



KOBAYASHI, KANETOKU, DOI, LUM & YASUDA CPAs LLC

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Financial Statements

June 30, 2013

(With Independent Auditors' Report Thereon)

Submitted by
**THE AUDITOR
STATE OF HAWAII**

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Financial Statements

June 30, 2013

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Independent Auditors' Report

The Auditor
State of Hawaii:

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of the Highways Division, Department of Transportation, State of Hawaii (the Highways Division), as of and for the year ended June 30, 2013, and the related notes to the basic financial statements, which collectively comprise the Highways Division's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Highways Division as of June 30, 2013, and the respective changes in financial position and the respective budgetary comparison of the State Highway Fund thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in note 1, the financial statements of the Highways Division are intended to present the financial position and the changes in financial position of only that portion of the governmental activities and each major fund of the State of Hawaii that is attributable to the transactions of the Highways Division. They do not purport to, and do not, present fairly the financial position of the State of Hawaii as of June 30, 2013, and the changes in its financial position for the year then ended in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Other Matter – Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 13 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 26, 2014, on our consideration of the Highways Division's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Highways Division's internal control over financial reporting and compliance.

Kobayashi, Kanda, Sai, Lano & Yano CPAs LLC

Honolulu, Hawaii
June 26, 2014

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Management's Discussion and Analysis – Unaudited

June 30, 2013

The following Management's Discussion and Analysis (MD&A) of the Highways Division, Department of Transportation, State of Hawaii (the Highways Division) activities and financial performance provides the reader with an introduction and overview to the financial statements of the Highways Division as of and for the year ended June 30, 2013. This discussion has been prepared by management and should be read in conjunction with the financial statements and the notes thereto, which follow this section.

The Territorial Highway Department was created by the Territorial Legislature on April 24, 1925 by Act 78 to qualify Hawaii for participation in the Federal-Aid Program. The purpose of the Federal-Aid Program was to ensure the development of an integrated network of highways in the United States. Congress defined that the Federal government would provide the funds for construction on a matching contribution basis while the State or its political subdivisions would administer the highway.

The Department of Transportation was created in 1959 by the Hawaii State Government Reorganization Act. In creating the new department, the legislature transferred the responsibilities of the old Highway Department to the Highways Division of the new Department of Transportation.

The mission of the Highways Division is to facilitate the rapid, safe, and economical movement of people and goods within the State by providing, maintaining, and operating land transportation facilities and support services. The major goals of the Highways Division are to plan, design, construct, and maintain highway facilities. In addition, the Highways Division, together with the Statewide Transportation Planning Office, implements innovative and diverse approaches to congestion management to increase the efficiency of the transportation system.

The Highways Division is managed by the Division Administrator. Each island in the system is managed by a district manager with the exception of the Maui District, which includes the islands of Molokai and Lanai. The Staff Services Office, headed by the Administrative Services Officer, is responsible for personnel, budget, procurement, financial management, method, standards and evaluation functions of the Highways Division. Other major functional operations within the Highways Division include Project Coordination and Technical Services Office, Engineering Services Office, Landscape Services Office, Motor Vehicle Safety Office, Planning Branch, Design Branch, Rights-of-Way Branch, Materials Testing and Research Branch, Construction and Maintenance Branch, and Traffic Branch.

FINANCIAL HIGHLIGHTS

Government-wide Financial Statements

The assets of the Highways Division exceeded its liabilities at June 30, 2013 by \$5 billion. Of this amount, \$198 million is considered unrestricted and may be used to meet the Highways Division's ongoing obligations.

**HIGHWAYS DIVISION
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Management's Discussion and Analysis – Unaudited

June 30, 2013

The current year change in net position was a decrease of \$48 million. This resulted from a deficiency of revenues under expenditures of \$41 million and a transfer of \$7 million to other State departments for debt service payments on general obligation bonds. The deficiency of revenues under expenditures was significantly impacted by depreciation expense of \$206 million.

Fund Financial Statements

At June 30, 2013, the Highways Division's Governmental Funds reported a combined ending fund balance of \$235 million. The combined fund balance decreased by \$22 million from the prior year's ending fund balance.

The Highways Division's State Highway Fund (SHF), the major operating fund, reported an ending fund balance of \$178 million. There was a \$29 million increase in fund balance for the year ended June 30, 2013.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Highways Division's basic financial statements. The Highways Division's basic financial statements consist of three sections: 1) government-wide financial statements, 2) fund financial statements and 3) notes to the basic financial statements. These sections are described as follows:

Government-Wide Financial Statements

The government-wide statements report information about the Highways Division as a whole in a manner similar to a private-sector business. The statements provide both long-term and short-term information about the Highways Division's overall financial status. They are prepared using the economic resources measurement focus and the accrual basis of accounting. They take into account all revenues and expenses connected with the fiscal year, regardless of when cash is received or paid. The government-wide financial statements include the following two statements:

The Statement of Net Position presents all of the Division's assets and liabilities, with the difference between the two reported as "net position." Over time, increases or decreases in the Highways Division's net position are an indicator of whether its financial health is improving or deteriorating.

The Statement of Activities presents information showing how the Highways Division's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of the related cash flows. Thus, revenues and expenses are reported in this statement for some items that will not result in cash flows until future fiscal periods.

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June 30, 2013

The Highways Division's activities are considered governmental activities and are primarily funded by taxes, charges for services, and intergovernmental revenues.

The government-wide financial statements can be found on pages 14 to 16 of this report.

Fund Financial Statements

Governmental Funds

A fund is a grouping of related accounts that are used to maintain control over resources that have been segregated for specific activities or objectives. The Highways Division, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All funds of the Highways Division are considered governmental funds.

The fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on the balances of spendable resources available at the end of the fiscal year. Fund financial statements are prepared using the current financial resources measurement focus and the modified-accrual basis of accounting. These statements provide a detailed short-term view of the Highways Division's finances that assist in determining whether there will be adequate financial resources available to meet the current needs of the Highways Division.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the Highways Division's near-term financing decisions. A reconciliation to facilitate this comparison between governmental fund financial statements and government-wide financial statements is included on pages 19 and 22 of this report.

The Highways Division has three governmental funds, all of which are considered major funds for presentation purposes. That is, each major fund is presented in a separate column in the governmental funds balance sheet and in the governmental funds statement of revenues, expenditures, and changes in fund balances. The Highways Division's three governmental funds are the State Highway Fund (SHF) (a Special Revenue Fund), the Debt Service Fund, and the Capital Projects Fund.

The governmental funds financial statements can be found on pages 17 through 22 of this report.

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June 30, 2013

Statement of Revenues and Expenditures—Budget and Actual—State Highway Fund (Non-GAAP Budgetary Basis)

The governmental funds financial statements are followed by a budgetary comparison statement, which compares the SHF's original budget, final budget, and actual amounts prepared on a budgetary basis. A reconciliation between the actual SHF revenues and expenditures compared to the SHF revenues and expenditures prepared for budgetary purposes is included in Note 3 to the basic financial statements.

The Statement of Revenues and Expenditures—Budget and Actual—State Highway Fund (Non-GAAP Budgetary Basis) can be found on page 23 of this report.

Fiduciary Funds

Fiduciary funds are used to account for assets held by the Highways Division on behalf of other departments of the State. The statement of fiduciary net position of the agency fund can be found on page 24.

Notes to the Basic Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and the governmental funds financial statements. The notes to the basic financial statements can be found on pages 25 through 53 of this report.

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GOVERNMENT-WIDE FINANCIAL ANALYSIS

Statements of Net Position

As noted earlier, net position may serve over time as a useful indicator of the Highways Division's financial position. The Highways Division's assets exceeded liabilities by \$5 billion at June 30, 2013 and 2012.

	<u>2013</u>	<u>2012</u>
Assets		
Current and other assets	\$ 342,969,471	\$ 377,354,145
Capital assets – net of accumulated depreciation	<u>5,093,534,558</u>	<u>5,147,810,133</u>
Total assets	<u>\$ 5,436,504,029</u>	<u>\$ 5,525,164,278</u>
Liabilities		
Current liabilities	\$ 106,016,018	\$ 117,622,964
Long-term liabilities	<u>414,279,098</u>	<u>443,629,252</u>
Total liabilities	<u>520,295,116</u>	<u>561,252,216</u>
Net Position		
Net investment in capital assets	4,703,335,458	4,775,723,985
Restricted	14,901,059	67,039,502
Unrestricted	<u>197,972,396</u>	<u>121,148,575</u>
Total net position	<u>4,916,208,913</u>	<u>4,963,912,062</u>
Total liabilities and net position	<u>\$ 5,436,504,029</u>	<u>\$ 5,525,164,278</u>

The largest portion of the Highways Division's net position (96 percent at June 30, 2013 and 2012) reflects its net investment in capital assets (e.g., land and land improvements, buildings and improvements, vehicles and equipment, and infrastructure), which is net of any related debt used to acquire those assets that is still outstanding. The Highways Division uses these capital assets to provide services to citizens; therefore, these assets are not available for future spending. Although the Highways Division's net investment in capital assets is reported net of related debt, it should be noted that the resources needed to repay the debt must be provided from other sources, since capital assets themselves cannot be used to liquidate these liabilities.

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An additional portion of the Highways Division's net position (1 percent at June 30, 2013 and 2012) represents resources that are subject to restrictions as to how they may be used. This primarily relates to net assets reserved for payment of the Highways Division's revenue bond debt service. The remaining balance of unrestricted net position may be used to meet the Highways Division's on-going obligations to citizens and creditors.

Capital assets – net decreased by \$54 million from June 30, 2012 to June 30, 2013 primarily because depreciation expense more than offset additions to construction in progress.

Long-term liabilities decreased by \$29 million from June 30, 2012 to June 30, 2013 primarily due to the payments made to the State of Hawaii revenue bonds.

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Statements of Activities

The following condensed financial information was derived from the government-wide Statements of Activities and reflects how the Highways Division's net position changed during the year.

