# ANNUAL

# TACOMA RAIL





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DEPARTMENT OF PUBLIC UTILITIES
CITY OF TACOMA

# **TACOMA RAIL**

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# **FINANCIAL DATA**

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#### REPORT OF INDEPENDENT AUDITORS

The Chair and Members of the Public Utility Board City of Tacoma, Washington Department of Public Utilities, Rail Division Tacoma Washington

### **Report on the Financial Statements**

We have audited the accompanying financial statements of City of Tacoma, Washington Department of Public Utilities, Rail Division (the Division), which comprise the statements of net position as of December 31, 2014 and 2013, and the related statements of revenue, expenses and changes in net position, and cash flows for the years then ended, and the related notes to the financial statements.

### 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.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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 auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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



# REPORT OF INDEPENDENT AUDITORS (continued)

### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Division as of December 31, 2014 and 2013, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Other Matters**

#### Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the accompanying management's discussion and analysis on pages 5 through 11 be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

#### Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements taken as a whole. The statistical data presented on pages 36 through 46 and the superintendent's report presented on pages 47 through 48 are presented for purposes of additional analysis and are not a required part of the financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

Tacoma, Washington

Moss Adams UP

April 10, 2015

### MANAGEMENT DISCUSSION AND ANALYSIS

The following discussion and analysis of Tacoma Rail's financial performance provides an overview of the financial activities for the years ended December 31, 2014 and 2013. This discussion and analysis is designed to assist the reader in focusing on the significant financial issues, provide an overview of the financial activities, and identify changes in the financial position. We encourage readers to consider the information presented here in conjunction with the financial statements and notes taken as a whole.

The management of the Finance Department of the City of Tacoma is responsible for preparing the accompanying financial statements and for their integrity. The statements were prepared in accordance with generally accepted accounting principles (GAAP) in the United States of America, applied on a consistent basis, and include amounts that are based on management's best estimates and judgments.

The basic financial statements, presented on a comparative basis for the years ended December 31, 2014 and 2013, include Statements of Net Position, Statements of Revenues, Expenses and Changes in Net Position, and Statements of Cash Flows. The Statements of Net Position present information on all of Tacoma Rail's assets and liabilities, with the difference between the two reported as net position. The Statements of Revenues, Expenses and Changes in Net Position report all of the revenues and expenses during the time periods indicated. The Statements of Cash Flows provide information on cash receipts and disbursements during the year and report changes in cash resulting from operating, capital and related financing, non-capital financing and investing activities.

The Notes to Financial Statements provide additional disclosures that are essential to a full understanding of the data provided in the financial statements. They are an integral part of Tacoma Rail's presentation of financial position, results of operations and changes in cash flow.

# **Financial Highlights**

Tacoma Rail continued to meet its goal of providing efficient, cost-effective rail service to the Ports of Tacoma and Olympia as well as Tacoma's industrial areas. Doing so required adding operating staff, upgrading infrastructure and enforcing a disciplined tactical plan to respond to growth in local, national and world economies as they pertain to the rail industry.

The operating results for Tacoma Rail in 2014 indicate a slight decrease in intermodal traffic and a healthy increase in non-intermodal traffic. The intermodal decrease correlates to the negotiation conflicts between the Pacific Maritime Association and the International Longshore and Warehouse Union which slowed the flow of container traffic across the entire west coast. Non-intermodal traffic increased as customer facilities are expanded and new opportunities have arisen. This new traffic lends itself to higher crew utilization due to the increased amount of switching associated with the type of service.

### **Overview of the Financial Statements**

Tacoma Rail is reporting a change in net position of \$2.0 million in 2014, compared to \$1.9 million in 2013, an increase of \$0.1 million. The increase in net position was due to an increase of \$2.5 million in operating revenues, an increase of \$2.8 million in operating expenses, an increase of \$0.9 million in contributions, and an increase of \$0.5 million in transfers out.

In 2013, Tacoma Rail realized a change in net position of \$1.9 million, compared to \$2.2 million in 2012, a decrease of \$0.3 million. The decrease in net position was due to an increase of \$3.9 million in operating revenues, an increase of \$3.6 million in operating expenses, a decrease of \$0.1 million in non-operating revenues, a decrease of \$0.3 million in contributions, and an increase of \$0.3 million in transfers out.

The following table highlights Tacoma Rail's past three years' operating results.

# OPERATING RESULTS (in thousands)

				14/13		13/12	
				In	crease	In	crease
<b>Description</b>	<u>2014</u>	<u>2013</u>	<u>2012</u>	(De	crease)	(De	crease)
Operating Revenues	\$ 29,457	\$ 26,943	\$ 23,044	\$	2,514	\$	3,899
Operating Expenses	26,563	23,782	20,191		2,781		3,591
Operating Income	2,894	3,161	2,853		(267)		308
Net Non-Operating Revenues	991	980	1,047		11		(67)
Contributions	878	-	255		878		(255)
Transfers Out	(2,751)	(2,273)	(1,952)		(478)		(321)
Net Operating Income	\$ 2,012	\$ 1,868	\$ 2,203	\$	144	\$	(335)

Net position may serve over time as a useful indicator of a company's financial position. The following analysis highlights net position for the last three years.

<u>Description</u>	•	<u>2014</u>	<u>2013</u>	<u>2012</u>	ln	14/13 crease ecrease)	In	13/12 crease ecrease)
Capital Assets (Net) Current and Other Assets	\$	21,059 16,029	\$ 18,016 13,027	\$ 16,259 11,795	\$	3,043 3,002	\$	1,757 1,232
Total Assets	\$	37,088	\$ 31,043	\$ 28,054	\$	6,045	\$	2,989
Net Investment in Capital Assets Restricted Net Position Unrestricted Net Position Total Net Position	\$	16,023 65 8,142 24,230	\$ 14,797 65 7,356 22,218	\$ 13,401 397 6,552 20,350	\$	1,226 - 786 2,012	\$	1,396 (332) 804 1,868
Long-Term Debt, net of current maturities Current and Long Term Liabilities Total Liabilities Total Net Position & Liabilities	\$	4,483 8,375 12,858 37,088	\$ 2,765 6,060 8,825 31,043	\$ 2,167 5,537 7,704 28,054	\$	1,718 2,315 4,033 6,045	\$	598 523 1,121 2,989

#### Revenues

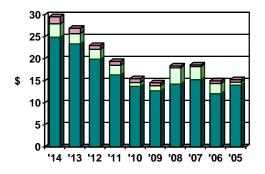
# **2014 Compared to 2013**

In 2014, Tacoma Rail operating revenues of \$29.5 million were \$2.5 million higher than the \$26.9 million in 2013. Overall switching revenues increased \$1.9 million (7.8%), from 2013. The following table summarizes the switching revenues by activity type for the last two years.

	Rail Cars					Switching Revenues (in thousands)						
Activity Types	2014	2013	Var	% Chg		2014		2013		Var	% Chg	
Intermodal Line Hauls	69,872	64,981	4,891	7.5%	\$	11,324	\$	11,317	\$	7	0.1%	
Commercial Line Hauls	32,096	29,933	2,163	7.2%		12,215		10,862		1,353	12.5%	
Capital Div. Line Hauls	3,111	2,622	489	18.7%		1,395		1,179		216	18.3%	
Miscellaneous Switches	3,058	1,830	1,228	67.1%		1,561		1,213		348	28.7%	
Total Line Hauls	108,137	99,366	8,771	8.8%	\$	26,495	\$	24,571	\$	1,924	7.8%	

Demurrage and other operating revenues also increased \$590,000. Demurrage revenue increased by \$522,000 and locomotive servicing revenue and other revenue increased \$68,000. The increase in demurrage revenue was primarily due to the extended negotiations over a new labor contract between the Pacific Maritime Association and the International Longshore and Warehouse Union. This was a contributing factor in container movement and caused a delay in railcars being unloaded within the demurrage tariff's credited timeframes.

# OPERATING REVENUES (in millions)



■ Line Hauls □ Demurrage ■ Misc Switchs

## **2013 Compared to 2012**

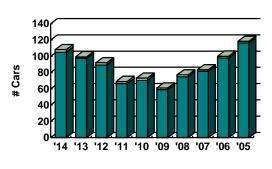
In 2013, Tacoma Rail operating revenues of \$26.9 million were \$3.9 million higher than the \$23.0 million in 2012. This was the result of a \$3.8 million increase in switching revenues and a \$0.1 million increase in demurrage and other operating revenues.

## **Switching Activities**

Switching activities increased in 2014 by 8,771 cars (8.8%) to 108,137, from 99,366 in 2013. The most significant increase in switching activity can be seen in intermodal line-hauls which were up by 4,891 cars (7.5%) due to an increase in intermodal rail traffic. The average number of cars switched over the last ten years is 88,183.

During 2013, total switching activities increased by 7,249 cars (7.9%) from 2012. The increase in intermodal rail traffic was the dominant factor. Intermodal line-hauls were up by 7,982 cars (8.0%) in 2013. The table below shows the changes in switching volumes for the last three years.

