



**SOUTHWESTERN
POWER ADMINISTRATION**

**ANNUAL
REPORT**

2016

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Summary of Revisions from November 2018 to April 2019

1. P3, Replaced DOE seal with high resolution version; added Administrator's signature scan.
2. P6, Changed "Total Project Cost" for Blakely Mountain from 61,014,934 to 62,014,934 and for Eufaula from 146,314,954 to 146,315,954; changed "Actual Net Energy" for Norfolk from 285 to 295; changed "Installed Capacity" for Stockton from 45,000 to 52,000; changed footnote 5 regarding Whitney from "...resulted in an increase in installed capacity from 36,000 kW to 43,000 kW." to "...resulted in an increase in installed capacity from 30,000 kW to 43,000 kW."
3. P7, Flipped positions of the "Interchange" and "Direct Purchase" labels in the "SOURCE AND DISTRIBUTION OF ENERGY (Energy Source)" table; changed "Cooperatives" revenue from 131,524 to 131,525 and changed "Total" revenue from 207,504 to 207,544 in the "SOURCE AND DISTRIBUTION OF REVENUE (Revenue Source)" table; added footnote 3 to "Operations, Maintenance, & Other" row, changed "Purchased Power & Banking Exchange" percentage from 2.9% to 3.1%, and added "Transmission Service Charge" row in the SOURCE AND DISTRIBUTION OF REVENUE (Revenue Distribution)" table.
4. P9, Added "Revenue Applied to Repayment" and "Total Unpaid Investment" rows to the "FY 2016 CUMULATIVE REPAYMENT STATUS" table.
5. P10, Changed footnote 2 from "Served 6 Municipals with Federal Allocations in FY 2016." to "Served 7 Municipals with Federal Allocations in FY 2016, including Jonesville, Louisiana, from June 1, 2016 through September 30, 2016."
6. P11, Changed "Energy Delivered" for Comanche, Oklahoma, from 511,831,523 to 11,831,523 and for Springfield, Missouri, from 160,351,00 to 160,351,000, changed "Billings for Power Sales" for Olustee, Oklahoma, from 53,296 to 63,296, and added "Total Billings" row to the "FY 2016 – DETAIL OF BILLINGS TO CUSTOMERS" table.
7. P12, Replaced DOE seal with high resolution version.
8. PP13-40, Reformatted layout to match auditor's original submission, including numbering scheme and the note "(Continued)" on PP20-32; header on P33; and addition of "Total Capitalization" column on P36.

BROKEN BOW SWITCHYARD REFURBISHMENT

Southwestern worked with the Tulsa District of the U.S. Army Corps of Engineers to rebuild the Broken Bow Switchyard in FY 2016. The work included replacement of aging, oil-filled circuit breakers with Sulfur Hexafluoride (SF6) circuit breakers, and refurbishment and replacement of instrument transformers, disconnect switches, and other equipment. Regular maintenance and replacement of generating and transmission equipment keeps Southwestern's system reliable and available for its customers, who pay for such work through their Federal power rates.



BEFORE



AFTER



Department of Energy
Southwestern Power Administration
1 W 3rd St, Suite 1600
Tulsa, Oklahoma 74103-3502

The Honorable Rick Perry
Secretary of Energy
Washington, D.C. 20585

Dear Secretary Perry:

I am pleased to present the financial statements and operating data for Southwestern Power Administration (Southwestern) for Fiscal Year (FY) 2016.

In FY 2016, Southwestern delivered over 6.5 billion kilowatt-hours of energy to its wholesale customers in Arkansas, Kansas, Louisiana, Missouri, Oklahoma, and Texas, generating \$207 million in revenue.

In fulfilling its mission to market and reliably deliver renewable Federal hydroelectric power, Southwestern maintains 1,381 miles of high-voltage transmission lines, 26 substations, and 46 communications sites, contributing to the resiliency of the regional and National electric grid.

Southwestern also actively partners with the Department of Energy, the U.S. Army Corps of Engineers, Southwestern's customers, and other Federal power stakeholders to most effectively balance their diverse interests with Southwestern's mission while continuing to maximize Federal assets to repay the Federal investment in the 24 hydropower facilities within Southwestern's marketing region.

Southwestern is proud of its past successes, and we look forward to doing our part in securing America's prosperity by continuing to serve the Nation's energy needs in the future.