	<u>2013</u>	<u>2012</u>
Expenses:		
Program expenses:		
Operations and maintenance	\$ 209,540,455	\$ 201,355,983
Depreciation expense	206,119,820	211,857,418
Administration of Highways Division	35,305,049	34,032,227
Debt service/interest expense	18,088,551	17,340,483
Motor Vehicle Safety Office	12,229,621	10,791,210
Surcharge on gross receipts	10,306,863	8,924,378
Capital projects	9,409,399	17,657,330
Loss on disposal of capital assets	298,584	906,164
Total expenses	<u>501,298,342</u>	<u>502,865,193</u>
Revenues:		
Program revenues:		
Operating grants and contributions	103,674,744	85,304,289
Capital grants and contributions	97,095,373	101,733,835
Charges for services	48,547,962	43,024,180
Total program revenues	<u>249,318,079</u>	<u>230,062,304</u>
General revenues:		
Taxes	207,944,400	194,007,289
Investment income and other	2,952,920	1,246,902
Total general revenues	<u>210,897,320</u>	<u>195,254,191</u>
Total revenues	<u>460,215,399</u>	<u>425,316,495</u>
Transfers	<u>(6,620,206)</u>	<u>(8,166,475)</u>
Change in net position	(47,703,149)	(85,715,173)
Net Position, beginning of year	<u>4,963,912,062</u>	<u>5,049,627,235</u>
Net Position, end of year	<u>\$ 4,916,208,913</u>	<u>\$ 4,963,912,062</u>

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June 30, 2013

Program revenues, which comprise charges for services as well as operating and capital grants, accounted for 54 percent of total revenues in fiscal years 2013 and 2012. The largest components of program revenues (81 percent for fiscal years 2013 and 2012) resulted from operating and capital grants and contributions primarily from the Federal Highway Administration for the maintenance and construction of roads and other infrastructure.

Revenues not classified as program revenues are considered general revenues and primarily consist of taxes.

The fiscal year 2013 decrease in net position of \$48 million resulted from the excess of expenses over revenues of \$41 million due primarily to depreciation expense of \$206 million and a transfer out of \$7 million to other State departments for the payment of debt service on general obligation bonds and capital improvement projects.

The fiscal year 2012 decrease in net position of \$86 million resulted from the excess of expenses over revenues of \$78 million due primarily to depreciation expense of \$212 million and a transfer out of \$8 million to other State departments for the payment of debt service on general obligation bonds.

FINANCIAL ANALYSIS OF THE DIVISION'S GOVERNMENTAL FUNDS

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

The focus of the Highways Division's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the Highways Division's financing requirements.

At June 30, 2013, the Highways Division's Governmental Funds reported combined ending fund balances of \$235 million, representing a decrease of \$22 million from the prior year. \$231 million of the fund balance is committed to indicate that amounts can only be used for specific purposes pursuant to formal action of the Legislature. \$2 million of the fund balance is restricted to indicate that amounts are restricted to specific purposes imposed by external parties.

At June 30, 2012, the Highways Division's Governmental Funds reported combined ending fund balances of \$256 million, representing an increase of \$83 million from the prior year. \$156 million of the fund balance is committed to indicate that amounts can only be used for specific purposes pursuant to formal action of the Legislature. \$100 million of the fund balance is restricted to indicate that amounts are restricted to specific purposes imposed by external parties.

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Management's Discussion and Analysis – Unaudited

June 30, 2013

The SHF is the major operating fund of the Highways Division. The State imposes taxes, fees, and charges relating to the operation and use of motor vehicles on the public highways of the State. These funds are deposited into the SHF established under Section 248-8, Hawaii Revised Statutes ("HRS"). Monies deposited in the SHF are used for acquisition, planning, design, construction, operation, repair, and maintenance of the State Highway System.

The current taxes, fees, and charges deposited to the SHF consist of: (1) the highway fuel taxes; (2) vehicle registration fees; (3) the vehicle weight tax; and (4) the rental motor vehicle and tour vehicle surcharge taxes. Together, these taxes, fees and charges accounted for most of the receipts of the SHF. Other sources of revenues include interest earnings on monies previously credited to the SHF, vehicle weight tax penalties, certain rental income from State Highway System properties, passenger motor vehicle inspection charges, overweight permits, sales of surplus lands, commercial license fees, and other miscellaneous revenues.

At June 30, 2013 and 2012, the total fund balance of the SHF was \$178 million and \$149 million, respectively. SHF's fund balance increased by \$29 million in the current year compared to a \$12 million increase in the prior year. During the current year, the Highways Division's charges for services increased by \$6 million from prior year due primarily to increases in the various fees and permit rates.

The Debt Service Fund ("DSF") is used to track the revenue bond debt service for the Highways Division. Debt service requirements are transferred from the SHF. The debt service expense on the government-wide financial statements was generally consistent from fiscal year 2012 to fiscal year 2013.

The Capital Projects Fund ("CPF") accounts for the Highways Division's capital improvements program. At June 30, 2013, the CPF had a total fund balance of \$57 million. The CPF fund balance decreased by \$50 million in fiscal year 2013 compared to a \$70 million increase in the prior year. The change from the prior year was due primarily to the issuance of State of Hawaii Revenue Bonds Series 2011A and 2011B in 2012.

STATE HIGHWAY FUND BUDGETARY HIGHLIGHTS

The final SHF budget had total revenues of \$248 million. The actual revenues on a budgetary basis were \$8 million more than the final budget, primarily due to an increase in rental motor and tour vehicle surcharge taxes, vehicle weight taxes, and other fees and penalties.

Expenditures on the budgetary actual basis were \$40 million lower than the final budgeted amounts. The difference was primarily due to significant repairs and maintenance work that was budgeted, but deferred into future periods as well as projects that were anticipated to be funded with state monies but subsequently approved for federal funding.

**HIGHWAYS DIVISION
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Management's Discussion and Analysis – Unaudited

June 30, 2013

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

The Highways Division's investment in capital assets as of June 30, 2013 amounted to \$5 billion, net of accumulated depreciation of \$5 billion. This investment in capital assets includes land and land improvements, buildings and building improvements, vehicles and equipment, infrastructure assets and construction in progress. Infrastructure assets consist of land, roadways, tunnels and bridges, and miscellaneous roadway components.

During fiscal year 2013, the Highways Division had bid openings for 12 projects, with contract amounts totaling approximately \$109 million. There were 3 projects on Oahu, 3 projects on Hawaii, 3 projects on Maui, (includes Molokai and Lanai), and 3 projects on Kauai.

During fiscal year 2012, the Highways Division put out 22 projects to bid with a contract amount of approximately \$22 million. There were 10 projects on Oahu, 4 projects on Hawaii, 6 project on Maui, (includes Molokai and Lanai), and 2 project on Kauai.

Additional information on the Highways Division's capital assets can be found in Note 8 to the basic financial statements.

Long-Term Debt

As of June 30, 2013, \$417 million in Highway Revenue Bonds were outstanding, compared to \$446 million as of June 30, 2012. These revenue bonds are payable solely from, and collateralized solely by, certain revenues held in the State Highway Fund. The proceeds of the revenue bonds are used to finance highway capital improvement projects and other related projects for the State Highways System.

See Notes 10 and 11 to the basic financial statements for additional information on Highway Revenue Bonds.

As of June 30, 2013, \$13 million in State of Hawaii General Obligation Bonds were outstanding, compared to \$18 million as of June 30, 2012. These bonds are considered general obligations of the State, and not the Highways Division. Accordingly, no amounts are recorded by the Highways Division for these liabilities. The Highways Division makes debt service payments to repay principal and interest on these amounts. The payments for the fiscal year ended June 30, 2013 amounted to \$5 million, and the amount was recorded as an other financing use and transfer out in the financial statements. See Note 12 to the basic financial statements for further information on general obligation bonds.

The Highways Division's revenue bond rating by Moody's Investors Service, Inc., Standard & Poor's Corporation, and Fitch IBCA, Inc. are "Aa2," "AA+," and "AA," respectively.

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Generally, a rating agency bases its rating on the information and materials furnished to it and on investigations, studies, and assumptions of its own. There is no assurance that such ratings will continue for any given period of time or that such ratings will not be revised downward, suspended, or withdrawn entirely by the rating agencies if, in the judgment of such rating agencies, circumstances so warrant. The State undertakes no responsibility to oppose any such revision, suspension, or withdrawal.

Additional information on the Highways Division's long-term liabilities can be found in Note 10 to the basic financial statements.

REQUEST FOR INFORMATION

This financial report is designed to provide a general overview of the Highways Division's finances for all interested parties. Questions concerning any of the information provided in this report or requests for additional information should be addressed to Gerald Dang, Administrative Services Officer, State of Hawaii, Department of Transportation, Highways Division, 869 Punchbowl Street, Honolulu, Hawaii, 96813.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Governmental Activities

Statement of Net Position

June 30, 2013

Assets:	
Cash and cash equivalents	\$ 251,738,879
Receivables, net of allowance for doubtful accounts:	
Due from U.S. government	35,287,491
Due from city and counties	11,794,277
Due from State of Hawaii	19,258
Other receivables	1,521,647
Prepaid expenses	1,184,232
Restricted cash and cash equivalents:	
Revenue bond debt service	29,208,317
Security deposits	10,720,445
Bond issuance costs, net of accumulated amortization of \$2,063,111	1,494,925
Capital assets, net of accumulated depreciation	<u>5,093,534,558</u>
Total assets	<u><u>\$ 5,436,504,029</u></u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
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Governmental Activities

Statement of Net Position

June 30, 2013

Liabilities:

Accounts payable	\$ 29,457,724
Accrued payroll	6,276,668
Contracts payable:	
Current portion	18,793,976
Retained payable	7,629,081
Payable from restricted assets:	
Revenue bonds payable - due within one year	19,155,000
Interest payable	10,053,317
Security deposits	10,720,445
Other liabilities	3,929,807
Long-term liabilities:	
Due within one year:	
Accrued vacation payable	3,551,713
Workers' compensation payable	805,288
Revenue bonds payable	8,530,000
Due after one year:	
Accrued vacation payable	7,878,910
Workers' compensation payable	3,818,822
Revenue bonds payable	389,694,365
Total liabilities	520,295,116

Net Position:

Net investment in capital assets	4,703,335,458
Restricted for debt service and capital activity	14,901,059
Unrestricted	197,972,396
Total net position	4,916,208,913
Total liabilities and net position	\$ 5,436,504,029

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Governmental Activities

Statement of Activities

Year Ended June 30, 2013

Expenses:

