses, and cash flows for the years then ended, and the related notes to the combined financial statements, and have issued our report thereon dated October 5, 2017. The combined financial statements include the hydroelectric generating and power operations of the U.S. Army Corps of Engineers (Corps), a component of the U.S. Department of Defense and the transmission and disposition of the related power by the Southwestern Power Administration (Southwestern), a component of the U.S. Department of Energy.

Internal Control over Financial Reporting

In planning and performing our audit of the combined financial statements as of and for the year ended September 30, 2016, we considered SWFPS's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the combined financial statements, but not for the purpose of expressing an opinion on the effectiveness of SWFPS's internal control. Accordingly, we do not express an opinion on the effectiveness of SWFPS's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the combined 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 and therefore, material weaknesses or significant deficiencies may exist that were not identified. 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. We did identify certain deficiencies in internal control, described below, that we consider to be a significant deficiency. Exhibit I presents the status of prior year significant deficiencies.



Significant Deficiency in Internal Control over Accrued Expenses (Finding and Recommendation Reference Number: 16-SWPA-01)

During our testwork over the combined financial statements, we identified instances where SWFPS did not properly accrue for goods and services received prior to September 30, 2016. Specifically, we identified the following conditions:

- Of a sample of 23 subsequent cash disbursements and invoices received and processed after September 30, 2016, we identified 7 invoices at 3 Corps districts (Ft. Worth, Little Rock and Tulsa) which were under accrued by a total of \$1,786,341.

Based on our total sample of 23 items, accounts payable and programs costs are understated by a factual amount of \$1,786,341 as of September 30, 2016. The effect of the projected misstatement for the full population resulted in accounts payable and programs costs being understated by \$3,051,091 (which includes the factual misstatement of \$1,786,341). Insufficient controls over ensuring accruals are complete may result in a misstatement that, when aggregated, is more than inconsequential to the combined financial statements.

Recommendations

We recommend that Southwestern coordinate with the Corps to enhance existing procedures and related controls to ensure all material procurement of goods and services received prior to period-end are timely and accurately accrued.

Management's Response

Southwestern and Corps management concur with the finding. Corps has a mitigating control which it uses to ensure the accuracy of Accounts Payable/Undelivered Orders that it books as an on top adjustment to its Civil Works Financial Statements. This mitigating control catches findings that were found during testing. Although the Corps agrees this adjustment is not recorded against the SWFPS numbers as the adjustment does not go down to that level, the Corps' financials are materially correct.

Management's Response to Findings

Management's responses to the significant deficiency identified in our audit is described above. Management's response was not subjected to the auditing procedures applied in the audit of the combined financial statements and, accordingly, we express no opinion on the response.

Purpose of this Report

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

KPMG LLP

Tulsa, Oklahoma
October 5, 2017

SOUTHWESTERN FEDERAL POWER SYSTEM

Status of Prior Year Findings

September 30, 2016

Description	Status
Significant Deficiency in Internal Control over Accrued Expenses	This condition has not been corrected. Refer to documentation of the significant deficiency above.



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Independent Auditors' Report on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With Government Auditing Standards

Administrator, Southwestern Power Administration and the
Acting Inspector General, U.S. Department of Energy:

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 combined financial statements of the Southwestern Federal Power System (SWFPS), which comprise the combined balance sheets as of September 30, 2016 and 2015, and the related combined statements of changes in capitalization, revenues and expenses, and cash flows for the years then ended, and the related notes to the combined financial statements, and have issued our report thereon dated October 5, 2017. The combined financial statements include the hydroelectric generating and power operations of the U.S. Army Corps of Engineers, a component of the U.S. Department of Defense and the transmission and disposition of the related power by the Southwestern Power Administration (Southwestern), a component of the U.S. Department of Energy.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether SWFPS's combined financial statements are free from 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 combined 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 of compliance disclosed no instances of noncompliance or other matters that are required to be reported herein under *Government Auditing Standards*.

Purpose of this Report

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

KPMG LLP

Tulsa, Oklahoma
October 5, 2017

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Balance Sheets

September 30, 2016 and 2015

Assets	2016	2015
Plant in service	\$ 1,715,232,460	1,638,674,885
Accumulated depreciation	(781,247,993)	(749,555,586)
Construction work in progress	184,962,133	199,812,302
Net utility plant	1,118,946,600	1,088,931,601
Cash	313,829,978	301,456,510
Funds held in escrow	60,137,742	65,731,536
Accounts receivable	24,229,916	15,708,266
Materials and supplies, at average cost	3,055,861	3,047,794
Banking exchange receivables	4,174,032	4,365,661
Deferred workers' compensation (note 3)	8,174,650	11,103,753
Other assets	61,622,168	52,896,325
Total assets	\$ 1,594,170,947	1,543,241,446
Liabilities and Capitalization		
Liabilities:		
Accounts payable and accrued liabilities	\$ 20,936,688	27,728,857
Advances for construction	53,313,481	42,040,277
Accrued workers' compensation	8,902,381	11,888,362
Purchased power and banking exchange deferral (note 3)	64,820,424	51,684,949
Hydropower water storage reallocation deferral (note 3)	60,998,989	61,106,873
Total liabilities	208,971,963	194,449,318
Capitalization:		
Payable to U.S. Treasury	907,139,399	941,713,858
Accumulated net revenues	478,059,585	407,078,270
Total capitalization	1,385,198,984	1,348,792,128
Commitments and contingencies (notes 5 and 6)		
Total liabilities and capitalization	\$ 1,594,170,947	1,543,241,446

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Statements of Changes in Capitalization

Years ended September 30, 2016 and 2015

	<u>Payable to U.S. Treasury</u>	<u>Accumulated net revenues</u>	<u>Total capitalization</u>
Total capitalization as of September 30, 2014	\$ 947,794,824	368,266,132	1,316,060,956
Additions:			
Congressional appropriations	73,257,461	—	73,257,461
Interest on payable to U.S. Treasury and other	14,792,565	—	14,792,565
Transfers of property and services, net	5,047,857	—	5,047,857
Total additions to capitalization	<u>93,097,883</u>	<u>—</u>	<u>93,097,883</u>
Deductions:			
Payments to U.S. Treasury	(99,178,849)	—	(99,178,849)
Net revenues for the year ended September 30, 2015	<u>—</u>	<u>38,812,138</u>	<u>38,812,138</u>
Total capitalization as of September 30, 2015	<u>\$ 941,713,858</u>	<u>407,078,270</u>	<u>1,348,792,128</u>
Additions:			
Congressional appropriations	\$ 68,247,771	—	68,247,771
Interest on payable to U.S. Treasury and other	16,659,762	—	16,659,762
Total additions to capitalization	<u>84,907,533</u>	<u>—</u>	<u>84,907,533</u>
Deductions:			
Payments to U.S. Treasury	(118,688,203)	—	(118,688,203)
Transfers of property and services, net	(793,789)	—	(793,789)
Total deductions to capitalization	<u>(119,481,992)</u>	<u>—</u>	<u>(119,481,992)</u>
Net revenues for the year ended September 30, 2016	<u>—</u>	<u>70,981,315</u>	<u>70,981,315</u>
Total capitalization as of September 30, 2016	<u>\$ 907,139,399</u>	<u>478,059,585</u>	<u>1,385,198,984</u>

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Statements of Revenues and Expenses