Sincerely,

A handwritten signature in blue ink, appearing to read "Mike Wech".

MIKE WECH
ADMINISTRATOR



ABOUT SOUTHWESTERN

Southwestern was established in 1943 by the Secretary of the Interior as a Federal Agency that today operates within the Department of Energy.

As one of four Power Marketing Administrations in the United States, Southwestern markets hydroelectric power in Arkansas, Kansas, Louisiana, Missouri, Oklahoma, and Texas from 24 U.S. Army Corps of Engineers multipurpose dams with a combined generating capacity of approximately 2,193 MW.

Southwestern operates and maintains 1,381 miles of high-voltage transmission lines. The Agency also owns numerous substations and switching stations, and a communications system to monitor and control the transmission of electricity. Staff members work from offices located in Gore, Oklahoma; Jonesboro, Arkansas; Springfield, Missouri; and Tulsa, Oklahoma. Power scheduling and plant dispatching are conducted on a 24-hour basis by staff in the Springfield Operations Center.

Annual revenue for Southwestern for FY 2016 was \$207 million. Average revenue over the last five years is approximately \$194 million. This revenue is used to pay the cost of operating and maintaining the generation and transmission facilities and to repay the principal and interest on the Federal investment.

MISSION

Southwestern's mission is to market and reliably deliver Federal hydroelectric power with preference to public bodies and cooperatives.

This is accomplished by maximizing the use of Federal assets to repay the Federal investment and participating with other water resource users in an effort to balance their diverse interests with power needs within broad parameters set by the U.S. Army Corps of Engineers, and implementing public policy.

VISION

Southwestern has an open and trusting partnership with its customers in meeting their business expectations for operation of the Federal hydropower system, and with the American public in meeting its financial obligations while providing good stewardship of regional water resources. The Southwestern work force is cost-conscious, team-based, and empowered to meet customer expectations.

AUTHORIZATION

The Flood Control Act of 1944 (58 Stat. 887, 890; 16 U.S.C.A. 825s) is Southwestern's main authorizing legislation. Through Section 5 of this Act and a series of Executive Orders and Departmental Orders, Southwestern's Administrator is authorized to "transmit and dispose of... power and energy in such manner as to encourage the most widespread use thereof at the lowest possible rates to consumers consistent with sound business principles." Southwestern is also authorized to draw up rate schedules for such power and energy, with the goal of recovering, with interest, the investment of the American people.

By law, Southwestern's power is marketed and delivered to not-for-profit municipal utilities and rural electric cooperatives. Southwestern has over one hundred such "preference" customers, and these entities ultimately serve over eight million end-use customers.

SOUTHWESTERN FEDERAL POWER SYSTEM ENERGY PRODUCTION

Project	Fiscal Year On-Line Date	Installed Capacity (kW)	Estimated Annual Energy ¹ (Millions kWh)	2016 Actual Net Energy (Millions kWh)	Total Project Cost ²	% Cost Assigned to Power	Project Cost Assigned to Power ²
Beaver	1965	112,000	172	205	99,421,596	66.8%	66,407,071
Blakely Mountain	1956	75,000	169	237	62,014,934	74.0%	45,912,908
Broken Bow	1970	100,000	129	245	52,148,788	58.2%	30,344,500
Bull Shoals	1953	340,000	785	1,112	128,284,033	65.4%	83,910,643
Clarence Cannon	1985	58,000	90	100	392,322,550	22.7%	89,087,895
Dardanelle	1965	140,000	613	635	144,295,348	65.7%	94,844,665
DeGray	1972	68,000	97	121	88,486,550	39.1%	34,602,772
Denison	1945	70,000	219	373	99,955,409	40.1%	40,103,629
Eufaula	1965	90,000	260	311	146,315,954	28.4%	41,567,953
Ft Gibson	1953	45,000	191	239	71,315,873	37.3%	26,578,423
Greers Ferry	1964	96,000	189	215	69,502,007	61.9%	42,994,527
Harry S Truman ³	1982	160,000	244	321	629,298,048	21.4%	134,943,426
Keystone	1968	70,000	228	259	152,703,799	21.6%	33,056,544
Narrows	1950	25,500	30	62	27,121,922	51.6%	13,982,907
Norfork	1944	80,550	184	295	86,961,863	35.4%	30,741,718
Ozark	1973	100,000	429	99	243,322,573	75.2%	182,996,246
Robert D Willis ⁴	1989	7,350	37	3	7,740,016	7.6%	591,538
Robert S Kerr	1971	110,000	459	552	122,368,647	48.5%	59,302,353
Sam Rayburn	1966	52,000	114	131	125,276,052	30.0%	37,610,231
Stockton	1973	52,000	55	104	126,182,366	49.8%	62,883,390
Table Rock	1959	200,000	495	583	201,191,892	59.2%	119,091,697
Tenkiller	1954	39,100	95	110	86,830,487	33.9%	29,412,521
Webbers Falls	1974	60,000	213	133	182,189,831	65.1%	118,557,000
Whitney ⁵	1955	43,000	73	168	104,366,682	48.9%	51,085,472
Total		2,193,500	5,570	6,613	3,449,617,220	42.6%	1,470,610,029