Operations and maintenance:	
Oahu highways and services	\$ 100,847,863
Hawaii highways and services	25,318,288
Maui highways and services	19,678,656
Kauai highways and services	14,556,166
Molokai highways and services	430,500
Lanai highways and services	259,179
Pass through for County highways and services	48,449,803
Depreciation expense	206,119,820
Administration of Highways Division	35,305,049
Motor Vehicle Safety Office	12,229,621
Surcharge on gross receipts	10,306,863
Capital projects	9,409,399
Loss on disposal of capital assets	298,584
Interest expense	18,088,551
	<hr/>
Total expenses	501,298,342

Program Revenues:

Operating grants and contributions	103,674,744
Capital grants and contributions	97,095,373
Charges for services:	
Vehicle registration fees	42,276,845
Other fees and permits	2,899,718
Penalties and fines	2,010,925
Rentals	1,360,474
	<hr/>
Total program revenues	249,318,079

General Revenues:

Taxes:	
State fuel taxes	85,774,825
Vehicle weight taxes and penalties	74,576,295
Rental motor and tour vehicle surcharge taxes	47,593,280
Investment income	2,352,444
Non-imposed fringe benefits	600,476
	<hr/>
Total general revenues	210,897,320
Deficiency of revenues under expenditures	(41,082,943)

Transfers

	<hr/>
Change in net position	(47,703,149)

Net Position:

Beginning of year	<hr/>
End of year	\$ 4,916,208,913

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Governmental Funds

Balance Sheet

June 30, 2013

	<u>State Highway Fund</u>	<u>Debt Service Fund</u>	<u>Capital Projects Fund</u>	<u>Total</u>
Assets:				
Cash and cash equivalents	\$ 134,524,105	\$ -	\$ 117,214,774	\$ 251,738,879
Receivables:				
Due from capital projects fund	53,338,024	-	-	53,338,024
Due from U.S. government	19,555,958	-	15,731,533	35,287,491
Due from city and counties	11,794,277	-	-	11,794,277
Due from State of Hawaii	19,258	-	-	19,258
Other receivables	601,669	-	-	601,669
Prepaid expenses	-	-	1,184,232	1,184,232
Restricted cash and cash equivalents:				
Revenue bond debt service	-	29,208,317	-	29,208,317
Security deposits	10,720,445	-	-	10,720,445
Total assets	<u>\$ 230,553,736</u>	<u>\$ 29,208,317</u>	<u>\$ 134,130,539</u>	<u>\$ 393,892,592</u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Governmental Funds

Balance Sheet

June 30, 2013

	State Highway Fund	Debt Service Fund	Capital Projects Fund	Total
Liabilities:				
Accounts payable	\$ 21,623,412	\$ -	\$ 7,834,312	\$ 29,457,724
Accrued payroll	6,276,668	-	-	6,276,668
Contracts payable:				
Current portion	6,360,901	-	12,433,075	18,793,976
Retainage payable	3,778,771	-	3,850,310	7,629,081
Payable from restricted assets:	-			
Matured bonds and interest payable	-	29,208,317	-	29,208,317
Security deposits	10,720,445	-	-	10,720,445
Due to State Highway Fund	-	-	53,338,024	53,338,024
Other liabilities	3,929,807	-	-	3,929,807
Total liabilities	52,690,004	29,208,317	77,455,721	159,354,042
Fund Balances:				
Restricted - Capital Projects Fund	-	-	2,152,562	2,152,562
Committed - State Highway Fund	177,863,732	-	53,338,024	231,201,756
Nonspendable - prepaid expenses	-	-	1,184,232	1,184,232
Total fund balances	177,863,732	-	56,674,818	234,538,550
Total liabilities and fund balances	\$ 230,553,736	\$ 29,208,317	\$ 134,130,539	\$ 393,892,592

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Reconciliation of the Governmental Funds Balance Sheet to the Statement of Net Position

June 30, 2013

Total Fund Balances - Governmental Funds	\$ 234,538,550
Amounts reported for governmental activities in the statement of net position are different because:	
Capital assets used in governmental activities are not financial resources and therefore are not reported in the Governmental Funds financial statements. These assets consist of:	
Governmental capital assets	\$ 10,092,953,226
Less accumulated depreciation	<u>(4,999,418,668)</u>
	5,093,534,558
Bonds issuance costs are recorded as expenditures in Governmental Funds financial statements when incurred. However, in Government-Wide financial statements, such amounts are recorded as a deferred charge and amortized over the life of the related bonds	
	1,494,925
Long-term liabilities are not due and payable in the current period and therefore are not reported in the Governmental Funds financial statements:	
Accrued vacation payable	(11,430,623)
Accrued workers' compensation payable	(4,624,110)
Revenue bonds payable	<u>(398,224,365)</u>
	(414,279,098)
Long term receivables are not due and receivable in the current period and therefore are not reported in the Governmental Funds financial statements	
	<u>919,978</u>
Net Position of Governmental Activities	<u><u>\$ 4,916,208,913</u></u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Governmental Funds

Statement of Revenues, Expenditures, and Changes in Fund Balances

Year Ended June 30, 2013

	<u>State Highway Fund</u>	<u>Debt Service Fund</u>	<u>Capital Projects Fund</u>	<u>Total</u>
Expenditures:				
Operations and maintenance:				
Oahu highways and services	\$ 100,857,955	\$ -	\$ -	\$ 100,857,955
Hawaii highways and services	25,529,959	-	-	25,529,959
Maui highways and services	19,911,630	-	-	19,911,630
Kauai highways and services	14,573,640	-	-	14,573,640
Molokai highways and services	430,500	-	-	430,500
Lanai highways and services	259,179	-	-	259,179
Pass through for County highways and services	48,449,803	-	-	48,449,803
Administration of Highways Division	38,250,851	-	-	38,250,851
Motor Vehicle Safety Office	12,229,621	-	-	12,229,621
Surcharge on gross receipts	10,306,863	-	-	10,306,863
Capital projects	-	-	157,939,333	157,939,333
Debt service:				
Principal payments	-	27,170,000	-	27,170,000
Interest expense	-	20,245,410	-	20,245,410
Total expenditures	<u>270,800,001</u>	<u>47,415,410</u>	<u>157,939,333</u>	<u>476,154,744</u>
Program Revenues:				
Charges for services:				
Vehicle registration fees	42,276,845	-	-	42,276,845
Other fees and permits	2,899,718	-	-	2,899,718
Penalties and fines	2,010,925	-	-	2,010,925
Rentals	1,360,474	-	-	1,360,474
Operating grants and contributions	104,648,888	-	-	104,648,888
Capital grants and contributions	-	-	97,095,373	97,095,373
Total program revenues	<u>153,196,850</u>	<u>-</u>	<u>97,095,373</u>	<u>250,292,223</u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Governmental Funds

Statement of Revenues, Expenditures, and Changes in Fund Balances

Year Ended June 30, 2013

	State Highway Fund	Debt Service Fund	Capital Projects Fund	Total
General Revenues:				
Taxes:				
State fuel taxes	\$ 85,774,825	\$ -	\$ -	\$ 85,774,825
Vehicle weights taxes and penalties	74,576,295	-	-	74,576,295
Rental motor and tour vehicle surcharge taxes	47,593,280	-	-	47,593,280
Investment income	2,352,444	-	-	2,352,444
Non-imposed fringe benefits	600,476	-	-	600,476
Total general revenues	210,897,320	-	-	210,897,320
Revenues over (under) expenditures	93,294,169	(47,415,410)	(60,843,960)	(14,965,201)
Other Financing (Uses) Sources:				
Transfers in	-	47,415,410	12,364,702	59,780,112
Transfers out	(64,600,318)	-	(1,800,000)	(66,400,318)
Total other financing (uses) sources	(64,600,318)	47,415,410	10,564,702	(6,620,206)
Revenues and other financing sources over expenditures and other financing uses	28,693,851	-	(50,279,258)	(21,585,407)
Fund Balances:				
Beginning of year	149,169,881	-	106,954,076	256,123,957
End of year	\$ 177,863,732	\$ -	\$ 56,674,818	\$ 234,538,550

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Reconciliation of the Governmental Funds Statement of Revenues, Expenditures, and
Changes in Fund Balances to the Statement of Activities

Year Ended June 30, 2013

Net Change in Fund Balances - Total Governmental Funds		\$ (21,585,407)
Amounts reported for governmental activities in the statement of activities are different because:		
Governmental funds report capital outlays as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense:		
Expenditures for capital assets	\$ 152,142,829	
Loss of disposal of capital assets	(298,584)	
Less current fiscal year depreciation	<u>(206,119,820)</u>	(54,275,575)
Repayment of bond principal is reported as expenditures in the Governmental Funds financial statements, but the repayment reduces long-term liabilities in the Government-Wide financial statements:		
Bond principal repayment	26,320,000	
Change in debt service liability recognized in debt service fund	<u>850,000</u>	27,170,000
Bond issue costs, original issue premium, and deferred amount on refunding are reported as incurred in governmental funds as they require the use of current financial resources. However, in the Government-Wide financial statements, these expenses are deferred and amortized to expense over the remaining life of the related bond:		
Amortization of bond premiums	2,916,797	
Amortization of deferred loss on refunding	(541,762)	
Amortization of deferred bond issuance costs	<u>(218,176)</u>	2,156,859
Other revenues and expenditures in the Government-Wide financial statements do not provide or use current financial resources and therefore are not reported as revenues and expenditures in Governmental Funds financial statements		
		<u>(1,169,026)</u>
Change in Net Position - Governmental Activities		<u><u>\$ (47,703,149)</u></u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

State Highway Fund

Statement of Revenues and Expenditures – Budget and Actual (Non-GAAP Budgetary Basis)

