



**Washington State
Department of Transportation**

**WASHINGTON STATE
SYSTEM OF ELIGIBLE TOLL FACILITIES
ANNUAL FINANCIAL REPORT
JUNE 30, 2017**





Presented By

Washington State Department of Transportation

Accounting and Financial Services Division





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**Washington State
Department of Transportation**

INTRODUCTORY SECTION

October 20, 2017

Roger Millar, Secretary
Washington State Department of Transportation
Olympia, WA 98504

Dear Secretary Millar:

The Accounting and Financial Services Division is pleased to present to you and the citizens of Washington State the Annual Financial Report for the Washington State System of Eligible Toll Facilities ("System"), for fiscal year ended June 30, 2017. Responsibility for the accuracy, completeness and reliability of the information contained in this report, including all disclosures, rests with the management of the Washington State Department of Transportation (WSDOT). To the best of our knowledge, the enclosed data is accurate in all material respects and is reported in a manner designed to provide a fair representation of the financial position of the System. This report has been prepared in accordance with standards established by the Government Accounting Standards Board (GASB). We believe the report contains all disclosures necessary for the reader to understand the System's financial position.

The overall net position of the System increased 8% to \$411.9 million during fiscal year 2017. Toll revenue increased 5% to \$75 million over the prior year, due to an additional one million tolled trips across the SR 520 Bridge. Total expenditures increased by 14% primarily due to a \$15.1 million increase in capital outlays.

The financial statements and narratives included in this report represents that portion of the System financed by bonds issued under State Finance Committee Master Resolution Numbers 1117 and 1125, as represented in the State Route 520 Corridor Account and the Toll Facility Bond Retirement Account. Pursuant to RCW 47.56.060, this report is intended to provide complete and reliable information that can be used to make management decisions and demonstrate the financial condition of the System.

WSDOT's management is responsible for establishing and maintaining an effective internal control structure designed to ensure the assets of the System are protected from loss, theft or misuse. WSDOT's internal control structure is designed to provide reasonable, but not absolute, assurance that these objectives are met. The concept of reasonable assurance recognizes that (1) the cost of a control should not exceed the expected benefits and (2) the valuation of costs and benefits requires estimates and judgments by management.

This Annual Financial Report is divided into an Introductory Section and Financial Section to facilitate a thorough understanding of the financial position of the System. Management's Discussion and Analysis (MD&A) can be found in the Financial Section and provides a narrative overview and analysis of the financial statements.

The preparation of the System's Annual Financial Report was accomplished through a partnership between the employees of the Toll Division and the Accounting and Financial Services Division. We appreciate the assistance of all employees involved.

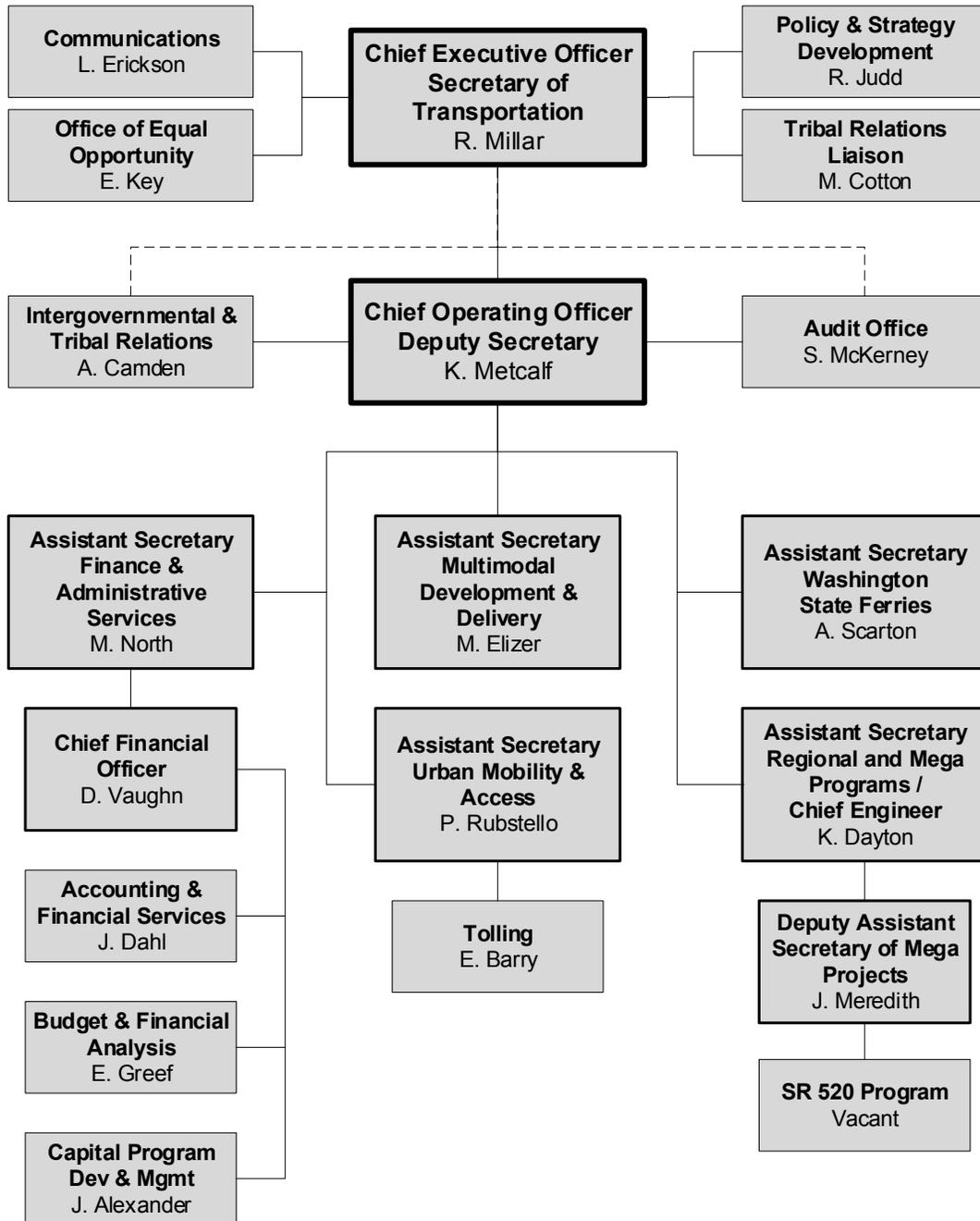
Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jennifer Dahl". The signature is written in a cursive, flowing style.

Jennifer Dahl, Director
Accounting and Financial Services Division

Washington State Department of Transportation's Organization as of October 2017

**Citizens of the State of Washington
Governor Jay Inslee**



Profile of Washington State System of Eligible Toll Facilities

SR 520 Bridge

The SR 520 Floating Bridge replacement construction began in 2011, opening in April 2016 with an estimated expected life of 75 years and capable of carrying more traffic and surviving stronger storms. At the grand opening ceremony, Michael Empric, a representative of Guinness World Records, presented WSDOT's Secretary Roger Millar, with a certificate designating the replacement floating bridge – at 7,708 feet, end to end – as the world's longest.

The bridge is the centerpiece of the SR 520 Bridge Replacement and HOV Program, a project addressing safety vulnerabilities and capacity restrictions along the 12.8-mile SR 520 Corridor which stretches from I-5 in Seattle to SR 202 in Redmond.

In April 2017, one year after opening to traffic, the SR 520 Bridge received the 2017 Grand Conceptor Award from the American Council of Engineering Companies (ACEC). As one of the country's highest engineering awards, the Grand Conceptor Award honors the nation's best overall engineering achievement. The floating bridge was one of 162 projects throughout the world vying for ACEC's top engineering award.