1 For each of the 24 projects in Southwestern's marketing area, a planning study was conducted by the U.S. Army Corps of Engineers prior to construction to forecast the quantity of energy that could be produced under average hydrological conditions. The term "Estimated Annual Energy" used in the table above represents the quantity of this forecasted energy on an annual basis.

2 Includes construction work in progress with plant in service less contributions in aid of construction.

3 Only 53,300 kW of installed capacity have been declared in commercial operation.

4 The initial project construction costs for power were non-federally financed.

5 The rehabilitation and replacement project at Whitney completed in FY 2016 resulted in an increase of installed capacity from 30,000 kW to 43,000 kW.

Supplementary Information

SOURCE AND DISTRIBUTION OF ENERGY

Energy Source	2016 Millions kWh	2016 % of Total
Generated by Corps Plants	6,613.2	99.1%
Direct Purchases	58.5	0.9%
Interchange	2.5	0.0%
Total	6,674.2	100.0%

Energy Distribution	2016 Millions kWh	2016 % of Total
Cooperatives	4,568.2	68.4%
Municipalities and Joint Action Agencies	1,786.1	26.8%
Government Agencies	143.6	2.2%
Contract Exchange	133.5	2.0%
Losses	42.7	0.6%
Interchange	0.0	0.0%
Utility Companies / Other	0.0	0.0%
Total	6,674.2	100.0%

SOURCE AND DISTRIBUTION OF REVENUE

Revenue Source	2016 Thousands \$	2016 % of Total
Cooperatives	131,525	63.4%
Municipalities and Joint Action Agencies	57,909	27.9%
Miscellaneous ¹	25,737	12.4%
Government Agencies	4,215	2.0%
Utility Companies / Others	2	0.0%
Banking Exchange	(169)	-0.1%
Deferred ²	(11,675)	-5.6%
Total	207,544	100.0%

Revenue Distribution	2016 Thousands \$	2016 % of Total
Available for Repayment	105,295	50.7%
Operations, Maintenance, & Other ³	83,237	40.1%
Interest Expense	11,427	5.5%
Purchased Power & Banking Exchange	6,289	3.1%
Transmission Service Charge	1,296	0.6%
Total	207,544	100.0%