Years ended September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Operating revenues:		
Sales of electric power	\$ 193,481,763	181,947,103
Transmission and other operating revenues	<u>25,737,011</u>	<u>20,799,227</u>
Total operating revenues before deferrals	219,218,774	202,746,330
Net purchased power and banking exchange deferral	<u>(11,674,752)</u>	<u>(8,002,790)</u>
Total operating revenues	207,544,022	194,743,540
Non-reimbursable revenues	<u>981,288</u>	<u>582,083</u>
Total revenues	<u>208,525,310</u>	<u>195,325,623</u>
Operating expenses:		
Operation and maintenance	74,846,855	87,815,400
Purchased power and banking exchange	6,289,100	10,029,995
Depreciation and amortization	32,340,376	32,654,356
Transmission service charges by others	1,295,679	3,083,545
Retirement and other employee benefit expense	7,742,140	6,415,703
Non-reimbursable expenses	<u>3,631,499</u>	<u>4,907,834</u>
Total operating expenses	<u>126,145,649</u>	<u>144,906,833</u>
Net operating revenues	<u>82,379,661</u>	<u>50,418,790</u>
Interest expense:		
Interest on payable to U.S. Treasury and other	19,636,885	18,225,194
Allowance for funds used during construction	<u>(8,238,539)</u>	<u>(6,618,542)</u>
Net interest expense	<u>11,398,346</u>	<u>11,606,652</u>
Net revenues	<u>\$ 70,981,315</u>	<u>38,812,138</u>

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Statements of Cash Flows

Years ended September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Cash flows from operating activities:		
Net revenues	\$ 70,981,315	38,812,138
Adjustments to reconcile net revenues to net cash provided by operating activities:		
Depreciation and amortization	32,340,376	32,654,356
Benefit expense paid by other Federal agencies	3,435,987	2,936,611
Interest on payable to U.S. Treasury and other	19,636,885	18,225,194
Allowance for funds used during construction	(8,238,539)	(6,618,542)
(Increase) decrease in assets:		
Accounts receivable	(8,521,650)	(1,685,748)
Materials and supplies	(8,067)	145,471
Banking exchange receivables	191,629	(249,824)
Deferred workers' compensation	2,929,103	1,507,444
Other assets	(8,725,843)	9,017,763
Increase (decrease) in liabilities:		
Accounts payable and accrued liabilities	(6,792,169)	2,434,447
Accrued workers' compensation	(2,985,981)	(1,623,496)
Purchased power and banking exchange deferral	11,740,229	7,983,594
Advances for construction	11,273,204	(3,334,959)
Net cash provided by operating activities	<u>117,256,479</u>	<u>100,204,449</u>
Cash flows used in investing activities:		
Additions to utility plant	<u>(54,116,836)</u>	<u>(66,890,443)</u>
Cash flows from financing activities:		
Congressional appropriations	68,247,771	73,257,461
Payments to U.S. Treasury	(118,688,203)	(99,178,849)
Transfers of property and services, net	(4,229,776)	2,111,246
Hydropower water storage reallocation deferral	(1,689,761)	(1,655,006)
Funds received in escrow	(27,047,206)	(31,747,124)
Funds disbursed from escrow	32,641,000	13,398,251
Net cash used by financing activities	<u>(50,766,175)</u>	<u>(43,814,021)</u>
Net increase (decrease) in cash	12,373,468	(10,500,015)
Cash, beginning of year	<u>301,456,510</u>	<u>311,956,525</u>
Cash, end of year	<u>\$ 313,829,978</u>	<u>301,456,510</u>
Supplemental cash flow information:		
Interest deferred on regulatory liabilities (note 1(g))	\$ 2,977,123	3,432,629

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(1) Summary of Significant Accounting Policies**(a) General Information and Basis of Preparation of Combined Financial Statements**

The Southwestern Federal Power System (SWFPS) financial statements combine all of the activities associated with the generation, transmission, and disposition of all Federal power marketed under Section 5 of the Flood Control Act of 1944 (the Flood Control Act) by the Southwestern Power Administration (Southwestern), an agency of the U.S. Department of Energy (DOE). The accompanying combined financial statements include the accounts of Southwestern and the related hydroelectric generating facilities and power operations of the U.S. Army Corps of Engineers (Corps), a component of the U.S. Department of Defense (DOD). Southwestern and the Corps are separately managed and financed, and each maintains their own accounting records. For purposes of financial and operational reporting, the facilities and related operations of Southwestern and the Corps (power purpose) are combined as SWFPS.

The Corps has constructed and operates hydroelectric generating facilities in the states of Arkansas, Missouri, Oklahoma, and Texas. Operating expenses and net assets of multipurpose Corps projects are allocated to power and non-power purposes (primarily recreation and flood control). Only the portion of such project costs and net assets allocated to power are included in the combined financial statements. Southwestern, as designated by the Secretary of Energy, transmits and markets power generated from these hydroelectric generating facilities.

SWFPS is subject to the accounting regulations of the Federal Energy Regulatory Commission (FERC). Accounts are maintained in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) as established by the Financial Accounting Standards Board (FASB), the uniform system of accounts prescribed for electric utilities by the FERC, the accounting practices and standards established by the DOE and DOD, and the requirements of specific legislation and executive directives issued by government agencies. All material intra-entity balances and transactions have been eliminated. SWFPS's combined financial statements follow the accounting and reporting guidance contained in FASB Accounting Standards Codification (ASC) Topic 980, Regulated Operations. Allocation of costs and revenues to accounting periods for rate-making and regulatory purposes may differ from bases generally applied by non-regulated companies. Such allocations to meet regulatory accounting requirements are considered to be U.S. GAAP for regulated utilities, provided that there is a demonstrable ability to recover any deferred costs in future rates and such costs or revenues are accounted for as regulatory assets or liabilities.

(b) Confirmation and Approval of New Rates

SWFPS is not a public utility within the jurisdiction of the FERC under the Federal Power Act. Under a Delegation Order issued by the Secretary of Energy, the Administrator of Southwestern has the authority to develop power and transmission rates for the SWFPS. Such rates are approved on an interim basis by the Deputy Secretary of Energy. The FERC has the exclusive authority to confirm, approve, and place into effect on a final basis, to remand or to disapprove, rates developed by the Administrator.

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

The FERC's review is limited to (1) whether the rates are the lowest possible consistent with sound business principles, (2) whether the revenue levels generated are sufficient to recover the costs of producing and transmitting electric energy, including repayment within the period permitted by law, and (3) the assumptions and projections used in developing the rates component. The FERC shall reject decisions of the Administrator only if it finds them to be arbitrary, capricious, or in violation of the law.

The rates in effect as of September 30, 2016 are summarized as follows:

The Integrated System rate schedules were placed into effect October 1, 2013 and were confirmed and approved by the FERC on January 9, 2014. These rate schedules incorporated a 4.7% revenue increase and remain in effect through September 30, 2017, or until superseded by new rate schedules.

The Sam Rayburn Dam project rate was placed into effect October 1, 2013 and was confirmed and approved by the FERC on February 6, 2014. This rate increase incorporated a 7.1% revenue increase for the period October 1, 2013 through September 30, 2017, or until superseded by a new rate schedule. A superseded project rate was placed into effect January 1, 2016 and was confirmed and approved by the FERC on June 30, 2016. This rate increase incorporated a 9.6% revenue increase for the period January 1, 2016 through September 30, 2019, or until superseded by a new rate schedule.

The Robert D. Willis project rate was placed into effect January 1, 2015 and was confirmed and approved by the FERC on June 3, 2015. The rate increase incorporated a 10.2% revenue increase for the period January 1, 2015 through September 30, 2018, or until superseded by a new rate schedule.