West Approach Bridge North

The SR 520 West Approach Bridge North (WABN) is a 1.2 mile long bridge that connects the replacement SR 520 floating bridge to Seattle via the Montlake interchange. The existing approach is supported by hollow columns that are vulnerable to earthquake, and its four lane roadway has narrow shoulders and no transit/HOV lanes. When complete, WABN will carry westbound cars, trucks, and buses from the new floating bridge to the Montlake area. Improvements began in fall 2014 and opened to traffic in the summer of 2017.



The project extended SR 520's new bicycle and pedestrian path from Montlake across Lake Washington to the east side, with connections to local and regional trains on both sides of the lake. The WABN project:

- Built a new, seismically sound structure designed to modern earthquake standards.
- Connected Montlake and the Eastside with new transit/HOV lanes. Lanes are also wider and safer with shoulders.
- Provides pedestrian and bicycle connections across Lake Washington with a new, shared-use path which includes viewpoints.
- Made environmental improvements such as a new Arboretum trail and public park north of SR 520.
- Enhanced the Arboretum by removing the westbound Arboretum off-ramp and unused R.H. Thomson ramps.

Financing the Replacement SR 520 Bridge

The State issued \$518.8 million in triple pledge bonds in October 2011, \$500.4 million in GARVEE bonds in June 2012, a \$300.0 million TIFIA Bond in October 2012, \$285.9 million in GARVEE bonds in September 2013, \$90.3 million in triple pledge bonds in September 2016, and expects to fund the remaining costs with additional bond proceeds, federal funds, toll revenue and excise taxes on motor vehicle and special fuels.

Improvements funded and under construction include:

- A new floating bridge, plus the east approach and a portion of the west approach that provides six lanes from Medina to Montlake.
- Widening the corridor to six lanes (two general-purpose and one HOV lane in each direction) between the west landing of the new floating bridge and I-405 in the east.
- Adding a pedestrian/bike lane in the widened corridor.
- Making a series of other investments for safety, reliability, transit and HOV operations.

The total investment for the SR 520 Bridge Replacement and HOV Program is \$4.56 billion. \$1.64 billion of this funding was part of the Connecting Washington package, a balanced and multimodal transportation investment package that fixes hundreds of bridges, funds thousands of miles of roadway, and authorizes Sound Transit to expand light rail north to Everett, south to Tacoma, east to Redmond, and within Seattle between Ballard and West Seattle. The Connecting Washington package funds the remaining SR 520 planned improvements, known as the “Rest of the West.”

Funding Received to Date	Amount (in billions)
State Funding (Primarily Gas Tax)	\$ 0.61
State Funding (Connecting Washington)	1.64
SR 520 Account (Tolling/ Future Federal Funding)	1.65
Federal TIFIA Loan	0.30
Other Federal Funding	0.20
Deferred Sales Tax	0.16
Total	\$4.56



Expected benefits from this funding include:

- A seismically stronger Portage Bay Bridge to replace the existing bridge, which is vulnerable to earthquakes.
- Community-connecting highway lids at Montlake Boulevard and 10th Avenue East / Delmar Drive East.
- A new, seismically stronger West Approach Bridge South to carry three lanes of eastbound traffic past Montlake Boulevard to the new floating bridge.
- A new, second bascule bridge across the Montlake Cut to provide additional capacity and safer north-south travel on Montlake Boulevard.
- A landscaped, 30-foot-wide bicycle and pedestrian shared-use path over I-5.
- Related mitigation and trail-improvement projects in Seattle parks, natural areas and communities.

For more information about the SR 520 Bridge Replacement and HOV Program, including the program's purpose, costs and benefits, and a series of maps and photos visit the SR 520 Bridge Replacement and HOV Program website at: <http://www.wsdot.wa.gov/Projects/SR520Bridge/>.

Sustainability and Environmental Stewardship

WSDOT is committed to environmental stewardship and promoting sustainability. The new SR 520 floating bridge can be retrofitted for future light rail and has been designed to minimize concrete requirements by reducing the number of in-water columns and the amount of concrete needed to build them. New storm water management systems along the corridor collect and filter highway runoff which improves water quality in local streams and Lake Washington.

The SR 520 Bridge Replacement and HOV Program also includes a wide range of projects to protect and enhance parks, fish and wildlife habitat, as well as cultural and historical areas across the region. As part of the phased construction schedule, some of these projects are completed, others are underway or in the planning process. One of these projects includes improvements to the Washington Park Arboretum which involves restoration work to Arboretum Creek and the Waterfront Trail, a new multiuse trail, a new north entry into the Arboretum and an enhanced SR 520 pedestrian undercrossing on Foster Island.

WSDOT and our many partners involved in the SR 520 Bridge Replacement and HOV Program received the VISION 2040 Award from the Puget Sound Regional Council in October 2016. This award recognizes innovative projects and programs that help ensure a sustainable future as the region grows.

VISION 2040 & the Regional Growth Strategy



VISION 2040's Regional Growth Strategy is a preferred pattern for accommodating residential and employment growth. It is designed to minimize environmental impacts, support economic prosperity, improve mobility, and make efficient use of existing infrastructure.

VISION 2040 is the region's growth management, economic, and transportation strategy, designed to meet the needs of the five million people expected to be living in the region by 2040. It is an integrated, long-range vision for the future that lays out a strategy for maintaining a healthy region – promoting the well-being of people and communities, economic vitality, and a healthy environment. VISION 2040 was adopted in 2008 and essentially helps agencies, interest groups and individuals work toward achieving regional goals. These goals convey that the people of our region, our economic prosperity, and our relationship to the planet are tied together in mutually supportive and interdependent ways.

Washington State System of Eligible Toll Facilities Organization

Under Chapter 122, Laws of 2008; Chapter 472, Laws of 2009; Chapter 498, Laws of 2009, Section 15; Chapter 248, Laws of 2010; and Chapter 377, Laws of 2011, of the state (together, the "Toll Facilities Act"), Legislature may specifically identify and designate portions of the state highway system as an eligible toll facility, including, but not limited to, transportation corridors, bridges, crossings, interchanges, on-ramps, off-ramps, approaches, bi-state facilities, and interconnections between highways ("Eligible Toll Facilities"). In the Toll Facilities Act, Legislature designated the SR 520 Corridor as an eligible toll facility and has authorized the imposition of tolls for travel on the floating bridge portion only of the SR 520 Corridor.

Legislature delegated the Transportation Commission as tolling authority for the state (the "Tolling Authority"), and has legal power to set, review and adjust tolls on eligible toll facilities that Legislature has authorized the imposition of tolls. The Transportation Commission is a seven-member body of citizens appointed by the Governor for six-year terms. The Secretary of Transportation and a representative from the Governor's office serve as ex officio members.

The Toll Facilities Act directs that, in setting and adjusting toll rates, the Tolling Authority must ensure that tolls will generate revenue sufficient to: (1) meet operating costs of the Eligible Toll Facilities, including necessary maintenance, preservation, renewal, replacement, administration, and toll enforcement; (2) meet obligations for the timely payment of debt service on bonds issued for Eligible Toll Facilities, and any other associated financing costs including, but not limited to, required reserves, minimum debt service coverage and other appropriate contingency funding, insurance, and compliance with all other financial and other covenants made by the state in the bond proceedings; (3) meet obligations to reimburse the Motor Vehicle Fund for Motor Vehicle Fuel Taxes applied to the payment of bonds issued for Eligible Toll Facilities, and (4) meet any other obligations of the Tolling Authority to provide its proportionate share of funding contributions for any projects or operations of the Eligible Toll Facilities.

WSDOT is committed to financial transparency and accountability in fulfilling our tolling fiduciary responsibilities. Organizations listed below contribute to the operations and oversight of the System.