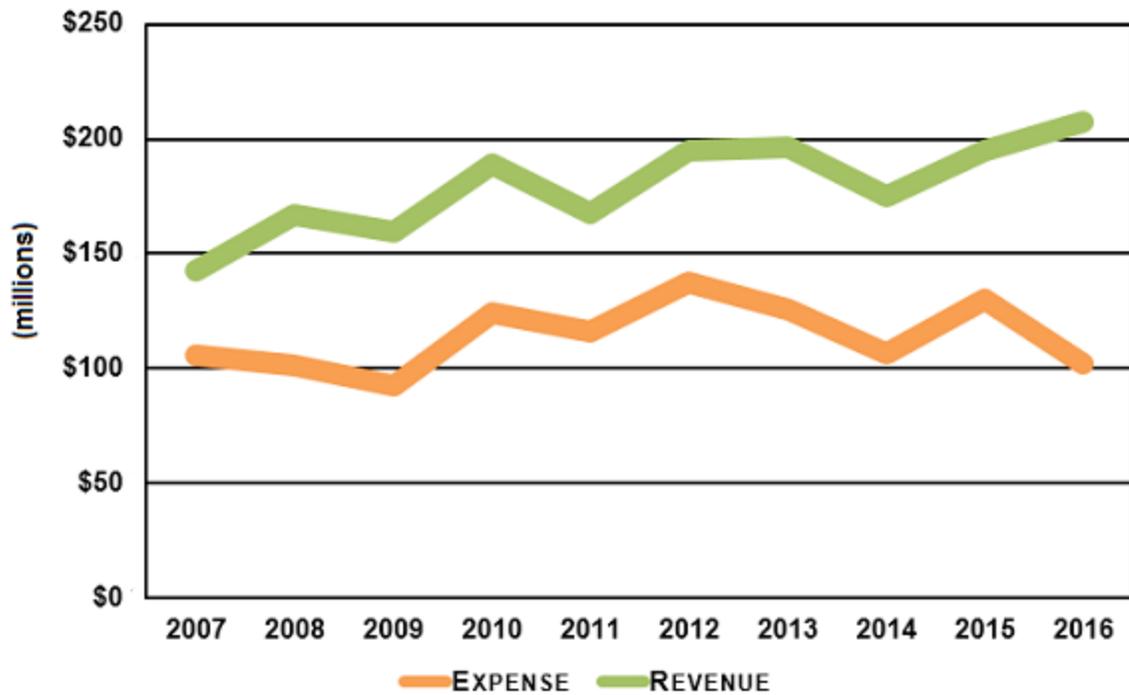
1 Includes revenue from interest, non-Federal transmission service, and miscellaneous revenue from both the Corps and Southwestern.

2 Includes revenue collected from purchased power rate components.

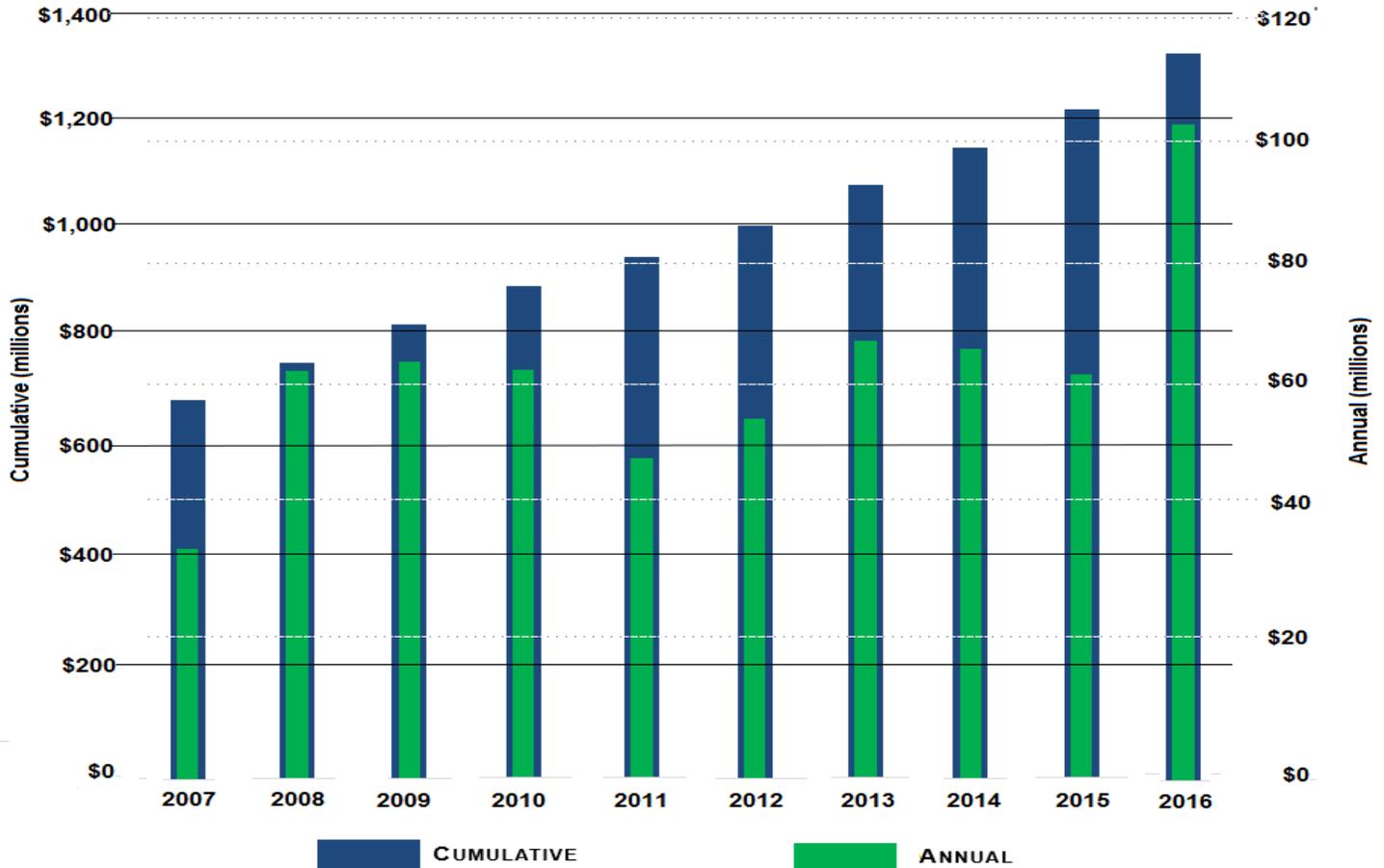
3 Includes losses on retirement of assets booked through depreciation reserve.