A superseded project rate was placed into effect January 1, 2016 and was confirmed and approved by the FERC on June 15, 2016. The rate increase incorporated an 8.6% revenue increase for the period January 1, 2016 through September 30, 2019, or until superseded by a new rate schedule.

(c) Utility Plant and Depreciation (Note 2)

Utility plant includes items such as dams, spillways, generators, turbines, substations and related components (generating facilities), and transmission lines and related components. Utility plant is stated at original cost, net of contributions by external entities. Property transferred from other government agencies is transferred at net book value. Cost includes direct labor and material, payments to contractors, indirect charges for engineering, supervision and similar overhead items, and an allowance for funds used during construction. The costs of additions and betterments are capitalized. Repairs and minor replacements are charged to operation and maintenance expense. Generally, the net cost of utility plant retired, together with removal costs less salvage, is recorded to accumulated depreciation when the property is removed from service.

The policy of Southwestern and the Corps is to move capitalized costs into completed utility plant at the time a project or feature of a project is deemed to be substantially complete. A project is substantially complete when it is providing benefits and services for the intended purpose and is generating project purpose revenue, where applicable.

Depreciation on utility plant is computed on a straight-line basis over the estimated service lives of the various classes of property. Service lives currently range from 5 to 100 years for transmission plant and generating facility components.

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

Most completed utility plant is recovered through the rates regardless of whether an asset is abandoned, loses value, is disposed of significantly before the end of its estimated useful life or is destroyed. Consequently, the cash flow is not impaired regardless of the condition of the asset.

(d) Cash and Funds Held in Escrow

Cash represents the unexpended balance of funds authorized by Congress, customer advances, and spectrum relocation funds, held at the U.S. Department of the Treasury (U.S. Treasury). Cash received from the sale of power is generally deposited directly with the U.S. Treasury and is reflected as "Payments to U.S. Treasury" in the accompanying combined financial statements. Cash held for customer advances is restricted for the purposes agreed to between Southwestern and the customer.

Funds held in escrow represent the unexpended balance of funds held in a bank trust escrow account under alternative financing agreements (note 4 (b)) with certain customers and are restricted specifically to fund operation, maintenance, rehabilitation, and modernization activities at hydroelectric generating facilities of the Corps in SWFPS's marketing region. Under the agreements, funds deposited to the escrow account by customers are credited by Southwestern against accounts receivable for power, energy, and other services sold to the customer. The escrowed funds are transferred to the Corps, as needed, to meet contractual obligations as outlined in the agreements. Excess funds held in escrow, if any, will be used to fund additional operation, maintenance, rehabilitation, and modernization activities approved by customers at hydroelectric generating facilities of the Corps in SWFPS's marketing region.

(e) Congressional Appropriations

Southwestern and the Corps receive congressional appropriations through the DOE and the DOD, respectively, to finance their operations. A portion of Southwestern's appropriations are offset by the use of receipts collected from the sale of Federal hydroelectric power, resulting in a net zero appropriation. The Corps also receives appropriations to finance construction of its hydroelectric projects. In accordance with the Flood Control Act, Southwestern is responsible for repayment to the Federal government, with interest, of its appropriations, and the portion of congressional appropriations allocated to the Corps for construction and operations of the power projects.

Congressional appropriations received by the Corps are authorized and allocated to individual projects. It is the intent of the Corps' project management to distribute congressional appropriations in amounts approximating estimated current year expenses and to adjust the distribution as necessary within the limits of the transfer authority residing at the district level. Project costs that are not specific to a project purpose are distributed between power and non-power purposes based on project cost allocation.

(f) Operating Revenues

Operating revenues are recorded on the basis of service rendered. Rates are established under requirements of the Flood Control Act, related legislation and executive departmental directives, and are to provide sufficient revenues to meet all required repayment of system costs, including operation and maintenance expenses less depreciation, interest, and payment to the U.S. Treasury for the

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Payable to U.S. Treasury in utility plant. Rates are intended to provide for recovery of the Payable to U.S. Treasury in transmission and generating facilities not to exceed 50 years from the date placed in service, while operation and maintenance costs and interest on Payable to U.S. Treasury are intended to be recovered annually.

As set forth in "Utility Plant and Depreciation" above, assets are being depreciated for financial reporting purposes using the straight-line method over their estimated service lives, which currently range from 5 to 100 years for transmission and generating facility components. Accordingly, annual depreciation charges are not matched with the recovery of the related capital costs and will, in the case of generating facilities, continue beyond the period within which such costs will have been recovered through rates.

While energy and transmission rates are established to recover the costs of operating the power projects, rates are also required to be at the lowest possible level, consistent with sound business principles. Over the life of the power system, accumulated net revenues represent differences between the timing of the recognition of expenses and related revenues, resulting primarily from the difference between the recognition of depreciation and the related recovery of the U.S. Treasury's investment in utility plant. SWFPS is a Federal entity, thus at any given time, the accumulated net revenues, to the extent available, are committed to the repayment of the Payable to U.S. Treasury.

The practices followed by Southwestern and the Corps are in conformity with the accounting practices and standards established by DOE and DOD and the requirements of specific legislation and executive directives issued by government agencies. Based upon guidelines established in DOE Order RA 6120.2, revenues distributed to the Corps cover annual operating expenses, including interest, with the remainder applied to the unpaid generation investment.

In addition to providing electric power and energy, Southwestern provides scheduling, billing, and other ancillary services. Southwestern may provide multiple services to any one customer and accounts for these arrangements in accordance with the provisions of ASC Subtopic 605- 25, Revenue Recognition – Multiple-Element Arrangements. Services qualify as separate units of accounting with distinguishable rates, terms, and delivery schedules. Services are provided to meet customer load requirements and revenues are recognized when services are provided.

(g) Regulatory Assets and Liabilities (Note 3)

Regulatory assets and liabilities result from rate actions of Southwestern's Administrator and other regulatory agencies. These assets and liabilities arise from specific costs and revenues that would have been included in the determination of net revenue in one period, but are deferred until a different period for purposes of developing rates to charge for services, per the requirements of ASC Topic 980. SWFPS defers transactions as regulatory assets and liabilities so that costs will be recovered during the periods when the costs are scheduled to be paid. This ensures the matching of revenues and expenses. The assets and liabilities below are regulatory in nature:

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Notes to Combined Financial Statements

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Deferred Workers' Compensation

Workers' compensation consists of two elements: actuarial liability associated with workers' compensation cases incurred for which additional claims may still be made in the future (future claims) and a liability for expenses associated with actual claims incurred and paid by the Department of Labor (DOL), the program administrator, whom SWFPS must reimburse. DOL, DOE, and DOD determined Southwestern and the Corps' actuarial liability associated with workers' compensation cases. The actuarial liability for future claims was determined using historical benefit payment patterns and the U.S. Treasury discount rates.

The recovery of these future claims will be deferred for purposes of the rate-making process until such time as the future claims are actually submitted and paid by the DOL. Therefore, the recognition of the expenses associated with this actuarially determined liability has been recorded as deferred workers' compensation in the combined balance sheets in accordance with ASC Topic 980 to reflect the effects of the rate-making process. SWFPS does not earn a rate of return on the deferred workers' compensation regulatory asset.