Year Ended June 30, 2013

	<u>Original</u>	<u>Final</u>	<u>Actual on Budgetary Basis</u>	<u>Variance Over (Under)</u>
Revenues:				
State fuel taxes	\$ 87,000,000	\$ 87,000,000	\$ 85,774,825	\$ (1,225,175)
Vehicle weights taxes	66,845,815	66,845,815	73,902,395	7,056,580
Rental motor and tour vehicle surcharge taxes	45,632,439	45,632,439	47,593,280	1,960,841
Vehicle registration fees	41,682,880	41,682,880	42,291,344	608,464
Investment income	1,130,000	1,130,000	102,822	(1,027,178)
Other fees and penalties	5,427,462	5,427,462	6,437,497	1,010,035
	<u>247,718,596</u>	<u>247,718,596</u>	<u>256,102,163</u>	<u>8,383,567</u>
Expenditures:				
Operations and maintenance:				
Oahu highways and services	100,158,216	100,651,505	92,679,313	(7,972,192)
Hawaii highways and services	29,783,139	30,060,149	16,976,538	(13,083,611)
Maui highways and services	26,599,796	27,210,867	22,431,193	(4,779,674)
Kauai highways and services	18,416,623	18,759,331	16,579,572	(2,179,759)
Molokai highways and services	3,026,990	3,052,411	2,045,855	(1,006,556)
Lanai highways and services	1,419,690	949,137	236,936	(712,201)
Administration of Highways Division including debt service	74,002,889	74,029,232	65,859,375	(8,169,857)
Surcharge on gross receipts	10,482,768	10,482,768	9,697,507	(785,261)
Motor Vehicle Safety Office	6,775,074	6,847,984	5,604,752	(1,243,232)
	<u>270,665,185</u>	<u>272,043,384</u>	<u>232,111,041</u>	<u>(39,932,343)</u>
Revenues over (under) expenditures and other uses	<u>\$ (22,946,589)</u>	<u>\$ (24,324,788)</u>	<u>\$ 23,991,122</u>	<u>\$ 48,315,910</u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Agency Fund

Statement of Fiduciary Net Position

June 30, 2013

Asset:

Cash and cash equivalents	<u>\$ 12,015,513</u>
Total asset	<u><u>\$ 12,015,513</u></u>

Liability:

Due to others	<u>\$ 12,015,513</u>
Total liability	<u><u>\$ 12,015,513</u></u>

See accompanying notes to the basic financial statements.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

(1) Financial Reporting Entity

Act 1, Session Laws of Hawaii (SLH), Second Special Session 1959, the Hawaii State Government Reorganization Act of 1959 (the Act), established the Department of Transportation (the Department) whose function is to establish, maintain, and operate transportation facilities of the State of Hawaii (the State), including highways, airports, harbors and such other transportation facilities and activities as may be authorized by law. The Department's activities are carried out through three primary operating divisions: Airports, Harbors, and Highways (the Highways Division). Through the Highways Division, the Department has general supervision of the management and maintenance of the State Highways System and the location, design, and construction of new highways and facilities. The Highways Division provides supervision to assure completion of State highway contracts in accordance with plans and specifications.

Taxes, fees and charges authorized and collected relating to the operation and use of motor vehicles on public highways of the State are deposited into the State Highway Fund, and expenditures for purposes of the Act are made from the State Highway Fund.

The State Highway Fund also includes the Motor Vehicle Safety Office (MVSO). The MVSO was originally established as the Highway Safety Coordinator's Office to implement the 1967 Hawaii Highway Safety Act. It was reorganized by the 1977 State Legislature to encompass the additional duty of the safety of operations of heavy motor vehicles. The MVSO is assigned as a staff office under the Highways Division.

(2) Significant Accounting Policies

Basis of Presentation

The Highways Division's financial statements are prepared in conformity with accounting principles generally accepted in the United States of America (GAAP).

Governmental Funds Financial Statements

The accounts of the Highways Division are organized on the basis of funds, each of which is considered a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues and expenditures. Government resources are allocated to and accounted for in individual funds based upon the purposes for which they are to be spent and the means by which spending activities are controlled. For financial reporting purposes, the Highways Division includes all funds that are controlled by or dependent on the Highways Division's administrative head. Control by or dependence on the Division was determined on the basis of statutory authority and monies flowing through the Highways Division to each fund or account.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

Governmental funds are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The Highways Division considers all revenues reported in the governmental funds to be available if the revenues are collected within 90 days after year-end. Revenues susceptible to accrual include federal grants and tax and fee revenues. Expenditures are recorded when the related fund liability is incurred, except for principal and interest on general long-term debt, claims and judgments, and compensated absences, which are recognized as expenditures when payment is due. General capital asset acquisitions are reported as expenditures in governmental funds. Proceeds of general long-term debt are reported as other financing sources.

A description of the funds administered by the Highways Division and included in the governmental funds financial statements follows:

State Highway Fund – The State Highway Fund generally accounts for revenues and expenditures for highway operations, maintenance and administration.

The State Highway Fund is a special revenue fund of the State established by Section 248-8, Hawaii Revised Statutes (HRS). All fuel taxes collected under Section 243-4, HRS except county fuel taxes, aviation fuel taxes, and taxes on fuel sold for use by small boats are deposited in the State Highway Fund.

Section 248-9, HRS provides that monies in the State Highway Fund shall be expendable by the Department of Transportation for the design, construction, reconstruction, repair and maintenance, and for acquisition of rights-of-way for public highways included in the State Highway Fund established under Section 264-41, HRS.

Debt Service Fund – The Debt Service Fund accounts for the Highways Division's financial resources obtained and used for the payment of principal and interest on State of Hawaii Highway Revenue Bonds.

Capital Projects Fund – The Capital Projects Fund accounts for the Highways Division's construction projects and the related sources of financing.

The accompanying financial statements include highway projects authorized by legislative acts through June 30, 2013.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

The Governmental Accounting Standards Board (GASB) Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*, provides guidance on classifying fund balances into specially defined classifications and clarifies definitions for governmental fund types.

Nonspendable Fund Balance – Balances that cannot be spent because they are either (a) not in spendable form or (b) legally or contractually required to be maintained intact.

Restricted Fund Balance – Balances that are restricted for specific purposes by external parties such as creditors, grantors or other governments.

Committed Fund Balance – Balances that can only be used for specific purposes pursuant to constraints imposed by formal action of the state legislature.

Assigned – Balances that are constrained by management to be used for specific purposes, but are neither restricted nor committed.

Unassigned – Residual balances that are not contained in the other classifications.

Government-Wide Financial Statements

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met. The effect of interfund activity has been removed from these financial statements.

Statement of Net Position – The statement of net position includes all capital assets and long-term liabilities that are excluded from the Governmental Funds financial statements. The net position is reported in three categories: net investment in capital assets; restricted for debt service and capital activity; and unrestricted.

Statement of Activities – The statement of activities reports expenses and revenues in a format that focuses on the cost of the Highways Division's programs. Revenues are classified as either program revenues or general revenues. Program revenues include charges paid by users, as well as capital or operating grants. Revenues that are not classified as program revenues, including all taxes are presented as general revenues.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

Fiduciary Fund Financial Statement

The agency fund is used to account for assets held by the Highways Division on behalf of other departments of the State. Cash and cash equivalents reported in the agency fund statement of fiduciary net position consist of amounts held in State Treasury, including deposits received and held for others in the amount of \$12,015,513 at June 30, 2013.

Cash and Cash Equivalents

Cash and cash equivalents consist of amounts held in State Treasury as discussed in Note 4.

Restricted Cash and Cash Equivalents

Restricted cash and cash equivalents consist of amounts held in State Treasury, the use of which is legally restricted. Restricted cash and cash equivalents accounts for the principal and interest amounts accumulated to make debt service payments on the Highways Division's revenue bonds and also include security deposits collected from third parties.

Receivables

Receivables are reported at their gross value when earned and are reduced by the estimated portion that is expected to be uncollectible. The allowance for uncollectible accounts is based on collection history and current information regarding the credit worthiness of the tenants and others doing business with the Highways Division. When continued collection activity results in receipt of amounts previously written off, revenue is recognized for the amount collected.

Capital Assets

Capital assets, which include land and land improvements, buildings and improvements, vehicles and equipment, infrastructure (i.e. roads, bridges, tunnels), and construction in progress, are reported in the government-wide statement of net position. Such assets are recorded at cost or at estimated fair market value at the date of donation. Capital outlays are recorded as expenditures of the State Highway Fund or Capital Projects Fund in the governmental funds and as assets in the government-wide statement of net assets to the extent the capitalization threshold is met.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

Capital assets are depreciated by the straight-line method over their useful lives estimated by management as follows:

<u>Class of Assets</u>	<u>Estimated Useful Life</u>	<u>Capitalization Threshold</u>
Land improvements	15 years	\$ 100,000
Buildings	30 years	\$ 100,000
Building improvements	30 years	\$ 100,000
Vehicles and equipment	5 to 7 years	\$ 5,000
Infrastructure	28 to 75 years	\$ 100,000

Disposals of assets are recorded by removing the costs and related accumulated depreciation from the accounts with the resulting gain or loss recorded in operations.

Repairs and maintenance, and minor replacements, renewals, and betterments are charged against operations. Major replacements, renewals, and betterments are capitalized.

Accrued Vacation and Compensatory Pay

The Highways Division accrues all vacation and compensatory pay at current salary rates, including additional amounts for certain salary-related expenses associated with the payment of compensated absences, in accordance with GASB Statement No. 16, *Accounting for Compensated Absences*. Vacation is earned at the rate of 168 or 96 hours per calendar year, depending on the employee's date of hire. Accumulation of such vacation is limited to 720 hours at calendar year-end and is convertible to pay upon termination of employment.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities. Bond premiums, issuance costs, and deferred amounts on refunding are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium and deferred amounts on refunding. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt.

In the governmental funds financial statements, bond premiums and issuance costs are recognized as paid. The face amount of debt and any related premium are reported as other financing sources. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

Employees' Retirement System

The Highways Division's contributions to the Employees' Retirement System of the State of Hawaii (ERS) are based on the current contribution rate determined by the State Department of Budget and Finance. The Highways Division's policy is to fund its required contribution each pay period.

Risk Management

The Highways Division is exposed to various risks of loss from torts; theft of, damage to, or destruction of assets; errors or omissions; natural disasters; and injuries to employees. The State is self-insured for workers' compensation as discussed in Note 17. Liabilities related to these losses are reported when it is probable that the losses have occurred and the amount of those losses can be reasonably estimated.

Intrafund and Interfund Transactions

Significant transfers of financial resources between activities included within the same fund are offset within that fund. Transfers of revenues from funds authorized to receive them to funds authorized to expend them have been recorded as operating transfers in the financial statements.