Supplementary Information

ANNUAL REVENUE AND EXPENSE (EXCLUDING DEPRECIATION AND NON-REIMBURSABLE EXPENSE)



ANNUAL AND CUMULATIVE REPAYMENT OF CAPITAL INVESTMENT



Supplementary Information

SOUTHWESTERN FEDERAL POWER SYSTEM

FIVE-YEAR STATISTICAL SUMMARY

Revenue	2016	2015	2014	2013	2012
Annual Operating Revenue	\$207,544,022	\$194,743,540	\$175,176,946	\$195,968,971	\$194,953,241
Annual Expense (Excluding Depreciation and Non-Reimbursable Expense)	(101,600,664)	(118,951,296)	(103,432,301)	(123,529,128)	(133,148,118)
Net (Deficiency) Revenue	\$105,943,358	\$75,792,244	\$71,744,645	\$72,439,843	\$61,805,123
Retirement Losses	(\$647,969)	(\$11,257,316)	(\$2,793,152)	(\$2,370,634)	(\$4,195,896)
Total Funds Available for Repayment	\$105,295,389	\$64,534,928	\$68,951,493	\$70,069,209	\$57,609,227

Repayable Investment

Generation	\$1,233,936,905	\$1,177,294,393	\$1,119,986,818	\$1,080,808,023	\$1,066,347,536
Transmission	408,217,142	388,302,079	365,929,530	343,607,996	322,079,152
Total Repayable Investment	\$1,642,154,047	\$1,565,596,472	\$1,485,916,348	\$1,424,416,019	\$1,388,426,688

FEDERAL INVESTMENT IN GENERATION AND TRANSMISSION FACILITIES IN SERVICE

	2016	2015
Generation Facilities	\$1,307,015,318	\$1,250,372,806
Transmission Facilities	408,217,142	388,302,079
Total Investment	\$1,715,232,460	\$1,638,674,885
Adjustments:		
Prior Year	-	-
Retirement work-in-progress	-	-
Dam Safety ¹	(73,078,413)	(73,078,413)
Total Repayable Investment	\$1,642,154,047	\$1,565,596,472

FY 2016 CUMULATIVE REPAYMENT STATUS

	Robert D. Willis	Sam Rayburn	Integrated System	Total System
Revenue	\$15,674,679	\$103,589,083	\$5,228,944,058	\$5,348,207,820
Expense				
Operations and Maintenance	12,849,391	49,585,149	2,232,554,219	2,294,988,759
Purchased Power and Transmission Service			877,150,999	877,150,999
Interest	(525,497)	18,370,627	872,938,953	890,784,083
Total Expense	\$12,323,894	\$67,955,776	\$3,982,644,171	\$4,062,923,841
Revenue Applied to Repayment (Cumulative Amortization)	\$3,350,785	\$35,633,307	\$1,246,299,887	\$1,285,283,979
Total Unpaid Investment	\$(3,113,940)	\$665,247	\$359,318,761	\$356,870,068

¹ Dam Safety work is not repayable per Public Law 99-662; therefore, the total repayable investment is reduced by this amount.