Organization	Roles & Responsibilities
Washington State Legislature Olympia, WA 98504	Provides legal framework for tolling; determines eligible tolling corridors and facilities; authorizes tolling budget and finance plans.
Washington State Transportation Commission Olympia, WA 98502	Sets tolls for state highways and bridges; reviews and oversees toll collection processes and costs, operations policies, and traffic and toll revenue.
Office of the State Treasurer Olympia, WA 98504	Provides cash management and administration of debt service.
State Auditor's Office Olympia WA 98504	Conducts the Comprehensive Annual Financial Report (CAFR) Audit, Performance Audits and the Statewide Single Audit (SWSA) for the State of Washington.
WSDOT Toll Division Seattle, WA 98104	Develops, delivers and oversees the statewide toll collection system.
WSDOT Accounting & Financial Services Olympia, WA 98504	Provides financial services and consultation to the statewide toll collection system.
WSDOT Budget & Financial Analysis Olympia, WA 98504	Provides financial planning and debt management services.
WSDOT Audit Office Olympia, WA 98504	Provides audit and consulting services to the statewide toll collection system.
Kapsch Trafficom Trans Na Inc. McLean, VA 22102	Operates the Roadway Toll System, collecting electronic and photo toll transactions for processing.
Electronic Transaction Consultants Corporation (ETCC) Richardson, TX 75081	Operates the statewide <i>Good To Go!</i> Customer Service Center (CSC) that supports customer service account management, payment processing, and customer service.
CliftonLarsonAllen LLP (CLA) Bellevue, WA 98004	Conducts independent audit of the System's annual financial statements.
Montgomery Coscia Greilich LLP Plano, TX 75093	Issues the Service Organization Controls (SOC 1) Report on ETCC's controls relevant to WSDOT's internal controls over financial reporting.

Washington State System of Eligible Toll Facilities Operations

The SR 520 Bridge is an electronic tolling facility that uses transponders and cameras to capture transactions. The toll authorized is charged only for travel on the floating bridge portion of the SR 520 Corridor and is used to meet obligations for the repayment of debt and operating cost of the facility. WSDOT began tolling the SR 520 Bridge in December 2011, and will continue to collect tolls until bond obligations are satisfied.

Tolls are charged in both directions of the bridge and vary in price by the time of day and for weekend and holidays. Motorcycles pay the same toll as larger two axle vehicles and vehicles with more than two axles pay a higher prorated toll. The average weekday toll paid in fiscal year 2017 was \$3.35 and the average weekend toll rate was \$2.27. A brief description of the payment options are listed below:



Good To Go! Pass – This account requires a *Good To Go!* pass and registered license plate number. Accounts can be set up to auto-replenish when the account balance drops below a predefined level. These accounts are charged the lowest toll rate.

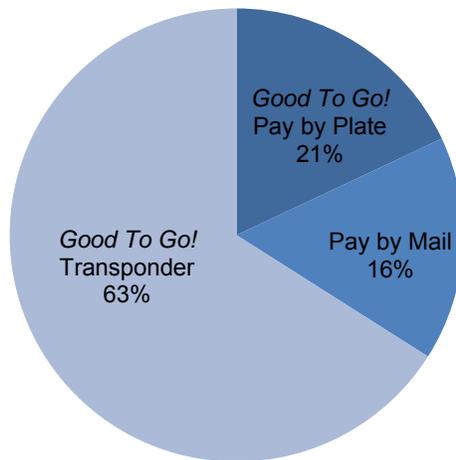
Pay By Plate – This account does not require a pass, but does require a license plate number registered with a *Good to Go!* account. Accounts can be set up to be replenished automatically. Customers are charged the *Good to Go!* toll rate plus a \$0.25 fee per toll transaction.

Pay By Mail – Meant for infrequent users that do not have a *Good to Go!* account. Toll bills are mailed to the registered vehicle owner's address on file with the Department of Licensing. Toll bills are generally mailed within 14 days of crossing the SR 520 Bridge. Customers are charged the pay by mail toll rate, which is \$2.00 more per transaction than the *Good to Go!* pass.

Short Term – These accounts are only valid for 14 days and then automatically close. Drivers have up to 72 hours after traveling a tolled facility to set up a short-term account. Customers are charged the pay by mail rate minus a \$0.50 discount per toll transaction. Tolls and fees are charged directly to the customer's debit or credit card.

Monthly Trip Reports provide a breakdown of toll transactions by payment method. For fiscal year 2017, the proportion of *Good to Go!* (i.e., account based) transactions was 84%, with 63% of the transactions using a pass and 21% using the pay by plate payment option. For more information about payment share, readers should review the Investment Grade Traffic and Revenue Study Updates found at <http://www.wsdot.wa.gov/Tolling/520/Finance.htm>.

Payment Method



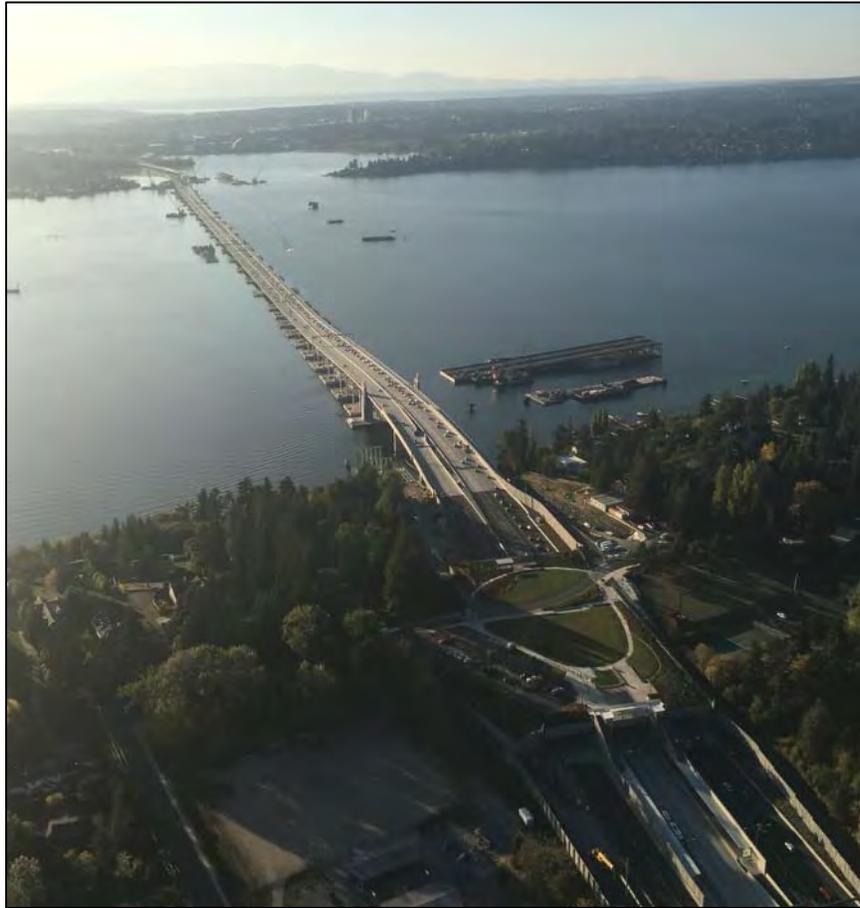
Toll rates are established by the Washington State Transportation Commission (WSTC). SR 520 Bridge tolls vary by time of day and for weekends and holidays. WSTC works with WSDOT and the public to establish toll rates. WSTC reviews traffic and revenue each year to determine whether new toll rates are needed to cover operational costs and debt payments. This review process starts in the fall and, if new rates are adopted, they are in effect the following July.