Use of Estimates

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

Recently Issued Accounting Pronouncements

The Highways Division has implemented or is currently analyzing its accounting practices to determine the potential impact on the financial statements for the following GASB Statements:

In December 2010, GASB issued Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. The objective of this Statement is to enhance the usefulness of the Codification of Governmental Accounting and Financial Reporting Standards by incorporating guidance that previously could only be found in certain FASB and AICPA pronouncements. The Highways Division implemented the provisions of this Statement, which did not have an effect on the financial statements for the fiscal year ended June 30, 2013.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

In June 2011, GASB issued Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*, which provides financial reporting guidance for deferred outflows of resources and deferred inflows of resources (i.e., the consumption of net assets by the government that is applicable to a future reporting period and the acquisition of net assets by the government that is applicable to a future reporting period, respectively). This Statement also amends the net assets reporting requirements in Statement No. 34, *Basic Financial Statements—and Management’s Discussion and Analysis—for State and Local Governments*, and other pronouncements by incorporating deferred outflows of resources and deferred inflows of resources into the definitions of the required components of the residual measure and by renaming that measure as net position, rather than net assets. The Highways Division implemented the provisions of this Statement and renamed net assets as net position for the fiscal year ended June 30, 2013. The Highways Division did not have any deferred outflows or inflows of resources identified in this Statement.

In March 2012, GASB issued Statement No. 65, *Items Previously Reported as Assets and Liabilities*. This Statement establishes accounting and financial reporting standards that reclassify, as deferred outflows of resources or deferred inflows of resources, certain items that were previously reported as assets and liabilities and recognizes, as outflows of resources or inflows of resources, certain items that were previously reported as assets and liabilities. Application of this Statement is effective for the Highways Division’s fiscal year ending June 30, 2014, with early adoption encouraged.

In March 2012, GASB issued Statement No. 66, *Technical Corrections—2012—An Amendment of GASB Statements No. 10 and No. 62*. This Statement enhances the usefulness of financial reports by resolving conflicting accounting and financial reporting guidance that could diminish the consistency of financial reporting. The application of this Statement is effective for the Highways Division’s fiscal year ending June 30, 2014, with early adoption encouraged.

In June 2012, GASB issued Statement No. 68, *Accounting and Financial Reporting for Pensions—An Amendment of GASB Statement No. 27*. The objective of this Statement is to improve accounting and financial reporting by state and local governments for pensions. This Statement establishes standards for measuring and recognizing liabilities, deferred outflows of resources, and deferred inflows of resources, and expense/expenditures. Note disclosure and required supplementary information requirements about pensions also are addressed.

In financial statements prepared using the economic resources measurement focus and accrual basis of accounting, a cost-sharing employer that does not have a special funding situation is required to recognize a liability for its proportionate share of the net pension liability (of all employers for benefits provided through the pension plan) - the collective net pension liability. A cost-sharing employer is required to recognize pension expense and report deferred outflows of resources and deferred inflows of resources related to pensions for its proportionate share of collective pension expense and collective deferred outflows of resources and deferred inflows of resources related to pensions.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

Application of this Statement is effective for the Highways Division's fiscal year ending June 30, 2015, with early adoption encouraged.

In January 2013, GASB issued Statement No. 69, *Government Combinations and Disposals of Government Operations*. This Statement establishes accounting and financial reporting standards related to government combinations and disposals of government operations. The application of this Statement is effective for the Highways Division's fiscal year ending June 30, 2015, with early adoption encouraged.

In April 2013, GASB issued Statement No. 70, *Accounting and Financial Reporting for Nonexchange Financial Guarantees*. The objective of this Statement is to improve accounting and financial reporting by governments extending and receiving nonexchange financial guarantees. The application of this Statement is effective for the Highways Division's fiscal year ending June 30, 2014, with early adoption encouraged.

In November 2013, GASB issued Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date – An Amendment of GASB Statement No. 68*. The objective of this Statement is to improve accounting and financial reporting by addressing an issue in Statement No. 68 concerning provisions related to certain pension contributions made to defined benefit pension plans prior to implementation of that Statement. The application of this Statement should be applied simultaneously with the provisions of Statement No. 68, which is effective for the Highways Division's fiscal year ending June 30, 2015, with early adoption encouraged.

(3) Budget and Budgetary Accounting

State Highway Fund

In the statement of revenues and expenditures - budget and actual (non-GAAP budgetary basis) for the State Highway Fund, amounts reflected as original and amended budgeted revenues are the official estimates as compiled by the Highways Division's management and the State Department of Budget and Finance at the time of budget consideration and adoption by the State Legislature. Revenue received from federal grants-in-aid is not included in the statement of revenues and expenditures - budget and actual (non-GAAP budgetary basis) for the State Highway Fund since such grants are normally reimbursements of costs incurred on approved projects.

In the case of expenditures, the original and amended budgeted amounts reflected on the statement of revenues and expenditures - budget and actual (non-GAAP budgetary basis) for the State Highway Fund are derived primarily from acts of the State Legislature and from other authorizations contained in other specific appropriation acts in various Session Laws of Hawaii.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

Allotments are made and expenditures are controlled at the program level reflected in the statement of revenues and expenditures - budget and actual (non-GAAP budgetary basis) for the State Highway Fund. Allotments for the State Highway Fund lapse at year-end.

The reconciliation of the budgetary actual revenues over expenditures as shown on the statement of revenues and expenditures - budget and actual (non-GAAP budgetary basis) for the State Highway Fund to the Governmental Funds statement of revenues, expenditures, and changes in fund balances for the State Highway Fund is as follows:

Revenues over expenditures and other uses, non-GAAP budgetary basis	\$ 23,991,122
Federal grants in aid	104,648,888
Operating transfers out of the Highways Division for debt service	4,820,206
Operating transfers out of the Highways Division for capital improvements	1,800,000
Pass through expenditures for county projects	(48,449,803)
Net increase in the fair value of amounts held in State Treasury	1,905,591
Other adjustments to modified accrual basis of accounting	<u>4,578,165</u>
Revenues over expenditures, before transfers, GAAP basis	<u><u>\$ 93,294,169</u></u>

Capital Projects Fund

Excess Capital Projects Fund allotments lapse after completion of the project, which is generally two or three years subsequent to allotment. Funds allotted as part of a qualified federal award program do not lapse.

**HIGHWAYS DIVISION
DEPARTMENT OF TRANSPORTATION
STATE OF HAWAII**

Notes to the Basic Financial Statements

June 30, 2013

(4) Cash and Cash Equivalents

Cash and cash equivalents at June 30, 2013, consisted of amounts held in State Treasury and are reflected in the accompanying financial statements at June 30, 2013 as follows:

	Governmental Activities	Agency Fund	Total
Cash and cash equivalents	\$ 251,738,879	\$ 12,015,513	\$ 263,754,392
Restricted cash and cash equivalents:			
Reserve bond debt service	29,208,317	-	29,208,317
Security deposits	10,720,445	-	10,720,445
Total cash and cash equivalents	\$ 291,667,641	\$ 12,015,513	\$ 303,683,154

Amounts Held in State Treasury

At June 30, 2013, amounts held in State Treasury reflect the Highways Division's relative position in the State's investment pool and amounted to \$303,683,154.

The State maintains an investment pool that is used by various state departments and agencies, including the Highways Division. The State Director of Finance (the Director) is responsible for safekeeping of all monies paid into the State Treasury. The Director pools and invests any monies of the State, which, in the Director's judgment, are in excess of amounts necessary for meeting the specific requirements of the State.

Interest Rate Risk

As a means of limiting its exposure to fair value losses arising from rising interest rates, the State's investment policy generally limits maturities on investments to not more than five years from the date of investment.

Credit Risk

The State's investment policy limits its investments to investments in state and U.S. Treasury securities, time certificates of deposit, U.S. government or agency obligations, repurchase agreements, commercial paper, banker's acceptances, and money market funds.

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Custodial Risk

For bank accounts, custodial risk is the risk that in the event of a bank failure, the State's deposits may not be returned to it. For demand or checking accounts and time certificates of deposit, the State requires that the depository banks pledge collateral based on the daily available bank balances to limit its exposure to custodial credit risk. The use of daily available bank balances to determine collateral requirements results in the available balances being under-collateralized at times during the fiscal year. All securities pledged as collateral are held either by the State Treasury or by the State's fiscal agents in the name of the State. The State also requires that no more than 60% of the State's total funds available for deposit and on deposit in the State Treasury may be deposited in any one financial institution.

For an investment, custodial risk is the risk that, in the event of the failure of the counterparty, the State will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The State's investments are held at broker/dealer firms, which are protected by the Securities Investor Protection Corporation (SIPC) up to a maximum amount. Further, excess-SIPC coverage is provided by the firms' insurance policies. In addition, the State requires the institutions to set aside in safekeeping certain types of securities to collateralize repurchase agreements. The State monitors the market value of these securities and obtains additional collateral when appropriate.

Concentration of Credit Risk

The State's policy provides guidelines for portfolio diversification by placing limits on the amount the State may invest in any one issuer, types of investment instruments, and position limits per issue of an investment instrument.

Information relating to the amounts held in State Treasury is determined on a statewide basis and not for individual departments or agencies. Information regarding the carrying amount and corresponding bank balances of the investment pool and collateralization of the investment pool balances, as well as custodial credit risk, interest rate risk, concentration of credit risk, and foreign currency risk, is included in the Comprehensive Annual Financial Report (CAFR) of the State.

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The Highways Division's share of the State's investment pool, as provided in the fiscal year 2013 CAFR of the State and summarized in the table below (amounts in thousands), was 11% at June 30, 2013:

	Fair Value	Maturity (in Years)		
		Less than 1	1-5	>5
Investments - Primary Government:				
Time certificates of deposit	\$ 976,243	\$ 878,619	\$ 97,624	\$ -
U.S. government securities	1,092,462	567,854	320,667	203,941
Repurchase agreements	255,683	219,887	35,796	-
	<u>\$ 2,324,388</u>	<u>\$ 1,666,360</u>	<u>\$ 454,087</u>	<u>\$ 203,941</u>
Investments - Fiduciary Funds:				
Time certificates of deposit	\$ 166,308	\$ 149,677	\$ 16,631	\$ -
U.S. government securities	186,106	99,614	50,716	35,776
Repurchase agreements	43,557	37,459	6,098	-
	<u>\$ 395,971</u>	<u>\$ 286,750</u>	<u>\$ 73,445</u>	<u>\$ 35,776</u>

At June 30, 2012, a portion of the State's investment pool was invested in auction rate securities collateralized by student loans issued by the federal government. The State settled its position in these auction rate securities during the year ended June 30, 2013. During fiscal year 2013, the Highways Division's allocated share of the adjustment to record the gain on the final settlement amounted to \$1,905,591. This amount is included in investment income in the accompanying financial statements.