Supplementary Information

FY 2016 - DETAIL OF BILLINGS TO CUSTOMERS

	Capacity (kW)	Energy Delivered (kWh)	Billings for Power Sales (Dollars)
Distribution Cooperatives			
Beauregard Electric Cooperative, Inc	8,800	21,395,922	763,776
Claiborne Electric Cooperative, Inc	5,500	13,372,452	477,360
Concordia Electric Cooperative, Inc	4,800	11,670,503	416,605
Dixie Electric Membership Corporation	18,200	51,279,000	1,645,896
Jefferson Davis Electric Cooperative, Inc	4,000	9,725,417	347,171
Kaw Valley Electric Cooperative, Inc	1,000	2,813,000	90,353
Nemaha-Marshall Electric Cooperative Association	1,000	2,813,000	90,353
Northeast Louisiana Power Cooperative, Inc	4,500	10,941,097	390,567
Pointe Coupee Electric Membership Corporation	3,000	7,294,066	260,378
South Louisiana Electric Cooperative Association	8,900	21,639,058	772,455
Southwest Louisiana Electric Membership Corporation	25,000	60,783,871	2,169,819
Washington-St Tammany Electric Cooperative, Inc	8,700	21,152,787	755,097
Total	93,400	234,880,173	8,179,830
Generation and Transmission Cooperatives			
Arkansas Electric Cooperative Corporation	189,000	613,743,000	17,976,130
Associated Electric Cooperative, Inc	478,000	1,547,626,000	45,490,770
Brazos Electric Power Cooperative, Inc	35,200	183,513,000	3,678,996
Kansas Electric Power Cooperative, Inc	100,000	316,377,000	9,368,984
Northeast Texas Electric Cooperative, Inc	127,500	382,516,000	11,495,455
Rayburn Country Electric Cooperative, Inc	44,125	235,044,524	4,608,081
Sam Rayburn Dam Electric Cooperative, Inc	52,000	130,567,000	4,480,374
Tex-La Electric Cooperative of Texas, Inc	28,175	150,920,476	2,947,060
Western Farmers Electric Cooperative	260,000	773,056,000	23,526,974
Total	1,314,000	4,333,363,000	123,572,824
Joint Action Agencies			
Kansas Municipal Energy Agency ¹	7,000	23,781,000	753,285
Louisiana Energy and Power Authority ²	13,400	35,496,000	1,160,033
Sam Rayburn Municipal Power Agency ³	7,350	3,393,560	1,219,503
Total	27,750	62,670,560	3,132,821
Government Agencies			
Fort Sill Military Reservation, Ft Sill, Oklahoma	36,700	116,572,907	3,442,716
McAlester Army Ammunition Plant, McAlester, Oklahoma	2,688	8,538,093	252,153
Vance Air Force Base, Enid, Oklahoma	5,900	18,444,000	550,441
Total	45,288	143,555,000	4,245,310
SPP Reserve Sharing Companies			
Total	0	46,000	2,300

1 Served 19 Municipals with Federal Allocations in FY 2016.

2 Served 7 Municipals with Federal Allocations in FY 2016, including Jonesville, Louisiana, from June 1, 2016 through September 30, 2016.