Denison Hydropower Water Storage Reallocation

Section 838 of P.L. 99-662 (Section 838) authorized the Corps to reallocate hydropower storage to water supply storage at Lake Texoma, in increments as needed, up to 150,000 acre-feet for users in the State of Texas and up to 150,000 acre-feet for users in the State of Oklahoma. Section 838 directed that the Corps would provide credits to Southwestern equal to the replacement cost of the hydropower lost as a result of the reallocations, and Southwestern would reimburse the preference customers (Denison allottees) for an amount equal to the customers' replacement cost of the hydropower lost as a result of the reallocations.

In fiscal year 2010, the Corps executed water supply contracts for the 150,000 acre-feet of storage authorized for customers in the State of Texas by Section 838. According to a June 2010 agreement between Southwestern and the Corps, the Corps agreed to deposit all cost of storage payments for storage reallocated under Section 838 into the U.S. Treasury and to provide credits in the same amount to the hydropower income account. The total amount received of \$58,786,011 was deferred by Southwestern for the provision of the reimbursement to the Denison allottees and Southwestern for future hydropower storage revenues foregone. The reallocation deferral accrued interest at 2.63% and 3.38% of the outstanding balance for the years ended September 30, 2016 and 2015, respectively, based on law, administrative order, or administrative policy. Interest expense deferred on the outstanding balance totaled \$1,581,877 and \$2,022,042 for the years ended September 30, 2016 and 2015, respectively.

A September 2010 agreement between Southwestern and the Denison allottees provided the initial hydropower replacement cost as determined by Southwestern and the methodology for providing the reimbursement to the Denison allottees as authorized under Section 838. Beginning with the invoice for the October 2010 service month, reimbursement pursuant to Section 838 began as a credit on the Denison allottees' monthly invoices.

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Purchased Power and Banking Exchange Deferral

SWFPS utilizes a separate rate component (purchased power adder) to recover the estimated cost of purchased power based upon the average purchased power costs expected to occur in the future. If the actual expenses of purchased power exceed the revenue generated from this adder, the cost is deferred for future recovery through the rates. Likewise, if the expense is less than the adder, the excess revenue is deferred. From time to time, SWFPS may utilize a separate rate component (adder adjustment) to manage additional purchased power expenses or excess revenues, respectively. The net purchased power deferral accrued interest at 2.63% and 3.38% of the outstanding balance for the years ended September 30, 2016 and 2015, respectively, based on law, administrative order, or administrative policy. Interest expense deferred on the outstanding balance totaled \$1,395,246 and \$1,410,587 for the years ended September 30, 2016 and 2015, respectively.

SWFPS has arrangements with certain customers in which excess power available on the power system is banked with the customer until needed by the power system and the customer has power available. The power system records a receivable for the power banked at the cost specified in the marketing arrangement, under the provisions of ASC Topic 845, *Nonmonetary Transactions*. The net revenue or expense associated with banking activity is deferred until the power is returned or delivered.

(h) *Accounts Receivable*

SWFPS's accounts receivable consist generally of receivables for power and energy sold to its customers who are primarily public bodies and cooperatives. SWFPS provides for uncollectible accounts if collection is in doubt. No allowance for uncollectible accounts was considered necessary for any year presented herein.

Billing methods used by Southwestern include net billing and bill crediting. Net billing is an agreement between Southwestern and a customer, whereby the customer's power invoice is credited and the funds received from the sale of power are used to fund transmission and generation activities. Net billing is discussed more fully in note 4(b). Bill crediting involves a billing arrangement among Southwestern, a customer, and a third party, whereby the customer's power invoice is credited and the customer pays a third party for goods or services received by Southwestern. Under Southwestern billing methods, purchase and sale transactions are reported "gross" in the combined financial statements.

(i) *Concentration of Credit Risk*

Financial instruments, which potentially subject SWFPS to credit risk, include accounts receivable for customer purchases of power, transmission, or other products and services. These receivables are primarily with a group of diverse customers that are generally stable and established organizations and do not represent a significant credit risk. Although SWFPS is affected by the business environment of the utility industry, management does not believe a significant risk of loss from a concentration of credit exists.

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(j) Interest on Payable to U.S. Treasury

Interest on Payable to U.S. Treasury is a cost mandated by the Secretary of Energy and by the FERC. SWFPS computes interest in accordance with DOE Order RA 6120.2, which provides that interest be computed on the remaining investment after revenues have been applied to recovery of costs during the year, any prior year unpaid costs, and also to unpaid Federal investment at the applicable interest rate.

(k) Allowance for Funds Used During Construction

The FERC Uniform System of Accounts defines Allowance for Funds Used During Construction as the net costs for the period of borrowed funds used for construction purposes and a reasonable rate on other funds when so used. While cash is not realized currently from this allowance, it is realized under the rate-making process over the repayment life of the related property through increased revenues resulting from a higher recoverable investment. The interest rates used were 2.63% and 3.38% for the years ended September 30, 2016 and 2015, respectively, based on law, administrative order, or administrative policy.

(l) Retirement Benefits

SWFPS employees participate in one of the following contributory defined benefit plans: the Civil Service Retirement System (CSRS) or Federal Employees Retirement System (FERS). Agency contributions are based on eligible employee compensation and are submitted to benefit program trust funds administered by the Office of Personnel Management (OPM). Based on statutory contribution rates, the fiscal years 2016 and 2015 cost factors under CSRS were 33.5% and 33.4%, respectively, of basic pay. The cost factors under FERS for fiscal years 2016 and 2015 were 15.1% and 14.8%, respectively, of basic pay. The contribution levels, however, are legislatively mandated and do not reflect the current full cost requirements to fund the plans. Costs incurred by OPM on behalf of SWFPS are included as transfers of property and services, net, within the Payable to U.S. Treasury on the combined balance sheets.

Other retirement benefits administered by the OPM include the Federal Employees Health Benefits Program (FEHB) and the Federal Employees Group Life Insurance Program (FEGLI). FEHB is calculated at \$6,266 and \$5,469, per enrolled employee, for fiscal years 2016 and 2015, respectively, and FEGLI is based on 0.02% of basic pay for each employee enrolled in these programs.

In addition to the amounts contributed to the CSRS and FERS as stated above, SWFPS recorded an expense and related liability for the pension and other postretirement benefits in the combined financial statements of \$3,435,987 and \$2,936,611 for the years ended September 30, 2016 and 2015, respectively. These amounts reflect the contributions made on behalf of SWFPS by OPM to the benefit program trust funds.

As a Federal agency, all post-retirement activity is managed by OPM, therefore, neither the assets of the plans nor the actuarial data with respect to the accumulated plan benefits relative to Southwestern and the Corps employees are included in this report.

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(m) Transfers of Property and Services, Net

Transfers of property and services, net, is a component of total capitalization that represents the cumulative receipt of transfers of assets or costs offset by the cumulative disbursement of revenue transfers. Transfers are recognized upon physical delivery of the asset or performance of the service. Transfers occur between projects, project types, and other Federal entities. Transfers between Southwestern and the Corps eliminate upon combination.

(n) Income Taxes

As agencies of the U.S. Government, Southwestern and the Corps are exempt from all income taxes imposed by any governing body, whether it is a Federal, state, or commonwealth of the United States.

(o) Use of Estimates

The preparation of the combined financial statements in conformity with U.S. GAAP requires management of SWFPS to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Due to uncertainties inherent in the estimation process, actual results could differ from those estimates.