Tolling Subsidiary Accounting System

In 2017 the tolling subsidiary accounting system managed by ETCC, a contracted service organization, received an unmodified opinion on its SSAE 16 Report related to the operations system and internal controls. This is an improvement from the 2016 SSAE Report, which showed weaknesses in internal controls.

Contacting Washington State Department of Transportation

This financial report is designed to provide a general overview of the System's finances for bond holders, customers and other interested parties. Questions concerning any of the information provided in this report should be addressed to Jennifer Dahl, Director of Accounting and Financial Services, Washington State Department of Transportation, PO Box 47420, Olympia, Washington, 98504-7420.



Financial Section

INDEPENDENT AUDITORS' REPORT

Washington State System of Eligible Toll Facilities
Olympia, Washington

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of the Washington State System of Eligible Toll Facilities, a project of the Department of Transportation of the State of Washington, as of and for the year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the entity'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. 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 Washington State System of Eligible Toll Facilities as of June 30, 2017, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

As discussed in Note 1, the financial statements present only the Washington State System of Eligible Toll Facilities and do not purport to, and do not, present fairly the financial position of the Department of Transportation of the State of Washington or the State of Washington as of June 30, 2017 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.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 17-22 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 Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Washington State System of Eligible Toll Facilities' basic financial statements. The transmittal letter is presented for purposes of additional analysis and are not a required part of the basic financial statements.

The transmittal letter has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.



CliftonLarsonAllen LLP

Bellevue, Washington
October 17, 2017

Washington State System of Eligible Toll Facilities Management's Discussion and Analysis June 30, 2017

MANAGEMENT'S DISCUSSION AND ANALYSIS

This discussion and analysis provides an overview of financial activities of the System for the fiscal years ended June 30, 2017 and June 30, 2016. Please read in conjunction with the financial statements and notes to the financial statements, which begin on page 22.

The financial statements are intended to present information of only that portion of the government-type activities of the state of Washington attributable to the transactions of the System. For financial reporting purposes, the System is a part of the primary government of the state of Washington and is also included in the state's Comprehensive Annual Financial Report (CAFR).

Financial Highlights

The data presented here represents comparisons of financial activity related to tolling on the System for fiscal years ended June 30, 2017 and June 30, 2016.

- *Revenues*

Government-wide revenues were \$180,972,947 for fiscal year 2017 and \$171,185,984 for fiscal year 2016, representing an increase of \$9,786,963.

Total governmental fund revenues were \$181,227,745 for fiscal year 2017 and \$172,467,219 for fiscal year 2016. This includes toll revenues of \$74,979,046 and \$69,352,818 for fiscal years 2017 and 2016, respectively.

Total Toll Facility Bond Retirement Account revenues were \$117,863 for fiscal year 2017 and \$47,006 for fiscal year 2016. Source of revenue for debt service consists of interest income.

- *Expenditures*

Government-wide expenditures were \$63,293,248 for fiscal year 2017 and \$56,447,933 for fiscal year 2016, representing an increase of \$6,845,315.

Total governmental fund expenditures were \$288,314,199 for fiscal year 2017 and \$253,342,489 for fiscal year 2016. This includes capital outlays of \$127,463,482 and \$112,378,154 for fiscal year 2017 and 2016, respectively.

In fiscal year 2017, total governmental fund expenditures increased by \$34,971,710. This is predominantly due to an increase in capital outlays and debt service principal as compared to the prior year. Debt service principal of \$78,400,000 was expensed from the Toll Bond Retirement Account in 2017.

- *Net Position*

The System reported a total net position of \$411,898,619 in fiscal year 2017 and \$293,422,920 in fiscal year 2016, representing an increase of \$118,475,699.

Washington State System of Eligible Toll Facilities Management's Discussion and Analysis June 30, 2017

The System's governmental combined funds reported a combined ending fund balance of \$79,657,724 for fiscal year 2017 and \$74,936,118 for fiscal year 2016.

- *Construction in Progress*

Cost for construction-in-progress was \$135,899,581 for fiscal year 2017 and \$127,040,530 for fiscal year 2016. Total construction-in-progress as of June 30, 2017 was \$2,111,968,571.

- *Capital Assets*

The value of land remains at \$50,083,897 for fiscal year 2017. The net value of equipment was \$1,910 for fiscal year 2017 and \$2,928 for 2016, as a result of disposed assets valuing \$951 and acquired assets of \$2,166.

The depreciated value of System assets for fiscal year 2017, excluding construction-in-progress, total \$50,497,971 including intangible software of \$412,164.

Overview of the Financial Statements

This discussion and analysis serves as an introduction to the System's financial statements, which include the basic financial statements and the notes to the financial statements. The System is a governmental program, consisting of two accounts: the SR 520 Corridor Account and the Toll Facility Bond Retirement Account. Both accounts are categorized as Special Revenue Accounts and use the modified accrual basis of accounting.

Basic Financial Statements

Financial statements for the System are presented in a combined format that represents individual accounts, SR 520 Corridor Account and the Toll Facility Bond Retirement Account, and the System as a whole (government-wide).

- *Balance Sheet / Statement of Net Position*

The first three columns of the combining statement present the Balance Sheet, while the last column presents the Statement of Net Position. The fourth column provides information that reconciles the noted differences. This combined statement can be found on page 22 of this report.

- *Statement of Revenues, Expenditures and Changes in Fund Balances / Statement of Activities*

The first three columns of the combining statement present the Revenues, Expenditures, and Changes in Fund Balance, while the last column presents the Statement of Activities. The fourth column provides information that reconciles the noted differences. This combined statement can be found on page 23 of this report.

Washington State System of Eligible Toll Facilities Management's Discussion and Analysis June 30, 2017

Government Fund Financial Statements

The Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balance provides readers with information on the System's near-term inflows and outflows of spendable resources, as well as fund balances at the end of the fiscal year. This information may be useful in evaluating a government's near-term financing requirements.

Government-Wide Financial Statements

The Statement of Net Position and Statement of Activities provides readers with a broad overview of the System's finances, using full accrual accounting in a manner similar to a private sector business. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the System is improving or deteriorating.

Notes to the Financial Statements

The notes to the financial statements, presented on pages 24-41 of this report, are an integral part of the financial statements. They provide additional information that is essential to a full understanding of the data provided in the individual special revenue accounts and government-wide financial statements.

Financial Analysis

The data presented in the tables below is a comparison of fiscal year ended June 30, 2017 and June 30, 2016.

CONDENSED STATEMENT OF NET POSITION			
	2017	2016	% Change
Assets			
Current and Other Assets	\$ 106,635,778	\$ 99,814,657	6.8%
Capital Assets, Net	2,162,466,542	2,026,980,142	6.7%
Total Assets	2,269,102,320	2,126,794,799	6.7%
Liabilities			
Current and Other Liabilities	125,690,589	118,277,691	6.3%
Noncurrent Liabilities	1,731,513,113	1,715,094,188	1.0%
Total Liabilities	1,857,203,702	1,833,371,879	1.3%
Net Investment in Capital Assets	345,543,126	232,258,764	48.8%
Restricted Net Position	66,355,493	61,164,156	8.5%
Net Position, end of the Year	\$ 411,898,619	\$ 293,422,920	40.4%

During fiscal year 2017, net investment in capital assets increased \$113,284,362 primarily due to a \$135,899,581 increase in construction-in-progress offset by a \$22,205,660 increase in long term liabilities.