# SWITCHING ACTIVITIES (in thousands)



■ Line ■ Miscellaneous

### **SWITCHING ACTIVITIES**

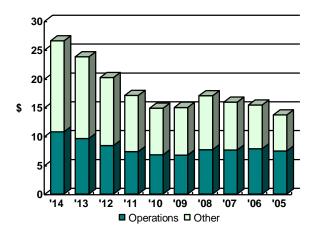
				14/13	13/12
				Increase	Increase
<b>Description</b>	<u> 2014</u>	<u> 2013</u>	<u> 2012</u>	(Decrease)	(Decrease)
Line Hauls	105,079	97,536	89,554	7,543	7,982
Miscellaneous Switches	3,058	1,830	2,563	1,228	(733)
Total Cars Switched	108,137	99,366	92,117	8,771	7,249

# **Expenses**

# **2014 Compared to 2013**

In 2014, Tacoma Rail operating expenses of \$26.6 million were \$2.8 million higher than the \$23.8 million in 2013. This was primarily due to an increase of \$1.4 million in salaries and wages and increase of \$1.4 million in supplies and expenses. Salaries and wages were higher in 2014 due to 8 new personnel and an increase in overtime in response to increased traffic volume and for the new BNSF locomotive servicing agreement.

# OPERATING EXPENSES (in millions)



The increase in supplies and expenses was mainly attributable to an increase in external services of \$.7 million and an increase of \$.4 million in equipment and supplies. Incurred but not reported (IBNR) claims increased \$.3 million in 2014 from \$1.1 million in 2013.

## **2013 Compared to 2012**

In 2013, Tacoma Rail operating expenses of \$23.8 million were \$3.6 million higher than the \$20.2 million in 2013. This was primarily due to an increase of \$0.7 million in salaries and wages and increases of \$2.6 million in supplies and expenses. Salaries and wages were higher in 2013 due to 11 additional FTE's in response to increased traffic volume and the annual wage increase per labor contracts. The increase in supplies and expenses were mainly attributable to the volume incentive allowance and IBNR claims. Volume incentive allowance was \$2.1 million compared to \$1.2 million in 2012, a \$0.9 million increase in 2013. IBNR claims increased \$1.3 million in 2013 from (\$0.2) million in 2012. Capitalized A&G decreased \$0.4 million due to less spending on capital projects compared to 2012. Depreciation increased \$0.2 million due to an increase in depreciable assets of \$3.4 million compared to 2012.

# **Capital Assets**

Total Capital Assets increased \$3.8 million during 2014. This increase was reflected primarily in road property plant which increased by \$3.7 million due to track upgrades, switch replacements and the installation of the U.S. Oil WYE track. Buildings increased \$0.1 million due to camera security system upgrade, lighting facility upgrade and parking lot asphalt relay.

During 2013, total Capital Assets increased \$2.1 million. This increase was reflected primarily in road property plant which increased by \$1.1 million mainly due to replacing rail and ties at various locations to improve up-keep and operational safety conditions. Machinery and equipment increased \$0.1 million mainly due to a locomotive simulator purchase.

The following table summarizes Tacoma Rail's capital assets, net of accumulated depreciation, for the last three years.

# CAPITAL ASSETS, NET OF ACCUMULATED DEPRECIATION (in thousands)

					14/13 crease		13/12 crease
<u>Description</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>(De</u>	ecrease)	<u>(De</u>	<u>crease)</u>
Land	\$ 160	\$ 160	\$ 160	\$	-	\$	-
Road Property Plant	10,926	7,687	6,566		3,239		1,121
Building	1,711	1,754	1,757		(43)		(3)
Machinery Equipment	7,102	7,693	7,567		(591)		126
Office and Fixture	160	21	206		139		(185)
Construction Work In Progress	1,000	701	3		299		698
Total Net Plant and Properties	\$ 21,059	\$ 18,016	\$ 16,259	\$	3,043	\$	1,757

Additional information on Tacoma Rail's capital assets can be found in Note 3 to the Financial Statements.

#### **Debt Administration**

In 2014, Tacoma Rail obtained one new Washington State loan from the Department of Transportation for SR-509 Track Rebuild in the amount of \$1,037,012 from which no funds have been drawn. Draws were taken in 2014 on Yard Tracks 8 & 9, N. Intermodal Yard Lead Track, East Loop 17<sup>th</sup> St and Taylor Way in the amounts of \$618,626, \$366,387, \$773,070 and \$510,265 respectively.

In 2013, Tacoma Rail obtained one new Washington State loan from the Department of Transportation for Port Pass in the amount of \$247,500. In addition, Tacoma Rail entered into \$823,227, \$366,387, \$773,070, \$1,105,074 and \$515,789 of Washington State loans in 2013 to replace Yard Tracks 8 & 9, N. Intermodal Yard Lead Track, East Loop, Taylor Way and West Loop, respectively, from which no funds have been drawn. Draws were taken in 2013 on East 11<sup>th</sup> Street Crossing and Yard Tracks 5&6 in the amounts of \$347,320 and \$363,938 respectively.

The following table shows the outstanding long-term debt balances for the past three years. Additional information on Tacoma Rail's long-term debt can be found in Note 4 to the Financial Statements.

# LONG-TERM DEBT (in thousands)

				14/13	13/12
				Increase	Increase
	<u>2014</u>	<u> 2013</u>	<u> 2012</u>	(Decrease)	(Decrease)
Long-Term Debt Balance, December 31	\$5,036	\$3,219	\$2,858	\$1,817	\$361

# **Debt Service Coverage**

Tacoma Rail is required by its bond covenants to maintain a 1.25 times debt service coverage. In 2014, principal and interest were covered 19.16 times compared to 19.73 times in 2013 and 18.14 times in 2012.

## **Summary**

The management of the Finance Department of the City of Tacoma is responsible for preparing the accompanying financial statements and for their integrity. We prepared the financial statements according to GAAP in the United States of America, and they fairly portray Tacoma Rail's financial position and operating results. The Notes to Financial Statements are an integral part of the basic financial statements and provide additional financial information.

The financial statements have been audited by Moss Adams LLP. We have made available to them all pertinent information necessary to complete the audit.

Management considers and takes appropriate action on audit recommendations. Management has established and maintains a system of controls which includes organizational, administrative and accounting processes. These controls provide reasonable assurance that records and reports are complete and reliable, that assets are used appropriately and that business transactions are carried out as authorized.

William A. Gaines

Director of Utilities/CEO

Andrew Cherullo Finance Director

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# STATEMENTS OF NET POSITION

	DECEMBER 31,				
ASSETS	2014	2013			
CAPITAL ASSETS					
Road and Equipment Property	\$36,412,953	\$32 <b>,</b> 599 <b>,</b> 709			
Less Accumulated Depreciation	(16,354,584)	(15,285,319)			
Total	20,058,369	17,314,390			
Construction Work in Progress	1,000,440	701 <b>,</b> 285			
Net Capital Assets	21,058,809	18,015,675			
SPECIAL FUNDS					
Debt Service Funds	65,104	65 <b>,</b> 110			
Total Special Funds	65,104	65,110			
CURRENT ASSETS					
Cash & Equity in Pooled Investments	10,043,524	7,374,004			
Customer Accounts Receivable	2,861,792	2,479,261			
(Net of Allowance for Doubtful Accounts of					
\$86,940 in 2014 and \$117,012 in 2013)					
Grants Receivable	81,966	-			
Interfund Receivable	103,243	81,455			
Prepayments	1,988,311	2,187,428			
Materials and Supplies Inventory	885,400	839,670			
Total Current Assets	15,964,236	12,961,818			
TOTAL ASSETS	\$37,088,149	\$31,042,603			

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

	DECEMBER 31,				
NET POSITION AND LIABILITIES					
	2014	2013			
NET POSITION					
Net Investment in Capital Assets	\$16,023,002	\$14,796,854			
Restricted for:	Q10,025,002	γ14 <b>,</b> 750 <b>,</b> 054			
Debt Service	65,104	65,110			
Unrestricted	8,142,084	7,356,215			
TOTAL NET POSITION	24,230,190	22,218,179			
LONG-TERM DEBT, NET OF CURRENT MATURITIES					
2006 Senior Lien Revenue Bond	312,763	548,332			
State Loans	4,170,038	2,216,627			
Total Long-Term Debt	4,482,801	2,764,959			
CURRENT LIABILITIES					
Accounts Payable	1,244,449	1,106,566			
Customer Deposits	45,900	54,300			
Wages Payable and Compensated Absences	547,113	450,774			
Unemployment and Other Tax Payables	281,435	230,058			
Volume Incentive Payable	916,666	791,668			
Current Portion of Long-Term Debt	553,006	453,862			
Interest Payable	7,389	10,398			
Interfund Payable	500,287	134,653			
Total Current Liabilities	4,096,245	3,232,279			
LONG-TERM LIABILITIES					
On the Job Injury Reserve	696 <b>,</b> 783	647,158			
Long-Term Portion of Compensated Absences	912,353	697,546			
Other Post Employment Benefits	363,064	261,551			
Incurred but not Reported Claims	2,306,713	1,220,931			
Total Long-Term Liabilities	4,278,913	2,827,186			
TOTAL LIABILITIES	12,857,959	8,824,424			
TOTAL NET POSITION AND LIABILITIES	\$37,088,149	\$31,042,603			

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### STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