(p) Non-Reimbursable Activities

Non-reimbursable activities for the years ended September 30, 2016 and 2015 consist of the following:

	<u>2016</u>	<u>2015</u>
Non-reimbursable revenues:		
Non-Federal project revenue	\$ 735,859	526,943
Federal project revenue	2,194	3,796
Escrow interest revenue	<u>243,235</u>	<u>51,344</u>
Total non-reimbursable revenues	<u>\$ 981,288</u>	<u>582,083</u>
Non-reimbursable expenses:		
Non-Federal project expense	\$ 735,859	526,943
Federal project expense	2,194	3,796
White River Minimum Flows Project expense	1,150,269	1,523,883
Spectrum Relocation Fund expense	1,642,676	2,818,916
Other project expense	<u>100,501</u>	<u>34,296</u>
Total non-reimbursable expenses	<u>\$ 3,631,499</u>	<u>4,907,834</u>

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Notes to Combined Financial Statements

September 30, 2016 and 2015

Federal and Non-Federal Projects

Southwestern has agreements with Federal and non-Federal entities to provide services on a cost basis. Non-Federal entities are required to provide advance payment for Southwestern's services. The operating revenues and expenses related to these services are excluded from the rate-making process. A portion of cash and advances for construction in the accompanying combined financial statements relate to these activities.

Plains and Eastern Clean Line Non-Federal Reimbursable Project

Southwestern receives advance funding through the DOE in accordance with the Participation Agreement between the DOE and Clean Line Energy Partners, LLC (Clean Line) dated March 25, 2016. The Participation Agreement was executed to implement the Plains and Eastern transmission line project, a 720-mile-long high voltage direct current transmission line with associated facilities from the panhandle of Oklahoma into and through Arkansas terminating in western Tennessee (the Project). The Project is being pursued in accordance with Section 1222 of the Energy Policy Act of 2005, which authorized the DOE to participate in transmission infrastructure projects, acting through the Administrator of Southwestern, that meet criteria contained within the statute. The Participation Agreement requires that the Project be undertaken "at the sole cost and expense" of Clean Line. Southwestern's role is to (a) acquire and manage land for the Project's right-of-way; (b) oversee Clean Line's conformance with environmental and cultural resource protection obligations associated with the Project; (c) oversee Clean Line's compliance with regulatory obligations of FERC and the North American Electric Reliability Corporation; (d) oversee Clean Line's adherence to technical provisions of the Participation Agreement and the operation of the Project in accordance with prudent utility practice; and (e) report information on the Project's development and management to the DOE. This activity is non-reimbursable through the rate-making process.

Escrow Interest Revenue

Interest revenue represents the interest earned on funds held in escrow. These funds are authorized specifically to fund operation, maintenance, rehabilitation, and modernization activities at hydroelectric generating facilities of the Corps in SWFPS's marketing region. This activity is non-reimbursable through the rate-making process.

White River Minimum Flows Project

In accordance with Section 132 of P.L. 109-103, Southwestern implemented the offset to the minimum flows project in fiscal year 2010. Section 132 provided that losses to Federal hydropower shall be offset by a reduction in the costs allocated to the Federal hydropower purpose. Southwestern determined the Federal hydropower impacts to include lost on-peak energy and capacity, lost off-peak energy, increased costs due to dissolved oxygen impacts, and increased maintenance costs at Bull Shoals. This activity is non-reimbursable through the rate-making process.

Spectrum Relocation Fund

In December 2004, the U.S. Congress passed and the President signed the Commercial Spectrum Enhancement Act (CSEA, Title II of P.L. 108-494), creating the Spectrum Relocation Fund to streamline the relocation of Federal systems from existing spectrum bands to accommodate

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Notes to Combined Financial Statements

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commercial use by facilitating reimbursement to affected agencies of relocation costs. In fiscal years 2012, 2009, and 2007, Southwestern received \$17,000,000, \$17,730,000, and \$8,091,360, respectively, in spectrum relocation funds, as approved by the Office of Management and Budget, and as reported to the Congress. In fiscal years 2016 and 2015, Southwestern expensed \$1,642,676 and \$2,818,916, respectively. Expenses incurred represent labor, service contracts, travel, and other administrative costs. This activity is non-reimbursable through the rate-making process.

(q) Derivative and Hedging Activities

Southwestern analyzes derivative financial instruments under ASC Topic 815, *Derivatives and Hedging*. This standard requires that all derivative instruments, as defined by ASC Topic 815, be recorded on the combined balance sheets at fair value, unless exempted. Changes in a derivative instrument's fair value must be recognized currently in the combined statement of revenues and expenses, unless the derivative has been designated in a qualifying hedging relationship. The application of hedge accounting allows a derivative instrument's gains and losses to offset related results of the hedged item in the combined statements of revenues and expenses to the extent effective. ASC Topic 815 requires that the hedging relationship be highly effective and that an organization formally designate a hedging relationship at the inception of the contract to apply hedge accounting.

Southwestern enters into contracts for the sale of electricity for use in its business operations. ASC Topic 815 requires Southwestern to evaluate these contracts to determine whether the contracts are derivatives. Certain contracts that literally meet the definition of a derivative may be exempted from ASC Topic 815 as normal purchases or normal sales. Normal purchases and sales are contracts that provide for the purchase or sale of something other than a financial instrument or derivative instrument that will be delivered in quantities expected to be used or sold over a reasonable period of time in the normal course of business. Contracts that meet the requirements of normal purchases or sales are documented and exempted from the accounting and reporting requirements of ASC Topic 815.

Southwestern's policy is to fulfill all derivative and hedging contracts by providing power to a third party as provided for in each contract. Southwestern's policy does not authorize the use of derivative or hedging instruments for speculative purposes such as hedging electricity pricing fluctuations beyond Southwestern's estimated capacity to deliver power. Accordingly, Southwestern evaluates all of its contracts to determine if they are derivatives and, if applicable, to ensure that they qualify and meet the normal purchases and normal sales designation requirements under ASC Topic 815. Normal sales contracts are accounted for as executory contracts as required under U.S. GAAP. As of September 30, 2016 and 2015, Southwestern has no contracts accounted for as derivatives.

(r) Fair Value of Financial Instruments

ASC Topic 825, *Financial Instruments*, requires disclosure of the fair value of financial instruments. The carrying (recorded) value of short-term financial instruments, including cash, funds held in escrow, accounts receivable, accounts payable and accrued liabilities, and advances for construction, approximates the fair value of these instruments because of the short maturity of these instruments. The fair value of certain unfunded and actuarially based liabilities cannot be determined as the future payout dates have yet to be determined.

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(2) Utility Plant

Utility plant as of September 30, 2016 and 2015 consists of the following:

	<u>2016</u>	<u>2015</u>
Plant in service:		
Generating facilities	\$ 1,307,015,318	1,250,372,806
Transmission facilities	408,217,142	388,302,079
	<u>1,715,232,460</u>	<u>1,638,674,885</u>
Less accumulated depreciation	<u>(781,247,993)</u>	<u>(749,555,586)</u>
Construction work in progress:		
Generating facilities	165,770,496	180,726,552
Transmission facilities	21,366,486	19,085,750
	<u>187,136,982</u>	<u>199,812,302</u>
Net utility plant	<u>\$ 1,121,121,449</u>	<u>1,088,931,601</u>

In accordance with FERC guidelines, SWFPS excludes contributed plant within the combined balance sheets to eliminate the impact on power rates. As of September 30, 2016 and 2015, contributed plant, net, used in SWFPS's operations totaled \$16,946,019.