Washington State System of Eligible Toll Facilities Management's Discussion and Analysis June 30, 2017

CONDENSED STATEMENT OF ACTIVITIES

	2017	2016	% Change
Revenue			
Toll Revenue	\$ 74,979,046	\$ 69,352,818	8.11%
Other Revenue	105,993,901	101,833,166	4.09%
Total Revenue	<u>180,972,947</u>	<u>171,185,984</u>	5.72%
Expenses			
Personal Service Contracts	1,973,070	1,692,886	16.55%
Goods and Services	17,131,778	13,530,247	26.62%
Other Expenditures	44,188,400	41,224,800	7.19%
Total Expenses	<u>63,293,248</u>	<u>56,447,933</u>	12.13%
Other Financing Sources/Uses	<u>796,000</u>	<u>815,000</u>	-2.33%
Change in Net Position	118,475,699	115,553,051	2.53%
Net Position, Beginning of the Year	<u>293,422,920</u>	<u>177,869,869</u>	64.96%
Net Position, End of the Year	<u>\$ 411,898,619</u>	<u>\$ 293,422,920</u>	40.38%

The System's fund balance consists of Unassigned, Committed and Restricted. The restricted fund balance is a result of restricting funds for bond debt obligations, Committed for Debt Service includes interest income of \$117,863 for fiscal year 2017, and the impact of Master Bond Resolution 1117 Section 6.12 f(iii) and h(iii) requirements.

The fund balances are restricted to any proper purpose of the System's operations, in accordance with State Legislation and Master Resolution 1117 (referred to as "sub-accounts" within the Bond Covenant). The restricted fund balances are established as a result of the issuance of bonds for the System. Master Bond Resolution 1117 Section 6.12 f(iii) and h(iii) requires the department deposit monthly, one twelfth of the principal payment of the bonds coming due in the next twelve months for both the third tier and fourth tier debt service. Based on the debt service schedule from the 2012 TIFIA Loan Agreement, the department would begin paying debt service in December 2016; therefore, the department was required to begin transferring funds to the fourth tier debt service account. Additionally, the department began paying principal (\$12.7 million) on the third tier debt service in fiscal year 2017; therefore, one twelfth of \$12.7 million was transferred into the third tier debt service account.

Restrictions for fiscal year ended June 30, 2017 and 2016 are as follows:

RESTRICTED NET POSITION

	2017	2016
Restricted for Operating/Maintenance Reserve	\$ 9,204,853	\$ 9,048,353
Restricted for Repair/Replacement Reserve	14,673,386	2,925,163
Restricted Revenue Stabilization	28,804,958	22,068,796
Restricted for Transportation	5,258,050	22,764,829
Restricted for Third Tier Debt Service	6,594,520	3,172,436
Restricted for Fourth Tier Debt Service	1,819,726	1,184,579
	<u>\$ 66,355,493</u>	<u>\$ 61,164,156</u>

Washington State System of Eligible Toll Facilities Management's Discussion and Analysis June 30, 2017

Capital Assets

The System's capital assets are comprised of land, equipment, construction-in-progress, and a software-intangible asset. The total construction-in-progress balance of \$2,111,968,571 is related to activities of the SR 520 Corridor Program, which is considered an infrastructure asset.

ETCC's Electronic Tolling System includes an IT software intangible asset that is owned by WSDOT. The capitalized portion of ETCC's Electronic Tolling System that was purchased and developed by the SR 520 Corridor Account is included, net of amortization, in the asset balance on the Statement of Net Position.

Long-Term Debt – Bond Information

Under Chapter 122, Laws of 2008; Chapter 472, Laws of 2009; Chapter 498, Laws of 2009, Section 15; Chapter 248, Laws of 2010; and Chapter 377, Laws of 2011 (codified in RCW 47.56.805-.876) (the "Toll Facilities Act"), the Legislature has designated the SR 520 Corridor as an "Eligible Toll Facility" and has authorized the imposition of tolls on the floating bridge portion of the SR 520 Corridor. The Toll Facilities Act provides that "toll revenue" includes all toll receipts, interest income derived from the investment of toll receipts, and any gifts, grants, and other funds received for the benefit of transportation facilities in the state, including eligible toll facilities. The Bond Act provides, for the purposes of any pledge of toll revenue to the payment of particular bonds issued under the Bond Act that "toll revenue" means and includes only such toll revenue or portion thereof that is pledged to the payment of those bonds in the resolution authorizing the issuance of those bonds.

The Bond Act authorized the State Finance Committee to issue, at the request of WSDOT, \$1.95 billion of general obligation bonds of the state, to which the state's full faith and credit are pledged and are first payable from toll revenue and motor vehicle fuel taxes ("Triple Pledge Bonds"), to provide funds necessary for the location, design, right-of-way, and construction of the SR 520 Corridor Program. The Bond Act also authorized the Committee to issue the authorized bonds as toll revenue bonds, which are payable solely from and secured solely by toll revenue rather than as general obligation bonds to which the state's full faith and credit are pledged.

In October 2011, the state of Washington issued \$518.8 million Motor Vehicle Fuel Tax General Obligation Bonds (SR 520 Corridor Program - Toll Revenue). These bonds, referred to as Series 2012C Bonds, are general obligations of the state of Washington to which the state has pledged its full faith, credit and taxing power. The bonds are "Triple Pledge Bonds" first payable from Toll Revenue and Motor Vehicle Fuel Taxes. This series was issued to provide funds to pay and reimburse state expenditures for a portion of the SR 520 Floating Bridge and Eastside plus West Approach Bridge Project, to fund capitalized interest and to pay bond issuance costs. The Series 2012C Bonds received a credit rating of Aa1 from Moody's in October 2011 and AA+ from Fitch, and AA+ from Standard and Poor's in September 2011.

Washington State System of Eligible Toll Facilities Management's Discussion and Analysis June 30, 2017

In June 2012, the state of Washington issued \$500.4 million Federal Highway Grant Anticipation Revenue (GARVEE) Bonds. These bonds, referred to as Series 2012F Bonds, finance a portion of the construction costs of the SR 520 Floating Bridge and Eastside plus West Approach Bridge Project, and to pay bond issuance costs. They were issued as limited obligations of the state payable from and secured solely by the Federal-Aid Highway funds received by the state. The Series 2012F Bonds received a credit rating of Aa2 from Moody's and AA from Standard and Poor's in April 2012.

In October 2012, the state of Washington issued a Transportation Infrastructure and Innovation Bond, which represented a draw-down loan from the United States Department of Transportation's Transportation Infrastructure Finance and Innovation Act (TIFIA) program in the amount of \$300 million to be reimbursed from toll revenue. All \$300 million has been drawn on the TIFIA Bond. The Bonds were issued as Fourth Tier Bonds under the Master Bond Resolution No. 1117 and are payable solely from toll receipts.

In September 2013, the state of Washington issued \$285.9 million in Federal Highway Grant Anticipation Revenue (GARVEE) Bonds, referred to as Series 2014C Bonds. These bonds are being issued to finance a portion of the construction costs of the SR 520 Floating Bridge and Eastside plus West Approach Bridge Project, and to pay bond issuance costs. The Series 2014C Bonds are limited obligations of the state payable from and secured solely by the Federal-Aid Highway Funds received by the state. The Series 2014C Bonds received a credit rating of Aa3 from Moody's and AA from Standard and Poor's in September 2013.

In September 2016, the state of Washington issued \$90.4 million in Motor Vehicle Fuel Tax General Obligation Bonds (SR 520 Corridor Program – Toll Revenue), Series 2017C, for the purpose of providing funds for a portion of the SR 520 Floating Bridge and Eastside plus West Approach Bridge North. The Series 2017C Bonds were the second series of Third Tier Bonds issued under the Master Bond Resolution No. 1117 and are general obligations of the State, first payable from Toll Revenue and Motor Vehicle Fuel Taxes. Interest on the Series 2017C Bonds is payable semiannually on each June 1 and December 1, beginning December 1, 2016. The principal of the Series 2017C Bonds is payable each June 1, starting in June 2017, and continuing to June 2041. Further information regarding long-term debt can be found in Note 7 of the financial statements.