(5) Tax and Fee Revenues

State Fuel Tax

The primary source of revenue for the State Highway Fund is the state tax on liquid (motor vehicle) fuel. For fiscal year 2013, the tax imposed on each gallon of fuel was as follows:

Gasoline	17 cents
Diesel fuel:	
Non-highway use	2 cents
Highway use	17 cents
Liquefied petroleum gas	5.2 cents

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Vehicle Weight Tax and Penalties

The vehicle weight tax was 1.75 to 2.25 cents per pound of net vehicle weight, to a maximum of \$300 per vehicle.

Rental Motor and Tour Vehicle Surcharge Taxes

The rental motor vehicle surcharge tax was \$3.00 a day that a rental motor vehicle is rented or leased.

The tour vehicle surcharge tax was \$65 a month for tour vehicles categorized by the Public Utilities Commission as an over 25-passenger carrier vehicle and \$15 a month for tour vehicles categorized as an 8 to 25 passenger carrier vehicle.

Vehicle Registration and Motor Carrier Safety Inspection Fees

The vehicle registration fee was \$45 per vehicle, of which \$5 is earmarked for deposit into the Emergency Medical Services (EMS) special fund. During the year ended June 30, 2013 the Highways Division collected approximately \$5,411,000 on behalf of the EMS special fund.

All amounts were disbursed to the EMS special fund. Accordingly, no amounts are reported in the financial statements at June 30, 2013. The motor carrier safety inspection fee was \$1.50 per vehicle every six months.

(6) Federal Grants-In-Aid

The Highways Division has projects in progress in which part of the funding is being provided by the Federal Highway Administration (FHWA) through grants-in-aid. Such projects are generally accounted for in the Capital Projects and State Highway Funds. At June 30, 2013, receivables totaling \$35,287,491 from the U.S. government are comprised of billed costs, pending reimbursement, as well as unbilled costs, which are eligible for reimbursement.

In addition, the MVSO has projects in progress in which part of the funding is being provided through federal grants-in-aid. The grants contain various compliance requirements, which must be met by the MVSO, including a matching of the grant amounts with state and local highway safety expenditures as defined in a formula. MVSO's matching requirement is met through the expenditures of the Division of Driver Education, The Judiciary, State of Hawaii. Cost reimbursement by the FHWA and National Highway Traffic Safety Administration (NHTSA) are subject to final audit by federal agencies. In addition, FHWA and NHTSA reserve the right to examine the Highways Division for economy, efficiency, and program results. The Highways Division's management believes that any federal aid received as of June 30, 2013 that might be required to be repaid to the FHWA or NHTSA based on federal audits would not be material to the

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financial position of the various funds of the Highways Division at June 30, 2013, or the results of operations of such funds for the year then ended.

(7) Non-Imposed Fringe Benefits

Payroll fringe benefit costs of employees of the Highways Division are assumed by the State and are not charged to the Highways Division's operating funds. These costs totaling \$600,476 for fiscal year 2013 have been reported as revenues and expenditures in the State Highway Fund.

(8) Capital Assets

Changes in capital assets during the year ended June 30, 2013 was as follows:

	Balance July 1, 2012	Additions	Deductions	Transfers	Balance June 30, 2013
Nondepreciable assets:					
Land	\$ 435,698,090	\$ 2,415,243	\$ (5,000)	\$ -	\$ 438,108,333
Construction in progress	323,819,101	146,114,695		(201,968,931)	267,964,865
Software under development	9,949,852	3,073,982	-	-	13,023,834
Infrastructure	819,369,450	-	-	-	819,369,450
Total undepreciable assets	<u>1,588,836,493</u>	<u>151,603,920</u>	<u>(5,000)</u>	<u>(201,968,931)</u>	<u>1,538,466,482</u>
Depreciable assets:					
Land improvements	2,215,473	-	-	-	2,215,473
Building and improvements	41,937,855	-	-	2,742,389	44,680,244
Vehicles and equipment	58,363,310	538,911	(13,758)	-	58,888,463
Infrastructure	8,251,067,851	-	(1,591,829)	199,226,542	8,448,702,564
	8,353,584,489	538,911	(1,605,587)	201,968,931	8,554,486,744
Less accumulated depreciation	<u>(4,794,610,849)</u>	<u>(206,119,820)</u>	<u>1,312,001</u>	<u>-</u>	<u>(4,999,418,668)</u>
Total depreciable assets, net	<u>3,558,973,640</u>	<u>(205,580,909)</u>	<u>(293,586)</u>	<u>201,968,931</u>	<u>3,555,068,076</u>
Total capital assets, net	<u>\$ 5,147,810,133</u>	<u>\$ (53,976,989)</u>	<u>\$ (298,586)</u>	<u>\$ -</u>	<u>\$ 5,093,534,558</u>

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(9) Net Position

At June 30, 2013 net position consisted of the following:

Net investment in capital assets:	
Net property, plant and equipment	\$ 5,093,534,558
Less: Revenue bonds payable	(417,379,365)
Add: Unspent debt proceeds	<u>27,180,265</u>
Total net investment in capital assets	<u>4,703,335,458</u>
Restricted for Debt Service and Capital Activity:	
Restricted for capital projects	2,152,562
Restricted for debt service	29,208,317
Restricted for security deposits	10,720,445
Less: Unspent debt proceeds	<u>(27,180,265)</u>
Total restricted for debt service and capital activity	<u>14,901,059</u>
Unrestricted	<u>197,972,396</u>
Total net position	<u><u>\$ 4,916,208,913</u></u>

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(10) General Long-Term Liabilities

Changes in general long-term liabilities during the year ended June 30, 2013 were as follows:

	<u>Balance July 1, 2012</u>	<u>Additions</u>	<u>Reductions</u>	<u>Balance June 30, 2013</u>	<u>Amount Due Within One Year</u>
Accrued vacation payable	\$ 11,443,571	\$ 4,550,349	\$ (4,563,297)	\$ 11,430,623	3,551,713
Workers' compensation payable	4,416,281	1,013,117	(805,288)	4,624,110	805,288
Revenue bonds payable - unamortized premium	20,650,917	-	(2,916,797)	17,734,120	-
Revenue bonds payable - deferred loss on defeasance	(2,231,517)	-	541,762	(1,689,755)	-
Revenue bonds payable	<u>427,655,000</u>	<u>-</u>	<u>(26,320,000)</u>	<u>401,335,000</u>	<u>27,685,000</u>
Total governmental activities long-term liabilities	<u>\$ 461,934,252</u>	<u>\$ 5,563,466</u>	<u>\$ (34,063,620)</u>	<u>\$ 433,434,098</u>	<u>\$ 32,042,001</u>

(11) Revenue Bonds

In 1993, the Director of the Department of Transportation issued the *Certificate of the Director of Transportation Providing for the Issuance of State of Hawaii Highway Revenue Bonds* (Certificate). Subsequent issues of revenue bonds were covered by supplemental certificates to the original 1993 Certificate.

These revenue bonds are payable solely from, and collateralized solely by, the revenues held in the State Highway Fund consisting primarily of highway fuel taxes, vehicle registration fees, vehicle weight taxes, rental motor vehicle and tour vehicle surcharge taxes, and interest earnings on monies previously credited to the State Highway Fund. The proceeds of the revenue bonds are used to finance certain highway capital improvement projects and other related projects for the State Highways System.

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On July 1, 1998, the Highways Division issued \$94,920,000 in State of Hawaii Highway Revenue Bond, Series 1998 (1998 Bonds). The 1998 Bonds bear interest at rates ranging from 4.5% to 5.5% and mature in increasing annual installments through 2018. The 1998 Bonds maturing on and after July 1, 2009 through July 1, 2016 are subject to redemption at the option of the State on or after July 1, 2008 at prices ranging from 101% to 100% plus accrued interest.

On April 15, 2003, the Highways Division issued \$44,940,000 in State of Hawaii Highway Revenue Bonds, Series 2003 (Refunding Series of 2003) with interest rates ranging from 2.00% to 5.25% to refund \$45,350,000 of its outstanding State of Hawaii Revenue Bonds, Series 1993 (1993 Bonds) with interest rates ranging from 2.6% to 5.0%. The net proceeds of \$46,749,377 (after payment of \$452,013 in underwriting fees, insurance, and other costs), along with an additional \$519,500 from the State Highways Fund were deposited in an irrevocable trust with an escrow agent to be used to purchase non-callable direct obligations of the United States, maturing in amounts and bearing interest at such rates sufficient to meet the debt service requirements of the 1993 Bonds. On July 1, 2003, the refunded bonds were redeemed at a price of 102%. As a result, the refunded portion of the 1993 Bonds is considered to be defeased and the liability for those bonds has been removed from the financial statements. There were no defeased bonds outstanding at June 30, 2013.

On February 20, 2005, the Highways Division issued \$60,000,000 in State of Hawaii Revenue Bonds Series A (2005A Bonds). The 2005A Bonds bear interest at rates ranging from 3.0% to 5.0% and mature in annual installments through 2025. The 2005A Bonds maturing on and after July 1, 2016 are subject to redemption at the option of the State at 100% plus accrued interest. These bonds were issued at a premium of \$3,155,926, which will be amortized over the life of the bonds using the effective interest method.

On February 20, 2005, the Highways Division issued \$123,915,000 in State of Hawaii Revenue Bonds Series B (2005B Bonds) with interest rates ranging from 3.0% to 5.25% to refund \$128,705,000 of outstanding bonds (refunded bonds) with interest rates ranging from 4.95% to 5.6% comprised of the following:

<u>Series</u>	<u>Interest Rate</u>	<u>Principal Refunded</u>
1996	5.25-5.60%	\$ 26,135,000
1998	5.00-5.25%	\$ 30,275,000
2000	4.95-5.50%	\$ 31,340,000
2001	5.25-5.38%	\$ 40,955,000

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On December 17, 2008, the Highways Division issued \$125,175,000 in State of Hawaii Revenue Bonds, Series 2008 (2008 Bonds). The 2008 Bonds bear interest at rates ranging from 4.0% to 6.00% and mature in annual installments through 2029. The 2008 Bonds maturing on and after January 1, 2020 are subject to redemption at the option of the State at 100% plus accrued interest. These bonds were issued at a premium of \$857,616, which will be amortized over the life of the bonds using the effective interest method.