(3) Regulatory Assets and Liabilities

Regulatory assets and liabilities as of September 30, 2016 and 2015 consist of the following:

	<u>2016</u>	<u>2015</u>
Regulatory assets:		
Deferred workers' compensation	\$ <u>8,174,650</u>	<u>11,103,753</u>
Regulatory liabilities:		
Hydropower water storage reallocation deferral	\$ 60,998,989	61,106,873
Purchased power and banking exchange deferral	<u>64,820,424</u>	<u>51,684,949</u>
Total	<u>\$ 125,819,413</u>	<u>112,791,822</u>

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

Southwestern's purchased power and banking exchange deferral account represents the deferral of net revenue or expenses associated with net purchased power and banking exchange activities as follows:

	Purchased power and banking exchange deferral
September 30, 2014	\$ <u>(42,290,768)</u>
Purchased power adder revenue	(17,745,968)
Purchased power expense	9,872,382
Net banking exchange	<u>(129,203)</u>
Net purchased power and banking exchange deferral	<u>(8,002,789)</u>
Interest on deferred activities and other (note 1(g))	<u>(1,391,392)</u>
September 30, 2015	<u>(51,684,949)</u>
Purchased power adder revenue	(18,100,952)
Purchased power expense	6,382,350
Net banking exchange	<u>43,850</u>
Net purchased power and banking exchange deferral	<u>(11,674,752)</u>
Interest on deferred activities and other (note 1(g))	<u>(1,460,723)</u>
September 30, 2016	\$ <u><u>(64,820,424)</u></u>

(4) Financing Sources

SWFPS's financing sources include annual appropriations, Federal power receipts (Use of Receipts), and alternative financing arrangements to fund its operations.

(a) Payable to U.S. Treasury

Construction and operation of Southwestern's transmission system and the Corps' generating facilities and operations are financed through congressional appropriations. The exceptions are capital assets and maintenance activities funded through the alternative financing arrangements and the funding by non-Federal parties of the construction of the Robert Douglas Willis project. The U.S. Government's investment in each generating project and each year's investment in the transmission system are to be repaid to the U.S. Treasury over a period not to exceed 50 years from the time the facility is placed in service. There is no requirement for repayment of a specific amount on an annual basis.

Revenues received from the sale of Federal power and purchased power are generally deposited with the U.S. Treasury. Annual revenues are first applied to the current year operating expenses (less depreciation) and interest expense. All annual amounts for such expenses have been paid through fiscal year 2016. Remaining revenues are to be first applied to repayment of operating deficits (which include all expenses except depreciation), if any, and then to repayment of the Payable to U.S. Treasury. To the extent possible, while still complying with the repayment period established for each increment of investment and unless otherwise required by legislation, repayment of the investment is to

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

be accomplished by a repayment of the highest interest-bearing investment first. Interest rates applied to the unamortized initial investment of the U.S. Government in the Corps' hydroelectric generating facilities range from 2.50% to 5.75% for unpaid facilities in service prior to and including fiscal year 2016 (2.63%). The rates have been set by law, by administrative order pursuant to law, or by administrative policies using the U.S. Senate Document No. 97 formula for the fiscal year during which the appropriations were requested.

(b) Alternative Financing

Due to fluctuations in the amount of annual appropriations received to fund operations, maintenance, rehabilitation, and modernization of the SWFPS facilities, SWFPS has established an alternative financing program under reimbursable authority regulations. Under agreements with customers to finance projects, which benefit the SWFPS, funds received from the sale of power are net billed, allowing a portion of the funds to be utilized to finance agreed-upon projects. Under the agreements with certain customers, alternative financing restricted specifically to fund operation, maintenance, rehabilitation, and modernization activities at the hydroelectric generating facilities is held in escrow. All other alternative financing arrangements are collected by Southwestern and deposited as cash held by the U.S. Treasury, and are reflected as other assets with an offsetting liability included in advances for construction, until completion of the project at which time the asset and liability are eliminated.

(5) Commitments and Contingencies**(a) General**

Based on the 2016 Integrated System Power Repayment Study (ISPRS) prepared as of September 30, 2016, the projected increase in capital investment in 2016 is \$179,592,796, which includes \$20,658,650 for transmission facilities and \$158,934,146 for generating facilities. The ISPRS is conducted annually to determine the adequacy of the current rates to ensure full cost recovery of the power investments and expenses for the integrated system. The five-year investment increase projected in the 2016 ISPRS for fiscal years 2016 through 2020 is estimated to cost \$797,949,582. It is reasonably possible that a change in estimate will occur.

Southwestern sells the majority of its marketable power to customers under long-term power sales contracts of 15 years, which require Southwestern to provide 1,200 kilowatt hours per kilowatt of peaking contract demand per year, subject to scheduling constraints outlined in each customer's contract. If sufficient power is unavailable to Southwestern from Corps' hydroelectric facilities to meet these commitments, Southwestern may be required to purchase power from other sources to meet these commitments. The cost to purchase such power is recovered through the purchased power adder discussed more fully in note 1(g).

(b) Legal

SWFPS has exposure to certain claims and legal actions arising in the ordinary course of business. In management's opinion, any resulting actions will not have a material adverse effect on the financial condition or results of operations of SWFPS as of September 30, 2016 and 2015.

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(6) Leases

SWFPS is obligated under a 20-year operating lease for office space, which commenced January 1, 2014 and is scheduled to terminate December 31, 2033. This lease consists of a 10-year firm term for the first 10 years and the option to terminate during the second 10-year term. Future minimum lease payments as of September 30, 2016 are as follows:

Year ending September 30:		
2017	\$	761,000
2018		770,000
2019		814,000
2020		835,000
2021		846,000
Thereafter		<u>11,676,000</u>
Total future minimum lease payments	\$	<u><u>15,702,000</u></u>

Rent expense for operating leases during the years ended September 30, 2016 and 2015 was \$782,158 and \$776,000, respectively

(7) Related Parties

As components of the DOE and the DOD, these departments are considered related parties to Southwestern and the Corps. Southwestern has certain agreements with DOE and DOD components to provide electric power, transmission services, and other services. As of September 30, 2016 and 2015, amounts outstanding in accounts receivable relating to DOE and DOD components totaled \$305,020 and \$322,463, respectively; for the years ended September 30, 2016 and 2015, total operating revenues earned from DOE and DOD sources totaled \$4,219,253 and \$4,035,483, respectively.

(8) Subsequent Events

SWFPS has evaluated subsequent events from the balance sheet date through October 5, 2017, the date at which the combined financial statements were available to be issued, and such events are disclosed in these accompanying notes to combined financial statements.

Schedule 1

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Balance Sheet Data

September 30, 2016

Assets	Southwestern	Corps	Total
Plant in service	\$ 408,217,142	1,307,015,318	1,715,232,460
Accumulated depreciation	(203,124,925)	(578,123,068)	(781,247,993)
Construction work in progress	21,366,486	163,595,647	184,962,133
Net utility plant	226,458,703	892,487,897	1,118,946,600
Cash	185,581,711	128,248,267	313,829,978
Funds held in escrow	31,395,429	28,742,313	60,137,742
Accounts receivable	24,171,345	58,571	24,229,916
Materials and supplies, at average cost	2,925,872	129,989	3,055,861
Banking exchange receivables	4,174,032	—	4,174,032
Deferred workers' compensation	2,918,350	5,256,300	8,174,650
Other assets	61,622,168	—	61,622,168
Total assets	\$ 539,247,610	1,054,923,337	1,594,170,947
Liabilities and Capitalization			
Liabilities:			
Accounts payable and accrued liabilities	\$ 7,393,162	13,543,526	20,936,688
Advances for construction	53,313,481	—	53,313,481
Accrued workers' compensation	3,468,671	5,433,710	8,902,381
Purchased power and banking exchange deferral	64,820,424	—	64,820,424
Hydropower water storage reallocation deferral	60,998,989	—	60,998,989
Total liabilities	189,994,727	18,977,236	208,971,963
Capitalization:			
Payable to U.S. Treasury	259,178,976	647,960,423	907,139,399
Accumulated net revenues	90,073,907	387,985,678	478,059,585
Total capitalization	349,252,883	1,035,946,101	1,385,198,984
Total liabilities and capitalization	\$ 539,247,610	1,054,923,337	1,594,170,947

See accompanying independent auditors' report.