Economic Factors and Next Year's Budget

The System has considered many factors while establishing the 2018 budget levels. The most significant factors considered are the capital construction of the 520 Floating Bridge, the population growth in the state of Washington, and general economic uncertainty. These factors were taken into account when adopting the System's budgets and operational plans.

Washington State System of Eligible Toll Facilities
Balance Sheet / Statement of Net Position
Year Ended June 30, 2017

	Toll Facility			Adjustments (Note 2)	Statement of Net Position
	SR 520 Corridor Account	Bond Retirement Account	Total		
Assets					
Cash and Cash Equivalents	\$ 94,139,879	\$ 8,414,246	\$ 102,554,125	\$ -	\$ 102,554,125
Accounts Receivable (Net)	2,390,656	-	2,390,656	-	2,390,656
Due from Other Funds/Agencies	1,416,708	3,318	1,420,026	-	1,420,026
Due from Toll Vendor	270,971	-	270,971	-	270,971
Capital assets, not being depreciated (Note 6)	-	-	-	2,162,052,468	2,162,052,468
Capital assets, being depreciated (Note 6)	-	-	-	1,910	1,910
Intangible assets, being amortized (Note 6)	-	-	-	412,164	412,164
TOTAL ASSETS	98,218,214	8,417,564	106,635,778	2,162,466,542	2,269,102,320
Liabilities					
Accounts Payable	10,345,771	-	10,345,771	-	10,345,771
Due to Other Funds/Agencies	15,463,639	-	15,463,639	-	15,463,639
Due to Other Governments	35,104	-	35,104	-	35,104
Unearned Revenue	889,606	-	889,606	-	889,606
Debt Service Interest Payable	-	-	-	13,504,734	13,504,734
Current Portion of Long Term Debt	-	-	-	85,451,735	85,451,735
Long-term Liabilities (Note 7)	-	-	-	-	-
Compensated Absences Payable	-	-	-	41,432	41,432
Sales Tax Payable	-	-	-	157,513,002	157,513,002
Premiums on Bonds Payable	-	-	-	104,950,414	104,950,414
Bond Principal Due After One Year	-	-	-	1,172,090,000	1,172,090,000
TIFIA Loan Principal Due After One Year	-	-	-	296,918,265	296,918,265
TOTAL LIABILITIES	26,734,120	-	26,734,120	1,830,469,582	1,857,203,702
Deferred Inflows of Resources					
Unavailable Revenue-Reprocessing Fee	243,934	-	243,934	(243,934)	-
TOTAL DEFERRED INFLOWS OF RESOURCES	243,934	-	243,934	(243,934)	-
FUND BALANCES/NET POSITION					
Fund Balances					
Restricted for Operating & Maintenance Reserve	9,204,853	-	9,204,853	(9,204,853)	-
Restricted for Repair & Replacement	14,673,386	-	14,673,386	(14,673,386)	-
Restricted for Transportation	18,556,963	-	18,556,963	(18,556,963)	-
Restricted for Revenue Stabilization	28,804,958	-	28,804,958	(28,804,958)	-
Restricted for Third Tier Debt Service	-	6,594,520	6,594,520	(6,594,520)	-
Restricted for Fourth Tier Debt Service	-	1,819,726	1,819,726	(1,819,726)	-
Committed for Debt Service	-	3,318	3,318	(3,318)	-
TOTAL FUND BALANCES	71,240,160	8,417,564	79,657,724	(79,657,724)	-
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES	\$ 98,218,214	\$ 8,417,564	\$ 106,635,778	-	-
Net Position:					
Net Investment in Capital Assets				345,543,126	345,543,126
Restricted for Operating & Maintenance Reserve				9,204,853	9,204,853
Restricted for Repair & Replacement Reserve				14,673,386	14,673,386
Restricted for Revenue Stabilization				28,804,958	28,804,958
Restricted for Transportation				5,258,050	5,258,050
Restricted for Third Tier Debt Service				6,594,520	6,594,520
Restricted for Fourth Tier Debt Service				1,819,726	1,819,726
TOTAL NET POSITION				\$ 411,898,619	\$ 411,898,619

See accompanying Notes to Financial Statements.

Washington State System of Eligible Toll Facilities
Statement of Revenues, Expenses, and
Changes in Fund Balance / Statement of Activities
Year Ended June 30, 2017

	Toll Facility			Adjustments (Note 4)	Statement of Activities
	SR 520 Corridor Account	Bond Retirement Account	Total		
REVENUE					
Toll Revenue	\$ 74,979,046	\$ -	\$ 74,979,046	\$ -	\$ 74,979,046
Debt Service Reimbursement -					
- Federal Highway Administration	100,070,925	-	100,070,925	-	100,070,925
Transponder Sales	851,696	-	851,696	-	851,696
Toll Vendor Contractual Damages	269,412	-	269,412	(254,798)	14,614
Toll Bill Reprocessing Fee Revenue	1,084,120	-	1,084,120	-	1,084,120
Investment Income	-	117,863	117,863	-	117,863
Interest Income	950,842	-	950,842	-	950,842
Miscellaneous Revenue	2,903,841	-	2,903,841	-	2,903,841
TOTAL REVENUES	181,109,882	117,863	181,227,745	(254,798)	180,972,947
EXPENDITURES					
Current:					
Personal Service Contracts	1,973,070	-	1,973,070	-	1,973,070
Goods and Services	15,041,961	-	15,041,961	412,379	15,454,340
Salaries and Benefits	1,677,438	-	1,677,438	-	1,677,438
Capital Outlays	127,463,482	-	127,463,482	(127,463,482)	-
Cost of Financing	262,353	-	262,353	-	262,353
Debt Service - Principal	-	78,400,000	78,400,000	(78,400,000)	-
Debt Service - Interest	-	63,495,895	63,495,895	(19,569,848)	43,926,047
TOTAL EXPENDITURES	146,418,304	141,895,895	288,314,199	(225,020,951)	63,293,248
EXCESS (DEFICIENCY) REVENUES OVER EXPENDITURES	34,691,578	(141,778,032)	(107,086,454)	224,766,153	117,679,699
Other Financing Sources/Uses:					
GARVEE Bond Issuance	90,370,000	-	90,370,000	(90,370,000)	-
GARVEE Issue Premium	20,642,060	-	20,642,060	(20,642,060)	-
Transfer In	815,000	-	815,000	-	815,000
Transfer In Debt Service -External Activities	1,184,579	(1,184,579)	-	-	-
Transfer Out Debt Service	(146,934,732)	146,934,732	-	-	-
Transfer Out -Internal Interagency/Fund	(19,000)	-	(19,000)	-	(19,000)
EXCESS (DEFICIENCY) REVENUES AND TRANSFER IN OVER EXPENDITURES AND TRANSFER OUT	(33,942,093)	145,750,153	111,808,060	(111,012,060)	796,000
Change in Fund Balances/Net Position	749,485	3,972,121	4,721,606	113,754,093	118,475,699
Fund Balances/Net Position:					
Beginning of The Year	70,490,675	4,445,443	74,936,118	218,486,802	293,422,920
END OF YEAR	\$ 71,240,160	\$ 8,417,564	\$ 79,657,724	\$ 332,240,895	\$ 411,898,619

See accompanying Notes to Financial Statement.