On December 15, 2011, the Highways Division issued \$112,270,000 in State of Hawaii Revenue Bonds Series 2011A (2011A Bonds). The 2011A Bonds bear interest at rates ranging from 0.75% to 5.0% and mature in annual installments through 2032. These bonds were issued at a premium of \$13,152,124, which will be amortized over the life of the bonds using the effective interest method.

On December 15, 2011, the Highways Division issued \$5,095,000 in State of Hawaii Revenue Bonds Series 2011B (2011B Bonds) with interest rates of 4.0% and mature in annual installments through 2032. These bonds were issued at a premium of \$466,702, which will be amortized over the life of the bonds using the effective interest method. The 2011B bonds were issued to provide funds for a current refunding of the outstanding 2001 Bonds. The payments for the current refunding of revenue bonds amounted to \$5,400,000.

The following is a summary of revenue bonds issued and outstanding at June 30, 2013:

<u>Series</u>	<u>Interest Rate</u>	<u>Final Maturity Date (July 1)</u>	<u>Original Amount of Issue</u>	<u>Outstanding Amount</u>
1998	4.00-5.50%	2018	\$ 94,920,000	\$ 27,580,000
2003	2.00-5.25%	2013	44,940,000	5,360,000
2005	3.00-5.25%	2025	183,915,000	145,630,000
2008	4.00-6.00%	2029	125,175,000	109,090,000
2011	0.75-5.00%	2032	117,365,000	113,675,000
			<u>\$ 566,315,000</u>	<u>401,335,000</u>
				17,734,120
				(1,689,755)
				<u>(27,685,000)</u>
				<u>\$ 389,694,365</u>

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During 2013, \$47,415,410 was transferred from the State Highway Fund to the Debt Service Fund for repayment of revenue bonds principal of \$8,015,000 and \$19,155,000 due on January 1, 2013 and July 1, 2013, respectively and interest of \$10,192,092 and \$10,053,318 due on January 1, 2013 and July 1, 2013, respectively.

The approximate maturities in each of the next five years and thereafter are as follows:

<u>Years Ending June 30</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2014	\$ 27,685,000	\$ 19,658,023	\$ 47,343,023
2015	29,170,000	18,371,891	47,541,891
2016	30,580,000	16,946,785	47,526,785
2017	32,075,000	15,430,173	47,505,173
2018	33,640,000	13,801,644	47,441,644
2019-2023	117,900,000	48,243,278	166,143,278
2024-2028	87,670,000	24,483,838	112,153,838
2029-2032	42,615,000	4,759,550	47,374,550
Total	<u>\$ 401,335,000</u>	<u>\$ 161,695,182</u>	<u>\$ 563,030,182</u>

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(12) Operating Transfers

Operating transfers accounted for in the Governmental Funds statement of revenues, expenditures, and changes in fund balances as other financing sources and uses, and on the government-wide statement of activities as transfers, are summarized as follows:

	State Highway Fund	Debt Service Fund	Capital Projects Fund	Total
Funding of highway capital projects	\$(12,364,702)	\$ -	12,364,702	\$ -
Reimbursement to State for debt service on general obligation bonds	(4,820,206)	-	-	(4,820,206)
Transfer of funds to DAGS for capital improvement project			(1,800,000)	(1,800,000)
Funding of revenue bond debt service	(47,415,410)	47,415,410	-	-
	<u>\$(64,600,318)</u>	<u>\$ 47,415,410</u>	<u>\$ 10,564,702</u>	<u>\$ (6,620,206)</u>

Funding of Highway Capital Projects

Funding of highway capital projects by the State Highway Fund is recognized when received by the Capital Projects Fund.

Reimbursement to State for Debt Service

Allocated portions of the State's general obligation bonds have been designated by the Director of Finance, State of Hawaii, to be reimbursed from the State Highway Fund. These bonds are the obligations of the State and are not included in these financial statements. The amount of the Highways Division's reimbursement to the State for debt service is primarily determined by the Director of Finance, State of Hawaii.

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The annual amounts required to amortize the designated portions of general obligation bonds as of June 30, 2013 are as follows:

<u>Years Ending June 30,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2014	\$ 3,785,344	\$ 223,132	\$ 4,008,476
2015	3,609,440	153,095	3,762,535
2016	2,240,785	89,018	2,329,803
2017	1,913,573	50,371	1,963,944
2018	954,083	15,977	970,060
2019-2021	7,639	777	8,416
Total	<u>\$ 12,510,864</u>	<u>\$ 532,370</u>	<u>\$ 13,043,234</u>

Debt service reimbursements are accounted for as expenditures of the Administration of Highway Division program on the Governmental Funds statement of revenues and expenditures - budget and actual (non-GAAP budgetary basis) for the State Highway Fund, and are accounted for as other financing transfers out of the State Highway Fund on the Governmental Funds statement of revenues, expenditures, and changes in fund balances. Reimbursement payments of \$4,820,206 consisted of \$4,495,130 for principal and \$325,076 for interest for the year ended June 30, 2013.

(13) Retirement Benefits

Employees' Retirement System of the State of Hawaii

All eligible employees of the Highways Division are required by Chapter 88, Hawaii Revised Statutes (HRS), to become members of the Employees' Retirement System of the State of Hawaii (the ERS), a cost-sharing, multiple-employer defined benefit public employee retirement plan. The ERS provides retirement benefits, as well as death and disability benefits with multiple benefit structures known as the contributory, hybrid, and noncontributory plans. The ERS is governed by a Board of Trustees. All contributions, benefits, and eligibility requirements are established by Chapter 88, HRS, and can be amended by legislative action.

Employees covered by Social Security on June 30, 1984 were given the option of joining the noncontributory plan or remaining in the contributory plan. All new employees hired after June 30, 1984 and before July 1, 2006, who are covered by Social Security, were generally required to join the noncontributory plan. Qualified employees in the contributory and noncontributory plan were given the option of joining the hybrid plan effective July 1, 2006, or remaining in their existing plan. Starting July 1, 2006, all new employees covered by Social Security are required to join the hybrid plan.

The three plans provide a monthly retirement allowance equal to the benefit multiplier percentage (1.25% or 2.00%) multiplied by the average final compensation (AFC) multiplied by years of

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credited service. The benefit multiplier decreased by 0.25% for the new hybrid and contributory plan members hired after June 30, 2012. The AFC is the average salary earned during the five highest paid years of service, including the payment of salary in lieu of vacation, or three highest paid years of service, excluding the payment of salary in lieu of vacation, if the employee became a member prior to January 1, 1971. The AFC for members hired on or after this date is based on the three highest paid years of service, excluding the payment of salary in lieu of vacation. For new members hired after June 30, 2012, the AFC is based on five highest paid years of service, excluding the payment of salary in lieu of vacation.

For postretirement increases, every retiree's original retirement allowance is increased by 2.5% on each July 1 following the calendar year of retirement. This cumulative benefit is not compounded and increases each year by 2.5% of the original retirement allowance without a ceiling (2.5% of the original retirement allowance the first year, 5.0% the second year, 7.5% the third year, etc.). For new members hired after June 30, 2012, the postretirement annuity increase was decreased to 1.5% per year.

The following summarizes the three plan provisions relevant to the general employees of the respective plan:

Contributory Plan

Employees in the contributory plan are required to contribute 7.8% of their salary and are fully vested for benefits upon receiving 5 years of credited service. The Highways Division may also make contributions for these members. Under the contributory plan, employees may retire with full benefits at age 55 and 5 years of credited service, or may retire early at any age with at least 25 years of credited service and reduced benefits. The benefit multiplier is 2.0% for employees covered by Social Security.

New employees in the contributory plan hired after June 30, 2012 are required to contribute 9.8% of their salary and are fully vested for benefits upon receiving 10 years of credited service. These members may retire with full benefits at age 60 and 10 years of credited service, or may retire at age 55 with 25 years of credited service with reduced benefits. The benefit multiplier is 1.75% for employees covered by Social Security.

Hybrid Plan

Employees in the hybrid plan are required to contribute 6.0% of their salary and are fully vested for benefits upon receiving 5 years of credited service. The Highways Division may also make contributions for these members. Employees may retire with full benefits at age 62 and 5 years of credited service or at age 55 and 30 years of credited service, or may retire at age 55 and 20 years of credited service with reduced benefits. The benefit multiplier used to calculate retirement benefits is 2.0%.

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New employees in the hybrid plan hired after June 30, 2012 are required to contribute 8% of their salary and are fully vested for benefits upon receiving 10 years of credited service. Employees may retire with full benefits at age 65 and 10 years of credited service, or at age 60 with 30 years of credited service, or may retire at age 55 with 20 years of credited service with reduced benefits. The benefit multiplier is 1.75% for employees covered by Social Security.

Noncontributory Plan

Employees in the noncontributory plan are fully vested upon receiving 10 years of credited service. The Highways Division is required to make all contributions for these members. Employees may retire with full benefits at age 62 and 10 years of credited service or age 55 and 30 years of credited service or age 55 and 20 years of credited service with reduced benefits. The benefit multiplier used to calculate retirement benefits is 1.25%

The ERS funding policy provides for periodic employer contributions at actuarially determined rates, expressed as a percentage of annual covered payroll, such that the employer contributions, along with employee contributions and an actuarially determined rate of investment return, are adequate to accumulate sufficient assets to pay benefits when due. The funding method used to calculate the total employer contribution required is the entry age normal actuarial cost method. Effective July 1, 2005, employer contribution rates are a fixed percentage of compensation, including the normal cost plus amounts required to pay for the unfunded actuarial accrued liability. Employers contributed 15.75% for police officers and firefighters, and 13.75% for all other employees. These rates increased, as of July 1, 2008, to 19.70% for police officers and firefighters and 15.00% for all other employees. The rates further increased, as of July 1, 2012 to 22.00% for police officers and firefighters, and 15.50% for all other employees. Each year thereafter the rates will gradually increase to 25.00% for police officers and firefighters, and to 17.00% for all other employees.

Employer rates are set by statute based on the recommendation of the ERS actuary resulting from an experience study conducted every five years.

The Highways Division's contribution to the ERS for fiscal years 2013, 2012, and 2011 was approximately \$7,446,500, \$6,642,000, and \$6,442,000, respectively. The Highways Division contributed 100% of its required contribution for each of those years. Measurement of assets and actuarial valuations are made for the ERS as a whole and are not separately computed for individual participating employers such as the Highways Division.

The ERS issues a CAFR that is available to the public. That report is available on the State's website at <http://ers.ehawaii.gov/>.