	YEAR ENDED DECEMBER 31,		
	2014	2013	
OPERATING REVENUES			
Switching Revenues	\$26,495,108	\$24,570,867	
Demurrage and Other Operating Revenues	2,962,289	2,372,435	
Total Operating Revenues	29,457,397	26,943,302	
OPERATING EXPENSES			
Maintenance of Way and Structures	2,745,664	2,291,652	
Mechanical	4,116,105	3,510,327	
Operations	10,810,206	9,630,427	
Administration	7,391,559	6,915,862	
Taxes - State	429,875	437,282	
Depreciation	1,069,265	996 <b>,</b> 782	
Total Operating Expenses	26,562,674	23,782,332	
Net Operating Income	2,894,723	3,160,970	
NON-OPERATING REVENUES (EXPENSES)			
Interest Income	72,535	21,155	
Miscellaneous	952,326	1,004,957	
Interest Expense	(34,122)	(45,941)	
Total Non-Operating Revenues	990,739	980,171	
Contributions - Grants	81,966	_	
Contributions - Others	795,741	=	
Total Contributions	877,707	_	
Transfers			
City of Tacoma Gross Earnings Tax	(2,440,631)	(2,240,525)	
Transfers to Other Funds	(310,527)	(32,407)	
Total Transfers	(2,751,158)	(2,272,932)	
CHANGE IN NET POSITION	2,012,011	1,868,209	
TOTAL NET POSITION - BEGINNING OF YEAR	22,218,179	20,349,970	
TOTAL NET POSITION - END OF YEAR	\$24,230,190	\$22,218,179	

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

#### STATEMENTS OF CASH FLOWS

	YEAR ENDED DECEMBER 31,		
	2014	2013	
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash from Customers	\$28,962,712	\$27,198,605	
Cash Paid to Suppliers	(9,313,504)	(12,519,357)	
Cash Paid to Employees	(13,420,062)	(9,111,300)	
Taxes Paid	(378,498)	(620,398)	
Net Cash Provided by Operating			
Activities	5,850,648	4,947,550	
CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES			
Transfers to Other Funds	(2,751,158)	(2,272,932)	
Net Cash Used in Non-Capital			
Financing Activities	(2,751,158)	(2,272,932)	
CASH FLOWS FROM CAPITAL AND RELATED			
FINANCING ACTIVITIES			
Capital Expenditures, Net	(4,112,399)	(2,753,531)	
Principal Payments on Long-Term Debt	(453 <b>,</b> 862)	(702,097)	
Interest Paid	(37,131)	(49,776)	
Proceeds from Capital Contributions	877 <b>,</b> 707	_	
Proceeds from Long-Term Debt	2,270,848	1,062,439	
Proceeds from Other Non-Operating Revenues	952,326	1,004,957	
Net Cash Used in Capital and Related			
Financing Activities	(502,511)	(1,438,008)	
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest on Investments	72,535	21,155	
Net Cash Provided by Investing			
Activities	72,535	21,155	
Net Increase in Cash and			
Equity in Pooled Investments	2,669,514	1,257,765	
Cash & Equity in Pooled Investments at January 1	7,439,114	6,181,349	
Cash & Equity in Pooled Investments at December 31	\$10,108,628	\$7,439,114	

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

	YEAR ENDED DI	ECEMBER 31,
	2014	2013
Reconciliation of Operating Income to Net Cash Provided by Operating Activities:		
Operating Income	\$2,894,723	\$3,160,970
Adjustments to Reconcile Operating Income to Net Cash Provided by Operating Activities:		
Depreciation	1,069,265	996 <b>,</b> 782
Cash provided from changes in operating assets and liabilities:		
Accounts and Grants Receivable	(464,497)	(90,909)
Interfund Receivable	(21,788)	353,411
Materials and Supplies Inventory	(45,730)	(222,734)
Prepayments	199,117	(13,635)
Accounts Payable	137,883	491,863
Customer Deposits	(8,400)	(7,200)
Unemployment and Other Tax Payables	51,377	(183,116)
Wages Payable	72,472	56,891
Volume Incentive Payable	124,998	(416,665)
Interfund Payable	365 <b>,</b> 634	(382,268)
Accrued Compensated Absences	238,674	(55 <b>,</b> 926)
Other Long-Term Liabilities & OJI Reserve	1,236,920	1,260,086
Total Adjustments	2,955,925	1,786,580
Net Cash Provided by Operating Activities	\$5,850,648	\$4,947,550
Reconciliation of Cash and Equity in Pooled Investments to Balance Sheet:		
Cash and Equity in Pooled Investments in Special Funds	\$65,104	\$65,110
in Operating Funds	10,043,524	7,374,004
Cash and Equity in Pooled Investments at December 31	\$10,108,628	\$7,439,114

# NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2014 AND 2013

#### **NOTE 1 OPERATIONS**

OPERATIONS OF TACOMA RAIL - Tacoma Rail (the Division) is a division of the City of Tacoma, Department of Public Utilities, which also operates the Light and the Water Divisions and is included as an enterprise fund in the Comprehensive Annual Financial Report (CAFR) of the City. Tacoma Rail provides rail switching services to the Port of Tacoma and major Tacoma industries under its Tidelands Division. Tacoma Rail also provides rail service from its Capital Division. The Capital Division interchanges rail cars with BNSF in East Olympia. No traffic for the Capital Division enters Tacoma Rail's Tidelands infrastructure. In addition, Tacoma Rail manages the Mountain Division which is a reporting unit within Public Works and is included in the CAFR. Tacoma Rail is reimbursed for direct expenses. An operating agreement between Tacoma Rail and the Mountain Division is in place through 2016.

#### NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING AND PRESENTATION - The financial statements of the Division are prepared under the accrual basis of accounting in accordance with GAAP issued by the Governmental Accounting Standards Board (GASB) applicable to governmental entities that use proprietary fund accounting. The financial statements use a flow of economic resources measurement focus to determine financial position and the change in financial position. The accounting principles used are similar to those applicable to businesses in the private sector and are maintained on the accrual basis of accounting. Revenues are recognized when earned, and costs and expenses are recognized when incurred.

**CASH AND EQUITY IN POOLED INVESTMENTS** – The Division's cash balances are a "deposit" with the City Treasurer's Tacoma Investment Pool (TIP) for the purpose of maximizing interest earnings through pooled investment activities. Cash and equity in pooled investments in the TIP are reported at fair value and changes in unrealized gains and losses are recorded in the Statements of Revenues, Expenses and Changes in Net Position. Interest earned on such pooled investments is allocated daily to the participating funds based on each fund's daily equity in the TIP.

The TIP operates like a demand deposit account in that all City departments, including the Division, have fund balances which are their equity in the TIP. Accordingly, balances are considered to be cash equivalents.

The City of Tacoma Investment Policy permits legal investments as authorized by state law including Certificates of Deposit with qualified public depositories (as defined in Chapter 39.58 RCW), obligations of the U.S. Treasury, Government Sponsored Agencies and Instrumentalities, bonds issued by Washington State and its Local Governments with an A or better rating, general obligation bonds issue by any State or Local Government with an A or better rating, Bankers' Acceptances, Commercial Paper, Repurchase and Reverse Repurchase agreements, and the Washington State Local Government Investment Pool (LGIP). Daily liquidity requirement to meet the City's daily obligations is maintained by investing a portion of the City's Investment Pool in the LGIP and/or a Municipal Investor interest bearing demand deposit account maintained with U.S. Bank.

The Division's equity in that portion of City Tacoma Investment Pool held in qualified public depositories at December 31, 2014 and 2013 is entirely covered by the Federal Deposit Insurance Corporation (FDIC) and the Washington State Public Deposit Protection Commission (WSPDPC).

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, longer term investments have greater exposure to changes in market interest rates. The City of Tacoma investment policy allows for authorized investments up to 60 months to maturity. One way the City manages its exposure to interest rate risk is by timing cash flows from maturities so that portions of the portfolio are maturing over time to provide cash flow and liquidity needed for operations.

Credit risk is generally the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. Repurchase agreements and commercial paper are protected by the FDIC insurance up to \$250,000. All deposits not covered by the FDIC are covered by the WSPDPC. The WSPDPC is a statutory authority established under RCW 39.58. It constitutes a fully insured or fully collateralized pool. The LGIP is authorized by RCW 43.250. The LGIP operated like a 2A7 fund and is collateralized by short-term legal investments.

**CUSTOMER ACCOUNTS RECEIVABLE -** Accounts receivable consist of amounts owed by private individuals and organizations for goods delivered or services rendered in the regular course of business operations. Receivables are shown net of allowances for doubtful accounts.

**ALLOWANCE FOR DOUBTFUL ACCOUNTS -** A reserve has been established for uncollectible accounts receivable based on historical write-off trends and knowledge of specific circumstances that indicate collection of an account may be unlikely. Generally accounts receivable are considered past due after 30 days.

**INTERFUND TRANSACTIONS -** Unsettled transactions between funds at year-end are recorded as due to or due from other funds.

**MATERIALS AND SUPPLIES INVENTORY -** Materials and supplies consist primarily of items for maintenance of Division assets and are valued at the lower of average cost or fair market value.

**SPECIAL FUNDS** - In accordance with bond resolutions, agreements and laws, separate restricted funds have been established. These funds consist of cash and investments in pooled investments with restrictions externally imposed and legally enforceable, established by the City Council.

**CAPITAL ASSETS AND DEPRECIATION** – Capital assets are stated at original cost, which includes both direct costs of construction or acquisition and indirect costs. The cost of maintenance and repairs is charged to expense as incurred, while the cost of replacements and betterments is capitalized. Assets are capitalized when costs exceed \$5,000 and the useful life exceeds one year.