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The System means the SR 520 Corridor, which is defined in the master bond resolution as that portion of SR 520 from Interstate 5 to SR 202. WSDOT is a department established under and governed by the laws of the state of Washington. WSDOT has the primary responsibility for the System and the Office of State Treasurer (OST) carries out the administration of debt service activities. For financial reporting purposes, the System is a part of the primary government of the state of Washington and is included in the state's Comprehensive Annual Financial Report (CAFR). These financial statements are intended to present financial information of only the portion of government-type activities that are attributable to the transactions of the System. They do not purport to, and do not, present fairly the financial information of WSDOT or the state of Washington. The System is not a legally separate entity and no component units were identified.

The System is made up of toll facilities that the Washington State Legislature has specifically identified and designated as eligible toll facilities and for which bonds are issued under Master Resolution Number 1117 or Master Resolution Number 1125.

At this time, the System includes that portion of the SR 520 Corridor Program, which has been financed by bonds issued under Master Resolution Number 1117 or Master Resolution Number 1125, TIFIA as represented in the SR 520 Corridor Account and the Toll Facility Bond Retirement Account. The financial statements of the System are intended to present information of only that portion of the government-type activities of the state of Washington that are attributable to the transactions of the System.

It is important to note that the System represents only a portion of those accounts used to fund the SR 520 Corridor Program, which is defined in the Toll Facilities Act (RCW 47.56.870) and restated in Master Bond Resolution Number 1117 and Number 1125 as the portion of SR 520 between the junctions of Interstate 5 and SR 202. The entire SR 520 Program is financed through various accounts, including but not limited to the SR 520 Corridor Account, the Transportation 2003 Account (Nickel Account), Transportation Partnership Account, and the Motor Vehicle Account.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statement information provided in the financial statements in the Statement of Activities column and the Statement of Net Position column) is 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. The activities of the System, as a whole, are reported in the government-wide financial statements.

The governmental fund financial statement information provided in the Balance Sheet and the Statement of Revenues, Expenditures and Changes in Fund Balance is reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collected within the current period or soon enough

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

thereafter to pay liabilities of the current period. The System's toll revenues are determined to be available if received within 12 months. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences are recorded only when payment is due.

Fund Structure

The System's accounts are maintained in accordance with the principles of fund accounting to ensure compliance with limitations and restrictions placed on the use of resources available. Under fund accounting, individual funds are established for the purpose of carrying on activities or attaining objectives in accordance with specific regulations, restrictions or limitations. Each individual fund is a self-balancing set of accounts recording cash and other financial resources, together with liabilities and residual equities or balances, and changes therein. The System includes the following governmental funds, which are considered major funds:

a. *SR 520 Corridor Account*

This account was established August 2009, pursuant to RCW 47.56.875, to assist financing the replacement and operations of the SR 520 Floating Bridge and necessary landings. This account is administered by WSDOT and is classified as a Special Revenue Fund. Pursuant to RCW 47.56.820, toll revenue is restricted to use.

b. *Toll Facility Bond Retirement Account*

This account was established May 2009, pursuant to RCW 47.10.882, to facilitate the payment of the principal and interest and premium on bonds issued for construction of the eligible toll facilities, including the SR 520 Floating Bridge and Eastside plus the West Approach Project. This account is administered by OST and is classified as a Debt Service Fund.

Cash and Cash Equivalents

All monies of the System are deposited in the state treasury and are considered cash and cash equivalents. According to state of Washington law, the OST is responsible for maintaining the cash balances and investing excess cash of the accounts. Consequently, WSDOT does not have control over the investment of the excess cash. The financial statements consider all funds deposited with the OST to be cash or cash equivalents, regardless of actual maturities of the underlying investments.

Accounts Receivables

Accounts Receivable of the System consist primarily of tolling and fee receivables from the SR 520 toll facility, net of related allowance for doubtful accounts. As described in the Revenue Recognition, Unearned Revenue and Deferred Inflows of Resources section below, customers have a pay-by-mail option when crossing the toll facility. When the toll bills are mailed to the customer, they are recorded as an accounts receivable. For toll bill balances left unpaid, the

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Accounts Receivables (Continued)

customer service center sends a second toll bill with a \$5 toll bill reprocessing fee. For toll bills unpaid after 80 days, the amount due is no longer considered a toll bill, and becomes a Notice of Civil Penalty (NOCP). When this occurs, the toll bill receivable and toll revenue are transferred out of the SR 520 Corridor Account to a separate account established by RCW 47.56.876, specifically for adjudication and collection. Pursuant to this RCW with authority in an appropriation bill, the Legislature may authorize a transfer of excess fund balance from the SR 520 Civil Penalties Account to the SR 520 Corridor Account for capital expenditures on the SR 520 Corridor. In order to transfer the funds the OST must be provided administrative transfer authority. Additionally in the 2015-2017 Biennium, the Legislature provided authority in Chapter 313, Laws of 2017 (ESHB 2524).

Both the Toll Bill Receivable and the \$5 Toll Bill Reprocessing Fee Receivable are reported net of allowances for uncollectible amounts. An allowance for estimated uncollectible receivables is recognized to reduce the gross amount of both receivables to their estimated recognizable values. The allowance for doubtful accounts for Toll Bill Receivables is currently approximately 14% of the accounts receivable balance. The allowance for doubtful accounts for the \$5 reprocessing fee was 31% of the accounts receivable balance based on collectability data to date. Allowance percentages are based upon review of similar toll operations and WSDOT historical experience.

Capital Assets

Capital Assets of the System consist of land, intangible assets, and infrastructure construction-in-progress associated with the construction of the SR 520 Bridge. For purposes of the System's audited financial statements, WSDOT fully capitalizes infrastructure and reports the full cost of the asset. This reporting approach differs from how these infrastructure assets are reported in the state of Washington's CAFR. Within the CAFR, infrastructure assets are reported using the modified approach, which only capitalizes infrastructure assets if the asset increases capacity or efficiency and does not depreciate those assets. The capitalization threshold for intangible assets, including land use rights not acquired with the purchase of land, is \$1 million, for both the state of Washington and WSDOT. Individual intangible assets under this threshold are expensed. Amortization of intangibles is calculated using the straight-line method over the estimated useful life of 6.5 years.

Pension and Other Post-Employment Benefits

Within the state of Washington, the pension and other post-employment benefits liability are determined at the state level and not allocated to the individual agencies. Therefore, no liability is recorded by the System.

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Compensated Absences

Within the state of Washington, the compensated absences liability is determined at the agency level. A proportionate share of the liability has been recorded on the System's books based upon the System's toll operations employee costs in relation to total WSDOT employee costs.

WSDOT employees, including those positions that are funded from the System, accrue vested annual leave at a variable rate based on years of service. In general, accrued annual leave cannot exceed 240 hours at the employee's anniversary date. Annual leave that is not used for paid time off results in full compensation at separation or retirement. It is the accounting policy of the state of Washington to liquidate unpaid annual leave with future resources rather than currently available expendable resources. Accordingly, governmental fund type accounts, as used by the System, recognize annual leave when it is paid.

With no limit on accumulation, sick leave is earned at 12 days per year. Sick leave is not vested. Sick leave that is not used for paid time off is only payable upon death or retirement of an employee, at which time the SR 520 Corridor Account would be liable for 25 percent of the employee's accumulated sick leave. Each January, employees who have accumulated sick leave in excess of 480 hours have the option to redeem sick leave earned but not taken during the previous year at the rate of one day's pay in exchange for four days of sick leave. It is the accounting policy of the state of Washington to liquidate unpaid sick leave from future resources rather than currently available expendable resources. Accordingly, governmental fund type accounts, as used by the System, recognize sick leave when it is paid.

The System's portion of the total accumulated annual and sick leave balance is shown as a reconciling item between the balance sheet and the statement of net position.