Schedule 1

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Balance Sheet Data

September 30, 2015

Assets	Southwestern	Corps	Total
Plant in service	\$ 388,302,079	1,250,372,806	1,638,674,885
Accumulated depreciation	(190,859,903)	(558,695,683)	(749,555,586)
Construction work in progress	19,085,750	180,726,552	199,812,302
Net utility plant	216,527,926	872,403,675	1,088,931,601
Cash	166,375,595	135,080,915	301,456,510
Funds held in escrow	37,021,768	28,709,768	65,731,536
Accounts receivable	15,507,919	200,347	15,708,266
Materials and supplies, at average cost	2,993,404	54,390	3,047,794
Banking exchange receivables	4,365,661	—	4,365,661
Deferred workers' compensation	3,298,273	7,805,480	11,103,753
Other assets	52,896,325	—	52,896,325
Total assets	\$ 498,986,871	1,044,254,575	1,543,241,446
Liabilities and Capitalization			
Liabilities:			
Accounts payable and accrued liabilities	\$ 9,597,167	18,131,690	27,728,857
Advances for construction	42,040,277	—	42,040,277
Accrued workers' compensation	3,878,115	8,010,247	11,888,362
Purchased power and banking exchange deferral	51,684,949	—	51,684,949
Hydropower water storage reallocation deferral	61,106,873	—	61,106,873
Total liabilities	168,307,381	26,141,937	194,449,318
Capitalization:			
Payable to U.S. Treasury	251,773,162	689,940,696	941,713,858
Accumulated net revenues	78,906,328	328,171,942	407,078,270
Total capitalization	330,679,490	1,018,112,638	1,348,792,128
Total liabilities and capitalization	\$ 498,986,871	1,044,254,575	1,543,241,446

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM
Combining Schedule of Changes in Capitalization Data
Years ended September 30, 2016 and 2015

	<u>Southwestern payable to U.S. Treasury</u>	<u>Southwestern accumulated net revenues (deficit)</u>	<u>Southwestern total capitalization</u>	<u>Corps payable to U.S. Treasury</u>	<u>Corps accumulated net revenues (deficit)</u>	<u>Corps total capitalization</u>	<u>Total capitalization</u>
Total capitalization as of September 30, 2014	\$ 224,358,897	72,928,821	297,287,718	723,435,927	295,337,311	1,018,773,238	1,316,060,956
Additions:							
Congressional appropriations	11,400,000	—	11,400,000	61,857,461	—	61,857,461	73,257,461
Interest on payable to U.S. Treasury and other	756,083	—	756,083	14,036,482	—	14,036,482	14,792,565
Transfers of property and services, net	(9,254,237)	—	(9,254,237)	14,302,094	—	14,302,094	5,047,857
Total additions to capitalization	<u>2,901,846</u>	<u>—</u>	<u>2,901,846</u>	<u>90,196,037</u>	<u>—</u>	<u>90,196,037</u>	<u>93,097,883</u>
Deductions:							
Payments to U.S. Treasury	24,512,419	—	24,512,419	(123,691,268)	—	(123,691,268)	(99,178,849)
Net revenues for the year ended September 30, 2015	<u>—</u>	<u>5,977,507</u>	<u>5,977,507</u>	<u>—</u>	<u>32,834,631</u>	<u>32,834,631</u>	<u>38,812,138</u>
Total capitalization as of September 30, 2015	251,773,162	78,906,328	330,679,490	689,940,696	328,171,942	1,018,112,638	1,348,792,128
Additions:							
Congressional appropriations	11,400,000	—	11,400,000	56,847,771	—	56,847,771	68,247,771
Interest on payable to U.S. Treasury and other	781,982	—	781,982	15,877,780	—	15,877,780	16,659,762
Total additions to capitalization	<u>12,181,982</u>	<u>—</u>	<u>12,181,982</u>	<u>72,725,551</u>	<u>—</u>	<u>72,725,551</u>	<u>84,907,533</u>
Deductions:							
Payments to U.S. Treasury	25,200,833	—	25,200,833	(143,889,036)	—	(143,889,036)	(118,688,203)
Transfers of property and services, net	(29,977,001)	—	(29,977,001)	29,183,212	—	29,183,212	(793,789)
Total deductions to capitalization	<u>(4,776,168)</u>	<u>—</u>	<u>(4,776,168)</u>	<u>(114,705,824)</u>	<u>—</u>	<u>(114,705,824)</u>	<u>(119,481,992)</u>
Net revenues for the year ended September 30, 2016	<u>—</u>	<u>11,167,579</u>	<u>11,167,579</u>	<u>—</u>	<u>59,813,736</u>	<u>59,813,736</u>	<u>70,981,315</u>
Total capitalization as of September 30, 2016	<u>\$ 259,178,976</u>	<u>90,073,907</u>	<u>349,252,883</u>	<u>647,960,423</u>	<u>387,985,678</u>	<u>1,035,946,101</u>	<u>1,385,198,984</u>

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Revenues and Expenses Data

Year ended September 30, 2016

	<u>Southwestern</u>	<u>Corps</u>	<u>Total</u>
Operating revenues:			
Sales of electric power	\$ 193,481,763	—	193,481,763
Transmission and other operating revenues	18,482,864	7,254,147	25,737,011
Total operating revenues before deferrals	211,964,627	7,254,147	219,218,774
Net purchased power and banking exchange deferral	(11,674,752)	—	(11,674,752)
Revenue distributed to Corps	(130,127,380)	130,127,380	—
Total operating revenues	70,162,495	137,381,527	207,544,022
Non-reimbursable revenues	948,743	32,545	981,288
Total revenues	<u>71,111,238</u>	<u>137,414,072</u>	<u>208,525,310</u>
Operating expenses:			
Operation and maintenance	25,770,884	49,075,971	74,846,855
Purchased power and banking exchange	6,289,100	—	6,289,100
Depreciation and amortization	14,581,678	17,758,698	32,340,376
Transmission service charges by others	1,295,679	—	1,295,679
Retirement and other employee benefit expense	5,431,400	2,310,740	7,742,140
Non-reimbursable expenses	3,631,499	—	3,631,499
Total operating expenses	<u>57,000,240</u>	<u>69,145,409</u>	<u>126,145,649</u>
Net operating revenues	<u>14,110,998</u>	<u>68,268,663</u>	<u>82,379,661</u>
Interest expense:			
Interest on payable to U.S. Treasury and other	3,759,105	15,877,780	19,636,885
Allowance for funds used during construction	(815,686)	(7,422,853)	(8,238,539)
Net interest expense	<u>2,943,419</u>	<u>8,454,927</u>	<u>11,398,346</u>
Net revenues	<u>\$ 11,167,579</u>	<u>59,813,736</u>	<u>70,981,315</u>