Depreciation is recorded using the straight-line method at the beginning of the year and based on estimated economic lives of operating assets placed in service as follows:

Roads RR & bridges 7-20 years Building 10-25 years Machinery Equipment 10-25 years Office and Fixture 5-20 years

**CONSTRUCTION WORK IN PROGRESS –** Capitalizable costs incurred on projects which are not in service or ready for use are held in construction work in progress. When the asset is ready for service, related costs are transferred to capital assets. Upon determining that a project will be abandoned, the related costs are charged to expense.

**CONTRIBUTIONS -** In accordance with GASB No. 33, Accounting and Financial Reporting for Non-exchange Transactions, grants and contributions are recorded as contribution revenue.

**COMPENSATED ABSENCES** - The City has two different policies for compensated absences. The City's original policy allows employees to accrue vacation based on the number of years worked with a maximum accrual equal to the amount earned in a two-year period. These employees also accrue one day of sick leave per month without any ceiling on the maximum accrued. The City implemented a new policy in 1998 allowing employees to earn PTO (personal time off) without distinction between vacation and sick leave. Employees who worked for the City prior to the change could choose to stay with the original policy or opt to convert to the new policy. The amount of PTO earned is based on years of service. The maximum accrual for PTO is 960 hours, and upon termination, employees are entitled to compensation for unused PTO at 100%. Vacation pay and PTO are recorded as a liability and expense in the year earned. Based on historical information, 10% of compensated absences are considered short term.

Employees in the original policy accumulate sick leave at the rate of one day per month with no maximum accumulation specified. Employees receive 25% of the value at retirement or 10% upon termination for any other reason. In the event of death, beneficiaries receive 25% of the value. The accrued liability is computed at 10%, which is considered the amount vested. Sick leave pay is recorded as an expense in the year earned.

**OPERATING REVENUES -** Service rates are authorized by the Tacoma City Council. Revenues are recognized as earned and include an estimate of revenue earned but not billed to customers as of year-end. Revenues are based on services rendered through the end of the year.

**NON-OPERATING REVENUES AND EXPENSES -** These are items that do not qualify as operating defined above.

**TAXES** – The City charges the Division Gross Earnings Tax at the rate of 8.0%. In addition, the Division pays business and occupation tax to the State at the rate of 1.8% on service revenues. The Division is exempt from payment of federal income tax.

**NET POSITION** – The Statement of Net Position reports all financial and capital resources. The difference between assets and liabilities is net position. There are three components of net position: net investment in capital assets, restricted and unrestricted.

Net investment in capital assets consists of capital assets less accumulated depreciation reduced by the outstanding balances of any bonds, loans or other borrowings that are attributable to the acquisition, construction, or improvements of those assets.

Net position components are restricted when constraints placed on net position use are either (1) externally imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or (2) imposed by law through constitutional provisions or enabling legislation.

Unrestricted net position components are those that are not "net investment in capital assets" or "restricted".

**SHARED SERVICES** – The Division receives certain services from other departments and agencies of the City including those normally considered to be general and administrative. The Division is charged for services received from other City departments and agencies.

**USE OF ESTIMATES** - The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. The Division used estimates in determining reported allowance for doubtful accounts, accrued compensated absences, depreciation, Other Post-Employment Benefits (OPEB), self-insurance liabilities and other contingencies. Actual results may differ from these estimates.

**ON THE JOB INJURY RESERVE** - Liabilities for claims are initially recorded when the expected loss is both probable and reasonably estimated. Subsequent adjustments to initial estimates are recorded as necessary based upon additional information developed in subsequent periods. Liabilities recorded for unasserted on the job injury claims are based on information currently available. Estimates of liabilities for on the job injury claims are undiscounted.

**SIGNIFICANT RISKS AND UNCERTAINTIES** - The Division is subject to certain business risks that could have a material impact on future operations and financial performance. These risks include, but are not limited to, general economic conditions, fuel supply availability and rising fuel prices, weather and natural disaster-related disruptions, collective bargaining labor disputes, federal government regulations such as Federal Railroad Administration and Environmental Protection Agency or orders concerning the operation, maintenance and/or licensing of facilities, transportation of chemicals and other hazardous materials, acts of terrorism, war, or risk of war.

NOTE 3 CAPITAL ASSETS - A summary of the balances and changes in capital assets for 2014 and 2013 follows:

	Balance				Balance
	December 31,			Transfers &	December 31,
	2013	Additions	Retirements	Adjustments	2014
Land	\$ 160,456	\$ -	\$ -	\$ -	\$ 160,456
Road Property Plant	17,433,535	3,706,335	-	-	21,139,870
Building	3,789,678	106,909	-	-	3,896,587
Machinery Equipment	10,353,086	-	-	-	10,353,086
Office and Fixture	862,954				862,954
Total Capital Assets In Service	32,599,709	3,813,244	-	-	36,412,953
Less Accumulated Depreciation	(15,285,319)	(1,069,265)			(16,354,584)
	17,314,390	2,743,979	-	-	20,058,369
Construction Work In Progress	701,285	4,112,398		(3,813,243)	1,000,440
Net Capital Assets	\$ 18,015,675	\$ 6,856,377	\$ -	\$ (3,813,243)	\$ 21,058,809
	Balance				Balance
	December 31,			Transfers &	December 31,
	2012	Additions	Retirements	Adjustments	2013
Land	\$ 160,456	\$ -	\$ -	\$ -	\$ 160,456
Road Property Plant	15,896,510	1,534,020	-	3,005	17,433,535
Building	3,654,376	135,302	-	-	3,789,678
Machinery Equipment	9,811,502	379,067	-	162,517	10,353,086
Office and Fixture	1,021,260	7,216		(165,522)	862,954
Total Capital Assets In Service	30,544,104	2,055,605	-	-	32,599,709
Less Accumulated Depreciation	(14,288,537)	(996,782)			(15,285,319)
	16,255,567	1,058,823	-	-	17,314,390
Construction Work In Progress	3,359	2,753,532		(2,055,606)	701,285
Net Capital Assets	\$ 16,258,926	\$ 3,812,355	\$ -	\$ (2,055,606)	\$ 18,015,675

NOTE 4 LONG-TERM DEBT - Long-term debt activities for 2014 and 2013 were as follows:

	Dec	Balance ember 31, 2013	Additions	Reductions		Balance ember 31, 2014	ue Within One Year
Senior Lien Bond:							
2006 Revenue Bond	\$	771,620	\$ -	\$223,288	\$	548,332	\$ 235,569
Junior Lien Debts:							
Locomotive Idling							
Improvements State Loan		19,349	-	1,759		17,590	1,759
Locomotive Servicing							
Facility State Loan		199,562	-	16,630		182,932	16,630
Locomotive Repower							
State Loan		405,000		45,000		360,000	45,000
Annie 1 & 2 Tracks							
State Loan		550,800	-	61,200		489,600	61,200
Yard Tracks 2, 3, & 4							
State Loan		313,732	-	34,859		278,873	34,859
Yard Tracks 5, & 6							
State Loan		363,938	-	36,394		327,544	36,394
E 11th St Crossing							
State Loan		347,320	-	34,732		312,588	34,732
Port Pass West							
State Loan		247,500	2,500	-		250,000	25,000
Yard Tracks 8 & 9							
State Loan		-	618,626	-		618,626	61,863
N. Intermodal Yard Lead Tra	ack						
State Loan		-	366,387	-		366,387	-
East Loop 17th St							
State Loan		-	773,070	-		773,070	-
Taylor Way Track Rehab &	Ext.						
State Loan		-	510,265	-		510,265	-
Total Long-Term Debt	\$ 3	3,218,821	\$2,270,848	\$453,862	\$ 5	5,035,807	\$ 553,006

	Balance December 31, 2012		December 31,		Balance December 31, 2013		Due Within One Year			
Senior Lien Bond:										
2006 Revenue Bond	\$ 9	983,268	\$	-	\$	211,648	\$	771,620	\$	223,288
Junior Lien Debts:										
2003 Revenue Bond		331,000		_		331,000		_		_
Locomotive Idling		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				001,000				
Improvements State Loan		21,109		_		1,760		19,349		1,759
Locomotive Servicing		,				,		-,-		,
Facility State Loan	2	216,192		-		16,630		199,562		16,630
Locomotive Repower										
State Loan	4	150,000				45,000		405,000		45,000
Annie 1 & 2 Tracks										
State Loan	6	312,000		-		61,200		550,800		61,200
Yard Tracks 2, 3, & 4										
State Loan	2	244,910		103,681		34,859		313,732		34,859
Yard Tracks 5, & 6										
State Loan		-		363,938		-		363,938		36,394
E 11th St Crossing										
State Loan		-		347,320		-		347,320		34,732
Port Pass West										
State Loan		-		247,500		-		247,500		-
			_		_					
Total Long-Term Debt	\$ 2,8	358,479	\$	1,062,439	\$	702,097	\$	3,218,821	\$	453,862

**SENIOR LIEN BOND:** City Council Substitute Ordinance No. 27545, passed in November 2006, authorized the issuance of a Senior Lien Revenue Bond 2006 in the amount of \$2,000,000 to provide financing for capital projects included in the approved 2007-2008 Biennium budget for the Rail System. This Bond bears interest at the rate of 5.39% per annum (computed on the basis of a 360-day year of twelve 30-day months), with a maturity date of January 1, 2017. Equal installment payments of \$65,104 representing principal and interest on this Bond are payable quarterly on the first day of each January, April, July and October, commencing April 1, 2007, up to and including the Maturity Date of the Bond.