3 Has Federal Allocation.

Supplementary Information

FY 2016 - DETAIL OF BILLINGS TO CUSTOMERS

Municipalities	Capacity (kW)	Energy Delivered (kWh)	Billings for Power Sales (Dollars)
Alexandria, Louisiana	10,700	30,120,000	967,197
Anthony, Kansas	300	836,000	26,964
Augusta, Arkansas	3,700	10,427,000	334,638
Augusta, Kansas	600	475,800	18,217
Bentonville, Arkansas	18,000	57,452,000	1,691,132
Carthage, Missouri	7,000	19,731,000	671,804
Clarksville, Arkansas	19,100	53,827,000	1,727,522
Clay Center, Kansas	600	1,687,910	54,222
Coffeyville, Kansas	1,900	5,924,000	177,191
Comanche, Oklahoma	4,200	11,831,523	379,775
Copan, Oklahoma	2,500	7,042,572	226,057
Duncan, Oklahoma	32,500	91,553,446	2,938,738
Eldorado, Oklahoma	1,300	3,662,137	117,550
Fulton, Missouri	3,000	8,526,000	272,572
Goltry, Oklahoma	900	2,535,326	81,380
Granite, Oklahoma	2,300	6,479,167	207,972
Hermann, Missouri	5,800	16,667,000	530,158
Higginsville, Missouri	3,000	8,564,000	273,233
Hominy, Oklahoma	10,000	28,170,292	904,227
Jonesboro, Arkansas	80,000	257,721,000	7,576,929
Jonesville, Louisiana	500	917,827	29,923
Kansas City, Kansas	38,600	124,638,000	3,662,323
Kennett, Missouri	11,000	33,686,000	1,080,823
Lafayette, Louisiana	18,600	38,213,000	1,548,728
Lamar, Missouri	12,000	34,250,000	1,092,827
Lexington, Oklahoma	4,100	11,549,818	370,733
Malden, Missouri	5,000	16,127,000	500,586
Manitou, Oklahoma	600	1,690,216	54,254
Minden, Louisiana	2,400	6,763,000	217,045
Mulvane, Kansas	300	237,900	9,109
Natchitoches, Louisiana	2,600	7,320,000	235,031
New Madrid, Missouri	4,500	12,809,000	434,053
Nixa, Missouri	5,300	16,997,000	529,925
Olustee, Oklahoma	700	1,971,921	63,296
Paragould, Arkansas	50,500	161,579,000	5,039,068
Paris, Arkansas	10,800	30,423,916	976,565
Piggott, Arkansas	4,900	15,829,000	491,350
Poplar Bluff, Missouri	39,500	126,595,000	3,948,794
Purcell, Oklahoma	14,500	40,846,922	1,311,129
Ruston, Louisiana	4,900	13,842,000	443,744
Ryan, Oklahoma	1,900	5,352,355	171,803
Sikeston, Missouri	33,800	100,262,000	4,309,574
Skiatook, Oklahoma	11,000	34,752,000	1,030,123
Spiro, Oklahoma	4,000	11,268,118	361,691
Springfield, Missouri	50,000	160,351,000	4,769,339
Thayer, Missouri	2,800	8,019,000	255,480
Walters, Oklahoma	6,400	18,028,989	578,705
West Plains, Missouri	15,000	42,733,000	1,447,450
Wellington, Kansas	1,100	872,300	33,398
Wetumka, Oklahoma	2,600	7,324,275	235,099
Winfield, Kansas	1,600	4,501,090	144,592
Yale, Oklahoma	3,700	10,423,007	334,564
Total	572,600	1,723,406,827	54,888,602
		Total Capacity (kW)	2,053,038
		Total Energy (kWh)	6,497,921,560
		Total Billings (\$)	194,021,687

Supplementary Information



Department of Energy
Southwestern Power Administration
1 W 3rd St, Suite 1600
Tulsa, Oklahoma 74103-3502

December 18, 2017

To the Users of the Southwestern Federal Power System Combined Financial Statements:

After the Southwestern Federal Power System's (SWFPS) combined financial statements for the years ending September 30, 2016 and 2015 were issued on October 5, 2017, a typographical error was found in the accompanying "Notes to Combined Financial Statements" in Footnote (1) (b) Confirmation and Approval of New Rates.

Footnote (1) (b) Confirmation and Approval of New Rates, paragraph 5, states "A superseded project rate was placed into effect January 1, 2016 and was confirmed and approved by the FERC on June 30, 2016. This rate increase incorporated a 9.6% revenue increase for the period January 1, 2016 through September 30, 2019, or until superseded by a new rate schedule."

The 9.6% revenue increase is incorrect. The correct revenue increase incorporated was 7.9% and will be reflected in the SWFPS notes to the combined financial statements for the years ending September 30, 2017 and 2016.

Respectfully,

A handwritten signature in black ink that reads "Doug Hart".

Doug Hart
Director and Chief Financial Officer
Division of Financial Management
Office of Corporate Operations



SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Financial Statements

September 30, 2016 and 2015

(With Independent Auditors' Report Thereon)



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

Independent Auditors' Report

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

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

KPMG LLP is a Delaware limited liability partnership and the U.S. member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.



Opinion

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

Other Matters

Supplementary and Other Information

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

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

Other Reporting Required by *Government Auditing Standards*

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

KPMG LLP

Tulsa, Oklahoma
October 5, 2017

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Statements of Changes in Capitalization

Years ended September 30, 2016 and 2015

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

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Statements of Revenues and Expenses

Years ended September 30, 2016 and 2015

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

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combined Statements of Cash Flows

Years ended September 30, 2016 and 2015

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

See accompanying notes to combined financial statements.