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM
Combining Schedule of Revenues and Expenses Data
Year ended September 30, 2015

	<u>Southwestern</u>	<u>Corps</u>	<u>Total</u>
Operating revenues:			
Sales of electric power	\$ 181,947,103	—	181,947,103
Transmission and other operating revenues	19,870,650	928,577	20,799,227
Total operating revenues before deferrals	201,817,753	928,577	202,746,330
Net purchased power and banking exchange deferral	(8,002,790)	—	(8,002,790)
Revenue distributed to Corps	(118,290,568)	118,290,568	—
Total operating revenues	75,524,395	119,219,145	194,743,540
Non reimbursable revenues	573,884	8,199	582,083
Total revenues	76,098,279	119,227,344	195,325,623
Operating expenses:			
Operation and maintenance	29,454,053	58,361,347	87,815,400
Purchased power and banking exchange	10,029,995	—	10,029,995
Depreciation and amortization	15,035,060	17,619,296	32,654,356
Transmission service charges by others	3,083,545	—	3,083,545
Retirement and other employee benefit expense	4,494,093	1,921,610	6,415,703
Non reimbursable expenses	4,907,834	—	4,907,834
Total operating expenses	67,004,580	77,902,253	144,906,833
Net operating revenues	9,093,699	41,325,091	50,418,790
Interest expense:			
Interest on payable to U.S. Treasury and other	4,188,712	14,036,482	18,225,194
Allowance for funds used during construction	(1,072,520)	(5,546,022)	(6,618,542)
Net interest expense	3,116,192	8,490,460	11,606,652
Net revenues	\$ 5,977,507	32,834,631	38,812,138

See accompanying independent auditors' report.

Schedule 4

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Cash Flows Data

Year ended September 30, 2016

	<u>Southwestern</u>	<u>Corps</u>	<u>Total</u>
Cash flows from operating activities:			
Net revenues	\$ 11,167,579	59,813,736	70,981,315
Adjustments to reconcile net revenues to net cash provided by (used in) operating activities:			
Revenue distributed to Corps	130,127,380	(130,127,380)	—
Depreciation and amortization	14,581,678	17,758,698	32,340,376
Benefit expense paid by other Federal agencies	1,302,657	2,133,330	3,435,987
Interest on payable to U.S. Treasury and other	3,759,105	15,877,780	19,636,885
Allowance for funds used during construction	(815,686)	(7,422,853)	(8,238,539)
(Increase) decrease in assets:			
Accounts receivable	(8,663,426)	141,776	(8,521,650)
Materials and supplies	67,532	(75,599)	(8,067)
Banking exchange receivables	191,629	—	191,629
Deferred workers' compensation	379,923	2,549,180	2,929,103
Other assets	(8,725,843)	—	(8,725,843)
Increase (decrease) in liabilities:			
Accounts payable and accrued liabilities	(2,204,005)	(4,588,164)	(6,792,169)
Accrued workers' compensation	(409,444)	(2,576,537)	(2,985,981)
Purchased power and banking exchange deferral	11,740,229	—	11,740,229
Advances for construction	11,273,204	—	11,273,204
Net cash provided by (used in) operating activities	<u>163,772,512</u>	<u>(46,516,033)</u>	<u>117,256,479</u>
Cash flows used in investing activities:			
Additions to utility plant	<u>(23,696,769)</u>	<u>(30,420,067)</u>	<u>(54,116,836)</u>
Cash flows from financing activities:			
Congressional appropriations	11,400,000	56,847,771	68,247,771
Payments to U.S. Treasury	25,200,833	(143,889,036)	(118,688,203)
Revenue distributed to Corps	(130,127,380)	130,127,380	—
Transfers of property and services, net	(31,279,658)	27,049,882	(4,229,776)
Hydropower water storage reallocation deferral	(1,689,761)	—	(1,689,761)
Funds received in escrow	(27,014,661)	(32,545)	(27,047,206)
Funds disbursed from escrow	32,641,000	—	32,641,000
Net cash (used in) provided by financing activities	<u>(120,869,627)</u>	<u>70,103,452</u>	<u>(50,766,175)</u>
Net increase in cash	19,206,116	(6,832,648)	12,373,468
Cash, beginning of year	<u>166,375,595</u>	<u>135,080,915</u>	<u>301,456,510</u>
Cash, end of year	<u>\$ 185,581,711</u>	<u>128,248,267</u>	<u>313,829,978</u>
Supplemental cash flow information:			
Interest deferred on regulatory liabilities	\$ 2,977,123	—	2,977,123

See accompanying independent auditors' report.

Schedule 4

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Cash Flows Data

Year ended September 30, 2015

	<u>Southwestern</u>	<u>Corps</u>	<u>Total</u>
Cash flows from operating activities:			
Net revenues	\$ 5,977,507	32,834,631	38,812,138
Adjustments to reconcile net revenues to net cash provided by (used in) operating activities:			
Revenue distributed to Corps	118,290,568	(118,290,568)	—
Depreciation and amortization	15,035,060	17,619,296	32,654,356
Benefit expense paid by other Federal agencies	1,219,768	1,716,843	2,936,611
Interest on payable to U.S. Treasury and other	4,188,712	14,036,482	18,225,194
Allowance for funds used during construction	(1,072,520)	(5,546,022)	(6,618,542)
(Increase) decrease in assets:			
Accounts receivable	(1,526,322)	(159,426)	(1,685,748)
Materials and supplies	145,471	—	145,471
Banking exchange receivables	(249,824)	—	(249,824)
Deferred workers' compensation	1,895,027	(387,583)	1,507,444
Other assets	9,017,763	—	9,017,763
Increase (decrease) in liabilities:			
Accounts payable and accrued liabilities	872,453	1,561,994	2,434,447
Accrued workers' compensation	(2,069,337)	445,841	(1,623,496)
Purchased power and banking exchange deferral	7,983,594	—	7,983,594
Advances for construction	(3,334,959)	—	(3,334,959)
Net cash provided by (used in) operating activities	<u>156,372,961</u>	<u>(56,168,512)</u>	<u>100,204,449</u>
Cash flows used in investing activities:			
Additions to utility plant	<u>(28,145,403)</u>	<u>(38,745,040)</u>	<u>(66,890,443)</u>
Cash flows from financing activities:			
Congressional appropriations	11,400,000	61,857,461	73,257,461
Payments to U.S. Treasury	24,512,419	(123,691,268)	(99,178,849)
Revenue distributed to Corps	(118,290,568)	118,290,568	—
Transfers of property and services, net	(10,474,005)	12,585,251	2,111,246
Hydropower water storage reallocation deferral	(1,655,006)	—	(1,655,006)
Funds received in escrow	(31,738,190)	(8,934)	(31,747,124)
Funds disbursed from escrow	11,598,251	1,800,000	13,398,251
Net cash (used in) provided by financing activities	<u>(114,647,099)</u>	<u>70,833,078</u>	<u>(43,814,021)</u>
Net increase (decrease) in cash	13,580,459	(24,080,474)	(10,500,015)
Cash, beginning of year	<u>152,795,136</u>	<u>159,161,389</u>	<u>311,956,525</u>
Cash, end of year	<u>\$ 166,375,595</u>	<u>135,080,915</u>	<u>301,456,510</u>
Supplemental cash flow information:			
Interest deferred on regulatory liabilities	\$ 3,432,629	—	3,432,629

See accompanying independent auditors' report.

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