Scheduled principal maturities on bonds and interest payments are as follows:

	Principal	 nterest
2015	\$ 235,569	\$ 24,847
2016	248,525	11,891
2017	64,238	866
	\$ 548,332	\$ 37,604

#### **JUNIOR LIEN DEBTS:**

In June 2003, City Council Resolution No. 27099 authorized the issuance of a Junior Lien Revenue Bond 2003 (Tacoma Rail Taxable Line of Credit) in the amount of \$3,310,000, with a maturity date of January 1, 2013.

During 2009, Tacoma Rail obtained two 15-year interest free Washington State loans from the Department of Transportation for locomotive idling improvements and locomotive servicing facility upgrades in the amounts of \$26,000 and \$249,000, respectively. The Idling Improvement loan will mature on July 1, 2024, with an annual principal payment of \$1,759, commencing July 1, 2010. The Facility Upgrade loan has a \$16,630 annual principal repayment schedule beginning in 2011 and matures on July 1, 2025.

During 2011, Tacoma Rail obtained 10-year interest free Washington State loan from the Department of Transportation for locomotive repower in the amount of \$450,000. The Locomotive Repower will mature on May 1, 2022, with an annual principal payment of \$45,000, commencing May 1, 2013.

During 2012, Tacoma Rail obtained two 10-year interest free Washington State loans from the Department of Transportation for replacement of Annie tracks 1 and 2 and yard tracks 2, 3, and 4 in the amounts of \$612,000 and \$244,910, respectively. The Annie 1 & 2 Tracks loan will mature on June 1, 2022, with annual principal payment of \$61,200, commencing June 1, 2013. The Yard Tracks 2, 3, & 4 loan has a \$34,859 annual principal repayment schedule beginning in 2013 and matures on July 1, 2022.

During 2013 an additional draw was made on 2012 yard tracks 2, 3 and 4 loan in the amount of \$103,681. Tacoma Rail obtained three additional 10-year interest free Washington State loans from Department of Transportation for East 11<sup>th</sup> Street Crossing, Yard Tracks 5&6 and Port Pass in the amounts of \$347,320, \$363,938 and \$247,500 respectively. The East 11<sup>th</sup> Street Crossing loan will mature on May 1, 2023, with annual principal payments of \$34,732, commencing May 1, 2014. The Yard Tracks 5 & 6 loan has a \$36,394 annual principal repayment schedule beginning in 2014 and matures on July 1, 2023. The Port Pass loan has a \$25,000 annual repayment schedule beginning in 2015 and matures on June 1, 2024.

Tacoma Rail obtained the following five additional 10-year interest free Washington State loans from Department of Transportation in 2014.

	Repayment Schedule Loan Amo		Amount Drawn 2014	Annual Payment
Yard Tracks 8 & 9	4/2015-4/2024	\$ 618,626	\$ 618,626	\$ 61,863
N. Intermodal Yard Lead Track	5/2016-5/2025	366,387	366,387	36,639
East Loop 17th St	8/2016-8/2025	773,070	773,070	77,307
Taylor Way Track Rehab & Ext.	9/2016-9/2025	1,105,074	510,265	51,026
SR509 Track Improvement	11/2016-11/2025	1,037,012	-	-

Scheduled principal maturities on junior lien debts and interest payments are as follows:

	Principal	Interest	
2015	\$ 317,437	\$	-
2016	482,409		-
2017	482,409		-
2018	482,409		-
2019	482,409		-
2020-2024	2,058,800		-
2025	181,602		-
	\$ 4,487,475	\$	-

Tacoma Rail's revenue bonds are secured by the net revenue of Tacoma Rail and all cash and investments held in the bond fund. The bonds as well as junior liens are subject to certain financial and non-financial covenants

- NOTE 5 SIGNIFICANT CUSTOMER Tacoma Rail's predominate sources of revenue are Union Pacific (UP) and Burlington Northern Santa Fe (BNSF). Revenue from UP and BNSF represented 26% and 48% of total revenues, respectively, in 2014. Revenue in 2013 was 26% and 60%, respectively. Accounts receivable from UP and BNSF in 2014 represented 21% and 45% of total customer accounts receivable, respectively. Accounts receivable in 2013 was 24% and 52%, respectively.
- **NOTE 6 FLEET SERVICES FUND -** The Department of Public Utilities has established a Fleet Services Fund to perform scheduled maintenance, repair and replacement of the Department vehicles and related equipment.

Tacoma Rail pays the Fleet Services Fund for the use of the vehicles and equipment to cover fleet operating expenses. Payments made by Tacoma Rail in 2014 and 2013 were \$502,723 and \$483,567, respectively.

NOTE 7 SELF-INSURANCE FUND - The Department of Public Utilities maintains a self-insurance program and insurance policies. The Department has established a self-insurance fund to insure Tacoma Rail and other divisions within the Department for certain losses arising from personal and property damage claims by third parties. The major risks to Tacoma Rail are flooding, wind damage, chemical spills and earthquakes. Mitigating controls and emergency and business resumption plans are in place. To the extent damage or claims exceed insured values, rates may be impacted.

Tacoma Rail is required to make payments to the Self-Insurance Fund to cover claims incurred by Tacoma Rail and administrative expenses of the Fund. Tacoma Rail's premium payments totaled \$50,004 in 2014 and \$50,004 in 2013. Assets in the Self-Insurance Fund total \$6.2 million which exceeds accrued and incurred but not reported (IBNR) liabilities. Tacoma Rail's IBNR portion in the Self-Insurance Fund is \$2.3 million in 2014. Equity in the Self-Insurance Fund is transferred to the appropriate operating divisions in accordance with GASB 10. Management believes Tacoma Rail's investment in the Self-Insurance Fund is more than adequate to settle all its known or estimated claims.

The City purchased a \$15 million Fiduciary Liability Policy with a \$100,000 deductible that provides for wrongful acts arising out of the administration of the City's employee benefit programs and a \$1.0 million Crime policy for employee dishonesty and for fraudulent or dishonest act by employees against the City for loss of money, securities and property.

The insurance policies presently in effect include coverage on the Department's buildings and fleet vehicles as well as general liability and public official's liability. The current insurance policies have deductibles or self insured retentions of \$250,000 for buildings and vehicles and \$1.5 million for general comprehensive liability. The public official's policy has a \$200,000 deductible. The Department's total liability limit is \$60 million any one occurrence and \$60 million annual aggregate. The general government comprehensive liability policies provide \$15 million of excess coverage with \$3.0 million retention. The City has a policy to cover extraordinary worker's compensation claims with a statutory limit (\$1 million self insured retention).

NOTE 8 PENSION PLAN - Employees of Tacoma Rail are members of the United States Railroad Retirement System, in lieu of participating in Social Security and Tacoma Employees' Retirement System. The Railroad Retirement System is a payroll-based system. In 2014 and 2013, Tacoma Rail contributed \$1,859,639 and \$1,711,105, respectively, per structures set forth by the United States Railroad Retirement Board shown as follows:

	EARNINGS BASE			
	2014 2013			
Employer Tier I	\$ 117,000	\$ 113,700		
Employer Tier II	87,000	84,300		
Employer Medicare	No Limit	No Limit		

	TAX RATE		
	2014	2013	
Employer Tier I	6.20%	6.20%	
Employer Tier II	12.60%	12.60%	
Employer Medicare	1.45%	1.45%	

Information was unavailable to determine if an actuarial liability exists for the City, but the entire Federal system has an unfunded actuarial liability of \$50.6 billion as of December 31, 2010. There is currently no schedule to amortize the unfunded liability and the system is currently functioning on a pay-as-you-go basis. Rates are determined based on actuarial valuations, which occur every three years. The City's obligation is to pay, in full, the payroll withholdings to the system.

### NOTE 9 OTHER POST EMPLOYMENT BENEFITS (OPEB)

**PLAN DESCRIPTION** - The City charges some early retirees not yet eligible for Medicare a health premium based on the claims experience of active employees and retirees rather than based on the claims experience of retirees only. This difference is a benefit to the retirees, since health claims costs generally increase with age. GAAP requires that the portion of age-adjusted expected retiree health claims costs that exceed the premium charged to retirees be recognized as a liability for accounting purposes. The actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and are subject to continual revision as results are compared to past expectation and new estimates are made about the future.

**FUNDING POLICY** - The City uses pay as you go funding; contributions to a separate trust are not required.

**ANNUAL OPEB COST AND NET OPEB OBLIGATION** - The Present Value of Benefits (PVB) is the present value of projected benefits discounted at the valuation interest rate (3.75%).

The Actuarial Accrued Liability (AAL) is the portion of the present value of benefits attributed to past service only. The portion attributed to future employee service is excluded.

For inactive employees, the AAL is equal to the present value of benefits. For active employees, the actuarial present value of the projected benefits of each individual is allocated as a level percentage of expected salary for each year of employment between entry age (defined as age at hire) and assumed exit (until maximum retirement age). The portion attributed to service between entry age and the valuation date is the actuarial accrued liability.

The Normal Cost is that portion of the City provided benefit attributable to employee service in the current year.

The Annual Required Contribution (ARC) is the amount the City is required to report as an expense for the year. The ARC is equal to the Normal Cost plus an amount to amortize the Unfunded Actuarial Accrued Liability (UAAL) on a closed basis of 30 years, beginning January 1, 2007. The amortization period for 2014 is 23 years.