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(1) Summary of Significant Accounting Policies

(a) *General Information and Basis of Preparation of Combined Financial Statements*

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

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

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

(b) *Confirmation and Approval of New Rates*

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

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

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

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

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

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

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

(c) Utility Plant and Depreciation (Note 2)

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

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

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

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

(d) Cash and Funds Held in Escrow

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

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

(e) Congressional Appropriations

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

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

(f) Operating Revenues

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

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

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

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

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

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

(g) Regulatory Assets and Liabilities (Note 3)

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

Deferred Workers' Compensation

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

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

Denison Hydropower Water Storage Reallocation

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

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

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

Purchased Power and Banking Exchange Deferral

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

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

(h) Accounts Receivable

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

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

(i) Concentration of Credit Risk

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

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

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

(k) Allowance for Funds Used During Construction

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

(l) Retirement Benefits

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

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

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

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(m) Transfers of Property and Services, Net

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

(n) Income Taxes

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

(o) Use of Estimates

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

(p) Non-Reimbursable Activities

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

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

Federal and Non-Federal Projects

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

Plains and Eastern Clean Line Non-Federal Reimbursable Project

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

Escrow Interest Revenue

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

White River Minimum Flows Project

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

Spectrum Relocation Fund

In December 2004, the U.S. Congress passed and the President signed the Commercial Spectrum Enhancement Act (CSEA, Title II of P.L. 108-494), creating the Spectrum Relocation Fund to streamline the relocation of Federal systems from existing spectrum bands to accommodate commercial use by facilitating reimbursement to affected agencies of relocation costs. In fiscal years 2012, 2009, and 2007, Southwestern received \$17,000,000, \$17,730,000, and \$8,091,360,

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

respectively, in spectrum relocation funds, as approved by the Office of Management and Budget, and as reported to the Congress. In fiscal years 2016 and 2015, Southwestern expensed \$1,642,676 and \$2,818,916, respectively. Expenses incurred represent labor, service contracts, travel, and other administrative costs. This activity is non-reimbursable through the rate-making process.

(q) Derivative and Hedging Activities

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

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

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

(r) Fair Value of Financial Instruments

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(2) Utility Plant

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

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

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

(3) Regulatory Assets and Liabilities

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

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

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

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

(4) Financing Sources

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

(a) Payable to U.S. Treasury

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

Revenues received from the sale of Federal power and purchased power are generally deposited with the U.S. Treasury. Annual revenues are first applied to the current year operating expenses (less depreciation) and interest expense. All annual amounts for such expenses have been paid through fiscal year 2016. Remaining revenues are to be first applied to repayment of operating deficits (which include all expenses except depreciation), if any, and then to repayment of the Payable to U.S.

Treasury. To the extent possible, while still complying with the repayment period established for each increment of investment and unless otherwise required by legislation, repayment of the investment is to be accomplished by a repayment of the highest interest-bearing investment first. Interest rates applied to the unamortized initial investment of the U.S. Government in the Corps' hydroelectric generating

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

facilities range from 2.50% to 5.75% for unpaid facilities in service prior to and including fiscal year 2016 (2.63%). The rates have been set by law, by administrative order pursuant to law, or by administrative policies using the U.S. Senate Document No. 97 formula for the fiscal year during which the appropriations were requested.

(b) Alternative Financing

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

(5) Commitments and Contingencies

(a) General

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

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

(b) Legal

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

(Continued)

SOUTHWESTERN FEDERAL POWER SYSTEM

Notes to Combined Financial Statements

September 30, 2016 and 2015

(6) Leases

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

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

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

(7) Related Parties

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

(8) Subsequent Events

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

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Balance Sheet Data

September 30, 2016

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

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Balance Sheet Data

September 30, 2015

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

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Changes in Capitalization Data

Years ended September 30, 2016 and 2015

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

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Revenues and Expenses Data

Year ended September 30, 2016

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

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Revenues and Expenses Data

Year ended September 30, 2015

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

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Cash Flows Data

Year ended September 30, 2016

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

See accompanying independent auditors' report.

SOUTHWESTERN FEDERAL POWER SYSTEM

Combining Schedule of Cash Flows Data

Year ended September 30, 2015

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

See accompanying independent auditors' report.

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**U.S. DEPARTMENT OF
ENERGY**