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Post-Retirement Health Care and Life Insurance Benefits

In addition to providing pension benefits, the State provides certain healthcare and life insurance benefits to qualified employees and retirees.

Pursuant to Act 88, SLH 2001, the State established the Hawaii Employer-Union Health Benefits Trust Fund of the State of Hawaii (the EUTF). The EUTF is the state agency that provides eligible employees and retirees of the State, including the Highways Division, and their eligible dependents, with certain health and benefit plans as determined by HRS Chapter 89C or by way of applicable public sector collective bargaining agreements. The EUTF administers post-retirement healthcare benefits under a multiple-employer defined benefit plan.

The EUTF is administratively attached to the Department of Budget and Finance in the executive branch of the State. The EUTF issues a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained by writing to the EUTF at 201 Merchant Street, Suite 1520, Honolulu, Hawaii 96813.

The EUTF is administered by a Board of Trustees (the Board) composed of ten trustees appointed by the Governor of the State of Hawaii. The Board is responsible for determining the nature and scope of benefit plans offered by the EUTF, negotiating and entering into contracts with insurance carriers, establishing eligibility and management policies for the EUTF, and overseeing all EUTF's activities.

Funding Policy

For employees hired before July 1, 1996, the State pays the entire base monthly contribution for employees retiring with ten or more years of credited service, and 50% of the base monthly contribution for employees retiring with fewer than ten years of credited service. Additionally, a retiree can elect a family plan to cover dependents with the State paying for the coverage.

For employees hired after June 30, 1996, but before July 1, 2001, and who retire with fewer than ten years of service, the State makes no contributions. For those retiring with at least ten years but fewer than 15 years of service, the State pays 50% of the base monthly contribution. For those retiring with at least 15 years but fewer than 25 years of service, the State pays 75% of the base monthly contribution. For those employees retiring with over 25 years of service, the State pays the entire base monthly contribution. Retirees in this category can elect a family plan to cover dependents with the State paying for the coverage.

The contribution rates for employees hired on or after June 30, 2001, are consistent with the contribution rates for those hired after June 30, 1996, but only single plan coverage is provided. These retirees can elect family coverage, but must pay the additional cost for the family coverage.

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For active employees, the employer's contributions are based upon negotiated collective bargaining agreements. Employer contributions for employees not covered by collective bargaining agreements and for retirees are prescribed by the HRS.

The State is required to contribute the annual required contribution of the employer (ARC), an amount actuarially determined. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal costs each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed 30 years.

The State's CAFR includes the required footnote disclosures and required supplementary information on the State's OPEB plans, including the actuarial methods and assumptions used. The State's CAFR can be obtained at the Department of Accounting and General Services' website: <http://hawaii.gov/dags/rpts>.

State Policy

The actuarial valuation of the EUTF does not provide other postemployment benefits (OPEB) information by department or agency. Accordingly, the State's policy on the accounting and reporting for OPEB is to allocate a portion of the State's ARC, interest, and any adjustment to the ARC, to component units and proprietary funds that are reported separately in stand-alone departmental financial statements or in the State's CAFR. The basis for the allocation is the proportionate share of contributions made by each component unit and proprietary fund for retiree health benefits.

Amount of Contributions Made

Contributions are financed on a pay-as-you-go basis and the Highways Division's contributions for the years June 30, 2013, 2012, and 2011 were approximately \$4,890,000, \$3,526,000, and \$3,064,000, respectively.

Deferred Compensation Plan

The State established a deferred compensation plan (plan) in accordance with Section 457 of the Internal Revenue Code, which enables State employees to defer a portion of their compensation. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency.

All amounts of deferred compensation, as well as property and rights purchased with those amounts and income attributable to those amounts, are held in trust by third-party agents for the exclusive benefit of participants and their beneficiaries. The assets and liabilities of the deferred compensation plan are not reflected in the Highways Division's financial statements.

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(14) Transactions With Other Government Agencies

The State assesses a surcharge of 5% for central service expenses on all receipts of the State Highway Fund, after deducting any amounts pledged, charged, or encumbered for the payment of bonds and interest during the year. During fiscal year 2013, the assessment amounted to approximately \$10,307,000, which is included as the caption surcharge on gross receipts expense/expenditures in the accompanying financial statements.

The Highways Division is also assessed a percentage of the cost of the general administration expenses of the Department. During fiscal year 2013, assessments net of amounts refunded amounted to approximately \$5,646,000, which is included in administration of Highways Division expense/expenditures in the accompanying financial statements.

(15) Operating Leases

Rental Expenditures

The Highways Division leases office and baseyard space under various long-term operating lease agreements expiring at various dates through fiscal year 2019. Rental expenditures are recorded based on the terms of the lease agreements. Scheduled annual minimum rental payments are as follows:

Years Ending June 30,	
2014	\$ 957,000
2015	957,000
2016	957,000
2017	957,000
2018	957,000
2019	<u>399,000</u>
Total	<u><u>\$ 5,184,000</u></u>

The total rental expenditures during fiscal year 2013 for operating leases were approximately \$1,285,000.

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Rental Revenue

The Highways Division is a lessor of various properties under non-cancelable lease agreements that expire through fiscal year 2044. Scheduled annual minimum revenues through 2018 and in five-year increments thereafter are as follows:

Years Ending June 30,	
2014	\$ 370,000
2015	376,000
2016	381,000
2017	387,000
2018	393,000
2019-2023	1,856,000
2024-2028	1,785,000
2029-2033	431,000
2034-2038	380,000
2039-2043	370,000
2044-2047	78,000
Total	<u>\$ 6,807,000</u>

(16) Commitments

Condemnation Proceedings

The Highways Division occasionally finds it necessary to condemn property for construction of highways. These proceedings require the Highways Division to compensate existing property owners for the fair market value of their real property. Prior to the determination of the fair market value, the Highways Division is required to deposit funds in State courts for these proceedings. The amount of funds deposited in the State courts was approximately \$1,221,000 at June 30, 2013. Such funds deposited may not be sufficient to cover the full amount required for compensation purposes. Management, however, believes any additional compensation in excess of amounts deposited with State courts will not be material to the financial statements of the Highways Division. The funds deposited in the State courts are reflected in capital projects expenditures in the governmental fund statement of revenue, expenditures, and changes in fund balances and in capital assets on the government-wide statement of net position in the year in which the deposits were made.

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Accumulated Sick Leave

Sick leave accumulates at the rate of one and three-quarters working days for each month of service without limit. It may be taken only in the event of illness and is not convertible to pay upon termination of employment. Accordingly, no liability for sick pay is recorded in the Highways Division's financial statements. However, a public employee who retires or leaves government service in good standing with 60 days or more of unused sick leave is entitled to additional service credits in the ERS. Accumulated sick leave at June 30, 2013 aggregated approximately \$25,212,000.

(17) Risk Management

The Highways Division is exposed to various risks of loss related to, among other risks, torts; theft of, damage to, or destruction of assets; errors and omissions; workers' compensation and acts of terrorism. The State retains various risks and insures certain excess layers with commercial insurance companies. The excess layers insured with commercial insurance companies are consistent with the prior fiscal year. Settled claims have not exceeded the coverage provided by commercial insurance companies in any of the past three fiscal years.

The State has an insurance policy for property coverage. The deductible for coverage is 3% of loss subject to a \$1,000,000 per occurrence minimum. This policy includes windstorm, earthquake, flood damage, terrorism, and boiler and machinery coverage. The limit of loss per occurrence is \$225,000,000 except for flood and earthquake, which individually is a \$225,000,000 aggregate loss, and terrorism, which is \$50,000,000 per occurrence and a \$25,000 deductible.

The State also has a crime insurance policy for various types of coverage with a limit of loss of \$10,000,000 per occurrence with a \$500,000 deductible per occurrence, except for claims expense coverage, which has a \$100,000 limit per occurrence and a \$1,000 deductible.

The State has personal injury and property damage liability, including automobile and public errors and omissions, insurance policy in force with a \$4,000,000 self-insured retention per occurrence. The annual aggregate per occurrence is \$15,000,000 and for crime loss, \$10,000,000 with no aggregate limit.

The State is self-insured for workers' compensation. Accordingly, the Highways Division is liable for workers' compensation claims filed by its employees. Liabilities for workers' compensation claims are established if information indicates that it is probable that liabilities have been incurred and the amount of those claims can be reasonably estimated. The basis for estimating the liabilities for unpaid claims include the effects of specific incremental claim adjustment expenses, salvage and subrogation, and other allocated or unallocated claim adjustment expenses. These liabilities include an amount for claims that have been incurred but not reported. The workers' compensation reserve amounted to \$4,624,110 at June 30, 2013.

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(18) Contingent Liabilities and Other

The State is the defendant in lawsuits seeking damages allegedly related to State highways and highway construction contracts. While the ultimate liabilities, if any, in the disposition of these matters are presently difficult to estimate, it is management's belief that the outcomes are not likely to have a material adverse effect on the Highways Division's financial position. In addition, the State has not determined whether the ultimate liabilities, if any, will be imposed on the State Highway Fund. Accordingly, no provision for any liabilities that might result from the lawsuits have been made in the accompanying financial statements.

The Highways Division is subject to laws and regulations relating to the protection of the environment. The Division has been identified by the State Department of Health (DOH) as a potentially responsible party for petroleum contamination in the Honolulu Harbor/Iwilei area. Pursuant thereto, the Division entered into a voluntary agreement with the DOH and other third parties to share in the responsibility for the investigation and potential remediation of petroleum contamination in the Iwilei District.

This group of potentially responsible parties known as the Iwilei District Participating Parties (IDPP) has conducted various investigations to determine potential contamination in the Iwilei area from 1997 to present, which investigations have determined the existence of petroleum contamination at various locations. Potential remedial alternatives are still being studied. At this stage, the project has not yet advanced to the stage where total costs to the IDPP can reasonably be estimated, due to: (1) the extent of environmental impact, (2) the undetermined allocation among the potentially responsible parties, (3) the ongoing review of reasonable remediation alternatives, and (4) continued discussion with the regulatory authorities. As a result, it is not possible to reasonably estimate the amount of the potential cost to the IDPP and allocable share of the Division, and if there would be a material impact to the Division's financial statements. Accordingly, no estimate of loss has been recorded in the accompanying financial statements.

(19) Subsequent Events

The Highways Division has evaluated subsequent events through June 26, 2014, the date the financial statements were available to be used.