The ARC represents an accounting expense, but the City is not required to contribute the ARC to a separate trust. If the City does not set aside funds equal to the ARC (less current year benefit payments) each year, then the ARC (less benefit payments) will accumulate as a non-current liability (Net OPEB Obligation) on the statements of net position. The City has a Net OPEB Obligation as of December 31, 2014 as the City has not set aside funds for OPEB.

EXCISE TAX FOR HIGH COST OR "CADILLAC" HEALTH PLANS IN 2018 AND BEYOND — An excise tax for high cost health coverage or "Cadillac" health plans was included in the Affordable Care Act (ACA) passed into law in March 2010. The provision levies a 40% tax on the value of health plan costs that exceed certain thresholds for single coverage or family coverage. The 2018 annual thresholds for qualified retirees aged 55-64 are \$11,850 for single coverage and \$30,950 for a family plan. If, between 2010 and 2018, the cost of health care insurance rises more than 55%, the threshold for the excise tax will be adjusted.

The City believes that the current provisions of ACA should be reflected in the projection of benefits and therefore, the value of the excise tax is included in the valuation. It is assumed that there will be no changes to the current law and that there will be no changes in plan design to help mitigate the impact of the tax.

GASB Statement No. 45 indicates that the projection of benefits should include all benefits to be provided to retirees in accordance with the current "substantive" plan. The substantive plan refers to the plan terms as understood by the employer and plan members at the time of the valuation. For this reason, the City believes that the current provisions of PPACA should be reflected in the projection of benefits and therefore, the value of the excise tax is included in this valuation. It is assumed that there will be no changes to the current law and that there will be no changes in plan design to help mitigate the impact of the tax.

**SUMMARY OF CHANGES** – As of the January 1, 2013 valuation the total AAL was \$251,839,846, 3% lower than expected primarily due to lower than expected medical costs partially offset by the new excise tax for "Cadillac" health plans, demographic experience and assumptions, and economic assumptions.

The following table is a summary of valuation results with a comparison to the results from our last valuation.

	J	anuary 1, 2011	J	anuary 1, 2013
Total membership:				
Active employees		3,675		3,335
Terminated vested employees		363		394
Retired employees & dependents		790		846
Total		4,828		4,575
Annual Benefit Payments	\$	9,569,648	\$	9,887,335
Discount rate	Ψ	4.00%	Ψ	3.75%
Present Value of Benefits (PVB)	\$	319,550,419	\$	326,742,538
Actuarial Accrued Liability (AAL)	\$	248,571,791	\$	251,839,846
Assets	\$	-	\$	-
Unfunded Actuarial Accrued Liabitlity (UAAL)	\$	248,571,791	\$	251,839,846
N 10 1	•	5 550 050	•	5 404 507
Normal Cost	\$	5,559,350	\$	5,484,587
Annual Required Contribution (ARC)	\$	19,734,040	\$	20,058,760

The following table shows the total value of the benefits provided, the member paid premiums and the City paid benefits as of January 1, 2013.

Value of Subsidy at 3.75% Interest Rate	Total Value of Benefits	Member Paid Premiums	City Paid Benefits
Present Value of Benefits (PVB)	\$ 488,143,650	\$ 161,401,112	\$ 326,742,538
Actuarial Accrued Liability (AAL)	\$ 331,339,973	\$ 79,500,127	\$ 251,839,846
Normal Cost	\$ 11,227,919	\$ 5,743,332	\$ 5,484,587
Annual Benefit Payments	\$ 13,500,240	\$ 3,612,905	\$ 9,887,335

The following table shows the calculation of the Annual Required Contribution and Net OPEB Obligation for the City and for the Division as of December 31, 2014. This is recorded within Other Deferred Credits.

	City	 Division
Determination of Annual Required Contribution		
Normal Cost at Year-end	\$ 5,484,587	\$ 93,944
Amortization of UAAL	14,574,173	60,446
Annual Required Contribution (ARC)	\$ 20,058,760	\$ 154,390
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Determination of Net OPEB obligation:		
Annual Required Contribution (ARC)	\$ 20,058,760	\$ 154,390
Interest on prior year Net OPEB Obligation	2,104,155	9,808
Adjustments of ARC	(2,842,971)	(11,073)
Annual OPEB Cost	\$ 19,319,944	\$ 153,125
Actual benefits paid	(9,292,539)	(51,612)
Increase in Net OPEB Obligation	\$ 10,027,405	\$ 101,513
NET OPEB Obligation - beginning of year	56,110,801	261,551
NET OPEB Obligation - end of year	\$ 66,138,206	\$ 363,064

The Division has included the liability in other long-term liabilities on the statement of Net Position.

**FUNDED STATUS AND FUNDING PROGRESS -** The following table shows the annual OPEB cost and net OPEB obligation for three years. This table is based upon a 4.00% interest rate for 2012 and 3.75% for 2013 and 2014.

	Annual OP	Annual OPEB Cost		Benefits Paid Net OPEB Obligation		Benefits Paid N		Obligation
Year Ended	City	Division	City	Division	City	Division		
12/31/2012	\$ 19,469,177	\$ 195,524	\$ 9,393,431	\$ 102,935	\$ 46,469,368	\$ 182,685		
12/31/2013	19,528,767	153,838	9,887,334	74,972	56,110,801	261,551		
12/31/2014	19,319,944	153,125	9,292,539	51,612	66,138,206	363,064		

**ACTUARIAL METHODS AND ASSUMPTIONS -** The actuarial cost method used for determining the benefit obligations is the Entry Age Normal Cost Method. Under the principles of this method, the actuarial present value of the projected benefits of each individual included in the valuation is allocated as a level percentage of expected salary for each year of employment between entry age (defined as age at hire) and assumed exit (until maximum retirement age).

The portion of the actuarial present value allocated to a valuation year is called the normal cost. The portion of this actuarial present value not provided for at a valuation date by the sum of (a) the actuarial value of the assets, and (b) the actuarial present value of future normal costs is called the Unfunded Actuarial Accrued Liability (UAAL). In determining the Annual Required Contribution, the UAAL is amortized as a level percentage of expected payrolls for non-LEOFF 1 groups. For LEOFF 1, the UAAL is amortized as a level dollar amount. The amortization period was 30 years in 2007 and is now 23 years.

Actuarial Methods and Significant Actuarial Assumptions:

Valuation Date January 1, 2013 Census Date January 1, 2013

Actuarial Cost Method: Entry Age

Amoritization Method: Combination of level percentage and level dollar

amount, see note above.

Remaining Amortization Period: 23 years, closed

Demographic Assumptions: Demographic assumptions regarding retirement,

disability, and turnover are based upon pension

valuations for the various pension plans.

Actuarial Assumptions:

Discount Rate 3.75% for pay-as-you-go funding

Medical Cost Trend 2013 8.9%

2014 6.5% 2015 5.8% 2020 6.0% 2030 5.9% 2040 5.6%

The medical cost rate is assumed to continue grading downward until achieving the ultimate rate of 4.8% in 2083 and beyond. The first year trend reflects

assumed increases based on ACA fees. These trend rates assume that, over time, deductibles and out-of-pocket maximums will be periodically increased as medical trends increase. The trends above do not reflect increases in costs due to the excise tax.

**Economic Assumptions-Discount** 

Rate (Liabilities) 3.75%

Demographic Assumptions Eligibility:

Disability - Five years of service are required for non-

service connected disability.

Retirement - TERS members are eligible for retiree medical benefits after becoming eligible for service retirement pension benefits (either reduced or full

pension benefits):

- Age 55 with 10 years of service

-20 years of service

#### **NOTE 10 COMMITMENTS AND CONTINGENCIES**

LINK PETROLEUM PROJECT CUSTOMER DEPOSIT AND REFUND AGREEMENT - A contractual agreement was entered in 2009 between Tacoma Rail and Link Petroleum, Inc. Link Petroleum agreed to advance Tacoma Rail \$75,000 for track improvements on Tacoma Rail's property to efficiently and safely handle shipments leading to this customer's service facility. In return, Tacoma Rail agreed to refund the advance to the customer at a rate of \$150 per carload for each of the first 500 carloads handled at the facility, or through December 31, 2015, whichever event first occurs. As of December 31, 2014, the remaining deposit is \$45,900.

**GENERAL LEGAL MATTERS -** Tacoma Rail is involved in various litigations in the normal course of business. In the opinion of management, the ultimate outcome of these claims will not have a material effect on Tacoma Rail's financial position beyond amounts already accrued as of December 31, 2014.

TACOMA RAIL OPERATION OF CITY OF TACOMA, DEPARTMENT OF PUBLIC WORKS ("PUBLIC WORKS"), MOUNTAIN DIVISION - Public Works owns approximately 143 miles of track, called Mountain Division, that connects to Tacoma Rail track in Tacoma, Washington. Tacoma Rail is under contract with Public Works to perform as its operator through 2016. The agreement states that Public Works would fund Tacoma Rail for any operations on the Mountain Division.

# STATISTICAL DATA (Unaudited)

### TEN-YEAR FINANCIAL REVIEW

STATEMENTS OF NET POSITION	2014	2013	2012	2011
ASSETS				
Railway Plant - Net	\$21,058,809	\$18,015,675	\$16,258,926	\$13,958,818
Other Property and Special Funds .	65,104	65,110	397,381	399 <b>,</b> 607
Current and Accrued Assets	15,964,236	12,961,818	11,397,915	8,867,794
Other Assets				
TOTAL ASSETS	37,088,149	31,042,603	28,054,222	23,226,219
LIABILITIES				
Long-Term Debt	4,482,801	2,764,959	2,166,751	2,001,568
Current and Accrued Liabilities	4,096,245	3,232,279	3,920,067	1,762,532
Long-Term Liabilities	4,278,913	2,827,186	1,617,434	1,315,320
Total Liabilities	12,857,959	8,824,424	7,704,252	5,079,420
NET POSITION	24,230,190	22,218,179	20,349,970	18,146,799
TOTAL LIABILITIES AND NET POSITION .	\$37,088,149	\$31,042,603	\$28,054,222	\$23,226,219
STATEMENTS OF INCOME				
OPERATING REVENUES				
Switching Revenues	\$26,495,108	\$24,570,867	\$20,793,364	\$17,250,227
Other Operating Revenues	2,962,289	2,372,435	2,250,434	2,153,392
Total Operating Revenues	29,457,397	26,943,302	23,043,798	19,403,619
OPERATING EXPENSES				
Operation and Maintenance	25,063,534	22,348,268	18,962,149	16,117,560
Taxes	429,875	437,282	404,105	339,525
Depreciation	1,069,265	996,782	824,549	641,315
Total Operating Expenses	26,562,674	23,782,332	20,190,803	17,098,400
NET OPERATING INCOME (LOSS)	2,894,723	3,160,970	2,852,995	2,305,219
NON-OPERATING REVENUES (EXPENSE)				
Net Other Income	1,830,033	1,004,957	1,282,274	3,836,348
Interest Earned on Investments	72,535	21,155	81,907	132,196
Interest on Unfunded Debt	(34,122)	(45,941)	(62,090)	(80,959)
Total Non-Operating Revenues	1,868,446	980,171	1,302,091	3,887,585
TRANSFERS OUT				
City Gross Earnings Tax	2,440,631	2,240,525	1,931,338	1,632,180
Transfers to Other Funds	310,527	32,407	20,577	13,049
NET INCOME (LOSS)	\$2,012,011	\$1,868,209	\$2,203,171	\$4,547,575

In accordance with Governmental Accounting Standards Board Statement No. 65, both 2012 and 2011 were restated for comparative purposes. Years prior to 2011 are shown as originally reported.

2010	2009	2008	2007	2006	2005
\$9,446,780	\$9,813,322	\$9,422,038	\$7 <b>,</b> 931 <b>,</b> 353	\$7 <b>,</b> 554 <b>,</b> 726	\$7,456,261
400,792	406,268	414,059	2,199,564	2,340,445	885,204
8,686,413	8,474,144	8,912,688	7,691,279	5,939,738	6,156,457
6,103	7,121	8,138	9,155	10,151	_
18,540,088	18,700,855	18,756,923	17,831,351	15,845,060	14,497,922
2 101 571	2 641 116	2 070 270	2 711 105	2 022 200	2 217 000
2,101,571	2,641,116	2,878,279	3,711,125	3,833,389	2,317,000
1,602,400	1,569,847	1,768,188	1,403,086	2,300,300	1,775,528
1,226,721 4,930,692	1,634,512 5,845,475	1,245,906 5,892,373	643,203 5,757,414	528,548	437,044
13,609,396	12,855,380	12,864,550	12,073,937	9,182,823	9,968,350
\$18,540,088	\$18,700,855	\$18,756,923	\$17,831,351	\$15,845,060	\$14,497,922
\$14,580,858	\$13,365,092	\$14,690,148	\$15 <b>,</b> 632 <b>,</b> 973	\$12,664,741	\$14,672,745
898 <b>,</b> 739	1,212,804	3,718,926	2,980,855	2,347,726	629,227
15,479,597	14,577,896	18,409,074	18,613,828	15,012,467	15,301,972
13,942,626	14,235,461	16,126,814	14,940,364	14,457,946	12,762,618
261,854	214,935	270,106	265,425	218,687	243,571
706,323	577,643	611,148	739,485	751,910	706,272
14,910,803	15,028,039	17,008,068	15,945,274	15,428,543	13,712,461
568,794	(450,143)	1,401,006	2,668,554	(416,076)	1,589,511
1,524,627	1,678,847	860 <b>,</b> 497	1,298,744	889 <b>,</b> 414	442,549
74,327	139,662	264,272	251,757	128,085	150,468
(102,293)	(133,177)	(174,994)	(205,174)	(87,003)	(78,381)
1,496,661	1,685,332	949,775	1,345,327	930,496	514,636
_,,	_, ,	2 22, 170	_, ,	223, 230	3-1, 330
1,311,439	1,244,359	1,525,080	1,568,134	1,279,984	1,276,709
		35,088		98,501	88,415
\$754 <b>,</b> 016	(\$9,170)	\$790,613	\$2,445,747	(\$864,065)	\$739 <b>,</b> 023

### TEN-YEAR SWITCHING STATISTICS

	2014	2013	2012	2011
SWITCHING REVENUES				
Line Hauls	\$24,933,732	\$23,358,089	\$19,913,410	\$16,395,640
Local and Miscellaneous	1,561,376	1,212,778	879 <b>,</b> 954	854,587
TOTAL SWITCHING REVENUES	\$26,495,108	\$24,570,867	\$20,793,364	\$17,250,227
NUMBER OF CARS SWITCHED				
Line Hauls	105,079	97,536	89,554	66,440
Local and Miscellaneous	3,058	1,830	2,563	2,513
TOTAL NUMBER OF CARS SWITCHED	108,137	99,366	92,117	68,953
SWITCHING STATISTICS (AVERAGE)				
Revenue/Line Haul Car	\$237.29	\$239.48	\$222.36	\$246.77
Revenue/Local & Miscellaneous Car	\$510.59	\$662.72	\$343.33	\$340.07

2010	2009	2008	2007	2006	2005
\$13,744,377	\$12,735,114	\$14,277,743	\$15,303,787	\$12,110,422	\$14,087,830
836,481	629,978	412,405	329,186	554,319	584,915
\$14,580,858	\$13,365,092	\$14,690,148	\$15,632,973	\$12,664,741	\$14,672,745
70,574	58,892	74,940	81,366	97,923	116,353
2,601	2,032	2,254	2,050	2,151	2,121
73,175	60,924	77,194	83,416	100,074	118,474
\$194.75	\$216.25	\$190.52	\$188.09	\$123.67	\$121.08
\$321.60	\$310.03	\$182.97	\$160.58	\$257.70	\$275.77

### COMPARISON OF CARS SWITCHED AND SWITCHING REVENUES

	DECEMBER	DECEMBER	YEAR ENDED I	DECEMBER 31,
	2014	2013	2014	2013
SWITCHING REVENUES				
LINE HAULSINTERMODAL	\$863,769	\$836,252	\$11,324,149	\$11,317,295
LINE HAULSCOMMERCIAL	1,048,070	942,991	12,214,512	10,861,951
LINE HAULSCAPITAL DIVISION	94,992	95,765	1,395,071	1,178,843
MISCELLANEOUS SWITCHES	97,128	57,375	1,561,376	1,212,778
TOTAL SWITCHING REVENUES	\$2,103,959	\$1,932,383	\$26,495,108	\$24,570,867
SWITCHING ACTIVITIES (CARS)				
LINE HAULSINTERMODAL	5,323	4,986	69 <b>,</b> 872	64,981
LINE HAULSCOMMERCIAL	2,566	2,369	32,096	29,933
LINE HAULSCAPITAL DIVISION	212	213	3,111	2,622
MISCELLANEOUS SWITCHES	229	136	3,058	1,830
TOTAL CARS SWITCHED	8,330	7,704	108,137	99,366

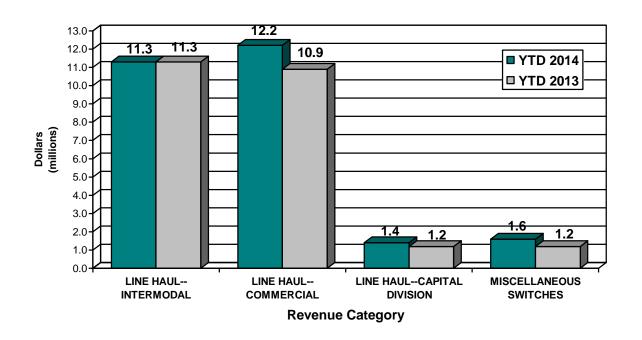
### FUNDS AVAILABLE FOR DEBT SERVICE

<u>-</u>	2014	2013	2012	2011	2010
Total Income	\$ 30,482,258	\$ 27,923,473	\$ 24,089,416	\$ 20,114,994	\$ 16,327,899
Less: Operating Exp	25,493,409	22,785,550	19,366,254	16,457,085	14,204,480
Income Available for Debt Service	\$ 4,988,849	\$ 5,137,923	\$ 4,723,162	\$ 3,657,909	\$ 2,123,419
Bond Redemption	\$ 223,288	\$ 211,648	\$ 200,614	\$ 190,156	\$ 180,242
Bond Interest	37,127	48,768	59,802	70,260	80,174
Debt Service Payable	\$ 260,415	\$ 260,416	\$ 260,416	\$ 260,416	\$ 260,416
Time Debt Service Covered	19.16	19.73	18.14	14.05	8.15

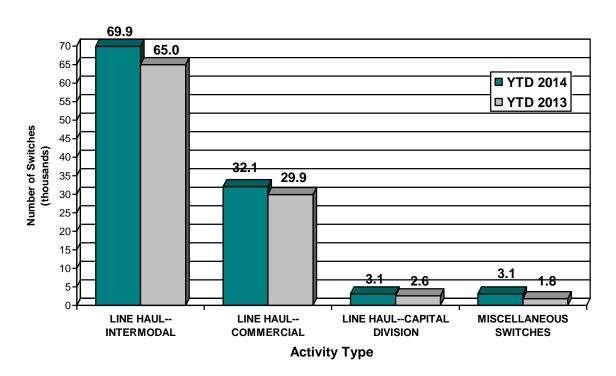
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FEDERAL		
Railroad Retirement	\$1,859,639	
Railroad Unemployment Insurance	12,153	
Total		\$1,871,792
STATE OF WASHINGTON		
Retail Sales & Use Tax	662,420	
Utility and Business Occupation Tax	428,545	
Total		1,090,965
CITY OF TACOMA		
Gross Earnings Tax		2,440,631
TOTAL TAXES		\$5,403,388
Taxes as a % of Total Operating Revenues of \$29,457,397		18.34%
, , , , , , , , , , , , , , , , , , ,		
EMPLOYEE WELFARE CONTRIBUTIONS		
Pierce County Medical Bureau	\$1,702,486	
Washington Dental Service	158,173	
Other Contributions	287,859	
TOTAL EMPLOYEE WELFARE CONTRIBUTIONS		\$2,148,518
		. ,

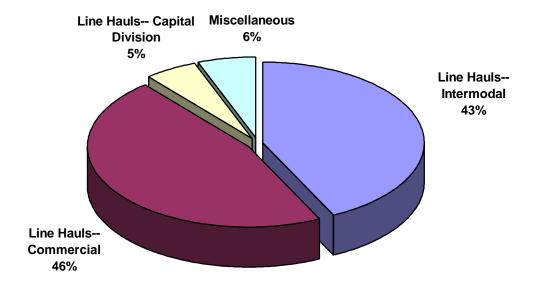
### SWITCHING REVENUES Year to Date - December 2014 & 2013



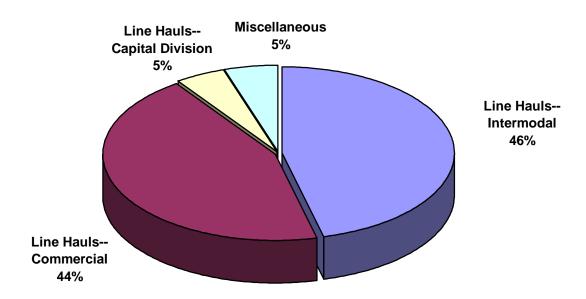
### SWITCHING ACTIVITIES Year to Date - December 2014 & 2013



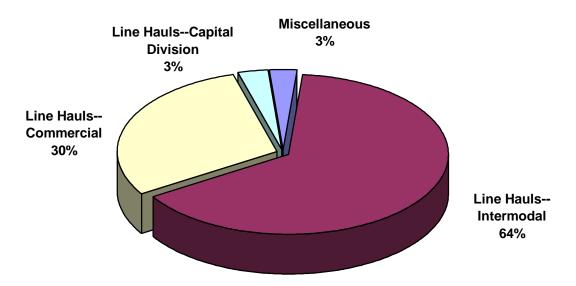
## SWITCHING REVENUES Year to Date - December 2014 (\$26,495,108)



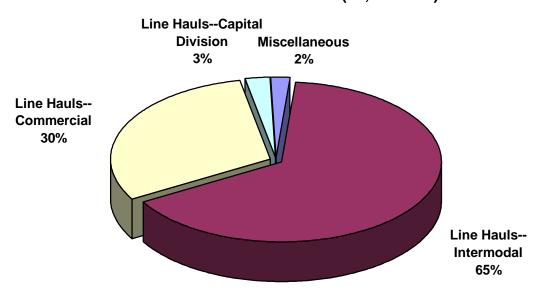
## SWITCHING REVENUES Year to Date - December 2013 (\$24,570,867)



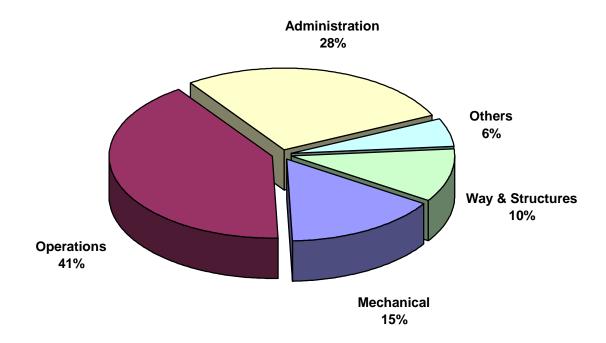
## SWITCHING ACTIVITY Year to Date - December 2014 (108,137 cars)



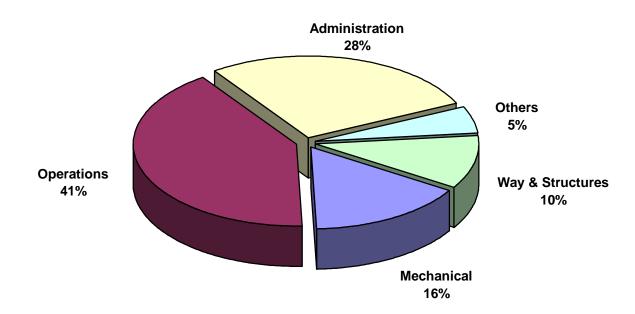
## SWITCHING ACTIVITY Year to Date - December 2013 (99,366 cars)



## TOTAL OPERATING EXPENSES Year to Date - December 2014 (\$26,562,674)



TOTAL OPERATING EXPENSES
Year to Date - December 2013 (\$23,782,332)



### 2014 SUPERINTENDENT'S REPORT TACOMA RAIL

Tacoma Rail continued to meet its primary goal of providing efficient, cost-effective rail service to the Port of Tacoma and Tacoma's industrial areas (Tidelands Division), Lakeview, and Olympia (Capital Division) and to Frederickson (Mountain Division) in 2014. It was a year of remarkable growth in terms of revenue with every succeeding month setting an all-time record. This record revenue was achieved without increasing rates and in spite of labor issues at West Coast marine terminals in the last two months of 2014.

Tacoma Rail entered the third year of its 20-year operating agreement with the Port of Tacoma establishing it as the Port's sole provider of rail service through 2033. Key performance indicators (KPIs) have been established to gauge the progress of improved rail service, management oversight through increased communication and the maintenance of the combined organizations' exceptional rates and service. All of this is geared to secure Tacoma Rail's future through alignment, control and efficiency that will lead to traffic volume growth in highly competitive transportation markets.

Tacoma Rail continued to build on its longstanding relationship with U. S. Oil and Refining Company at the latter's facility in the heart of the Tidelands Division. U. S. Oil shifted the sourcing of its refinery feedstock from ocean-transported Alaskan crude to the rail-served Bakken region of North Dakota in 2012. Construction was begun on the final phase of the multi-million dollar unit train unloading facility in August of 2014. Traffic volume steadily grew in 2014 as sourcing of crude oil expanded into the tars sands region of Albert, Canada. U.S. Oil rose to the number one position in terms of revenue generated from Rail's customer base.

### **TIDELANDS DIVISION**

Tacoma Rail continues to fund a volume incentive program to attract more intermodal business as part of its operating agreement with the Port of Tacoma. It also has expanded its unit train rate structure for crude oil to allow U.S. Oil to source product on Union Pacific Railroad as well as BNSF Railway.

Intermodal platforms
Unit train railcars
All others
Total line hauls

2014	2013	2012	2011	2010	2009
184,451	179,673	162,297	117,656	125,119	119,200
13,838	8,759	-	-	-	-
32,509	30,904	31,454	30,887	25,155	25,440
230,798	219,336	193,751	148,543	150,274	144,640

### **CAPITAL DIVISION**

The Port of Olympia continued to move ceramic sand via transload from ships to railcars bound for the shale oil producing region in North Dakota. It surpassed the all-time record for cars handled at 3,171 for the Division. These increased volumes coupled with the BNSF Railway's changes to its operating plan have presented severe challenges to Tacoma Rail's ability to efficiently service the Capital Division. The decline in crude oil prices caused a softening in the movement of ceramic sand in the last half of 2014, relieving some of the pressure on the division's infrastructure.

### **MOUNTAIN DIVISION**

Tacoma Rail operates the Mountain Division for the City of Tacoma's Department of Public Works. Tacoma Rail continued to divest parts of the Mountain Division no longer needed for freight service. Another 10 miles were added in 2014 to the existing operating lease with Western Washington Railroad. This brings the total WWR trackage to 30 miles between the end of the line in Chehalis to the northern junction with Tacoma Rail at Yelm. Mount Rainier Scenic Railroad continued to run their tourist steam train operations over a portion of their leased line between Eatonville and Morton. Tacoma Rail entered into a lease agreement with MRSR to lease Rail's passenger equipment enabling them to run enhanced excursion train service. Finally, sale of a 1.2-mile section of the Mountain Division from TR Junction to D Street to Sound Transit was approved by the Tacoma City Council and ST's board of directors. The transaction finally closed in January 2015. The Mountain Division operated at near-breakeven in 2014.

Dale W. King Superintendent