Restricted Net Position

Restricted Net Position of the System represents bond proceeds and reserves set aside pursuant to requirements within the Bond Covenants. The Bond Covenants require funds to be set aside in the following accounts: Restricted for Operating and Maintenance Reserve, Restricted for Repair and Replacement Reserve, Restricted for Revenue Stabilization, Restricted for Third Tier Debt Service, and Restricted for Fourth Tier Debt Service. The remaining fund balance in the System's account is restricted within the balance entitled "Restricted for Transportation" pursuant to the requirements of GASB Statement No. 54. This GASB statement requires that the fund balance be restricted if the fund resources are subject to externally enforceable legal restrictions, such as bond covenants, or when the revenue of the fund is to be used for a particular purpose pursuant to enabling legislation.

Toll Revenue

Toll revenue on the Statement of Governmental Fund Revenues, Expenditures, and Changes in Fund Balance/Statement of Activities is comprised of revenue associated with tolls on the System, and includes toll revenue from electronic tolls, pay-by-plate toll transactions and pay-by-mail toll bills. Interest and revenue associated with reprocessing fees are displayed separately on the financial statement, with the remaining fee revenues included in miscellaneous revenue.

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenue Recognition, Unearned Revenue and Deferred Inflows of Resources

The System uses an automated electronic toll collection system (*Good to Go!*) which uses transponders to identify vehicles passing under a toll gantry. Customers pre-fund their *Good to Go!* accounts and upon crossing the toll facility and verification of the crossing data, the system recognizes toll revenue. Users who cross the toll facility without a *Good to Go!* account receive a toll bill in the mail (pay-by-mail). The system uses cameras to record license plate images and a toll bill is mailed to the registered owner of the vehicle. When this pay-by-mail option is used, revenue is recognized as soon as the toll bill is generated by the system and sent to the customer. From the initial point of crossing the toll facility to the moment toll revenue is recorded, the toll transactions that are in-process are recorded as unbilled receivable offset to unearned revenue. At year-end, the balance in the unbilled receivable account and the associated unearned revenue are removed from the accounting records.

Additionally, unearned revenue exists to properly adjust toll revenue to reflect the long term portion of toll bill receivables. This long-term portion of the receivables is offset by unearned revenue in accordance with governmental fund revenue recognition criteria as described in the first section above.

Deferred Inflows of Resources exist to reflect the long-term portion of the receivable due from the toll vendor and the portion of toll bill reprocessing fee that is estimated to take over 12 months to collect. These items are offset by long-term receivables and are considered “deferred” for governmental fund reporting purposes, but are considered earned revenue in the government wide financial statements.

Within the SR 520 Corridor Account there is no unearned revenue related to customer deposits. Customer deposits for all WSDOT toll facilities are held in a separate account outside of the System.

Common Toll Revenue and Toll Expenditure Allocation Methodology

There are currently four WSDOT toll facilities – The Tacoma Narrows Bridge, SR 167 High Occupancy Toll (HOT) Lanes, Interstate 405 Express Toll Lanes and SR 520 Floating Bridge. Various toll expenditures and revenues related to tolling do not benefit a single facility, but provide benefit or are attributable to multiple facilities. These are referred to as “common” revenues and expenditures. These common revenues and expenditures are allocated to the applicable toll facilities using an approved allocation methodology that is consistent, reliable, and equitable.

Transfers Between System Accounts

For fiscal year 2017, Net Debt service transfers of the SR 520 Corridor Account in the amount of \$145,750,153 correspond to Toll Facility Bond Retirement Account operating transfers in of \$146,934,732, are used for scheduled debt service payments made from the Toll Facility Bond Retirement Account for bonds issued to construct the SR 520 Corridor, and transfers out of \$1,184,579 for additional debt service payments outside the fund. The transfer between accounts is not displayed within the Statement of Activities because all accounts of the System are combined and displayed as one column within the government-wide Statement of Activities, thereby eliminating the interfund activity.

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Transfers Between System Accounts (Continued)

Pursuant to RCW 47.56.876, the Legislature may transfer excess fund balance from the 520 Civil Penalties Account to the 520 Bridge Account for capital expenditures on the SR 520 Corridor. In order to transfer the funds, OST must be provided administrative transfer authority. In the 2015-17 biennium, the Legislature provided authority in Chapter 313, Laws of 2017 (ESB 5096) to transfer \$1,630,000, which represented toll revenue pledged to the bond holder. The amount transferred in the SR 520 Corridor account from SR 520 Civil Penalties account totaled \$815,000 for fiscal year 2017.

Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP), requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at fiscal year-end and revenues and expenditures during the reporting period. Actual results could differ from those estimates.

NOTE 2 - EXPLANATION OF DIFFERENCES BETWEEN GOVERNMENTAL FUNDS BALANCE SHEET AND THE STATEMENT OF NET POSITION

“Total fund balances” of the SR 520 Corridor Tolling Facility governmental funds, \$79,657,724, differs from “net position” of governmental activities, \$411,898,619 on the Governmental Funds Balance Sheet/Statement of Net Position. This difference primarily results from the long-term economic focus of the statement of net position versus the current financial resources focus of the governmental fund balance sheet. The effect of each of the differences is described below:

- a. When capital assets used in governmental activities are purchased or constructed, the cost of those assets is reported as expenditures in governmental funds. However, the Statement of Net Position includes those capital assets among the assets of the System.

CAPITAL ASSETS	
Capital Assets	\$ 2,164,754,418
Accumulated Amortization and Depreciation	(2,287,876)
Capital Assets Net, as of June 30, 2017	\$ 2,162,466,542

- b. Interest payable is the amount of bond interest accrued from bond issuance or debt service payment date through June 30, 2017.

Interest Payable, June 30, 2017	\$	13,504,734
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- c. Long-term liabilities applicable to the System are not due and payable in the current period and accordingly are not reported as fund liabilities. All liabilities – both current and long-term – are reported in the Statement of Net Position. Below are long-term liabilities as of June 30, 2017.

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

**NOTE 2 - EXPLANATION OF DIFFERENCES BETWEEN GOVERNMENTAL FUNDS
BALANCE SHEET AND THE STATEMENT OF NET POSITION (CONTINUED)**

LONG TERM LIABILITIES	
Compensated Absences Payable	\$ (41,432)
Deferred Sales Tax Payable	(157,513,002)
Bond Premium Payable	(104,950,414)
Bond Principal Payable	(1,254,460,000)
TIFIA Loan Principal Payable	(300,000,000)
Total Long Term Liabilities, as of June 30, 2017	\$ (1,816,964,848)

- d. Deferred inflows of resources is associated with the long-term receivable portion of the reprocessing fee receivable estimated to be collected after 12 months. While this revenue is considered “unavailable” for governmental fund accounting, it is considered earned revenue in the entity-wide financial statements due to the differences in revenue recognition criteria that are described in Note 1 above. Therefore, these amounts are removed from the Statement of Net Position and appear as revenue in the Statement of Activities. (The language contained in the vendor contract with ETCC indicates that the amount due in future years becomes invalid and any amount outstanding will no longer be due to WSDOT if the contract is terminated prior to 2018):

DEFERRED INFLOWS/OUTFLOWS OF RESOURCES	
Revenue – Reprocessing Fee as of June 30, 2017	\$ 243,934

NOTE 3 - NET INVESTMENT IN CAPITAL ASSETS

Net Investment in capital assets is comprised of the following amounts:

CAPITAL ASSETS	
Net Capital Assets Balance	\$ 2,162,466,542
Less:	
Deferred Sales Tax Payable	(157,513,002)
Bonds Premium	(104,950,414)
Bond Principal Payable	(1,254,460,000)
TIFIA Loan Payable	(300,000,000)
	(1,816,923,416)
Net Investment in Capital Assets, as of June 30, 2017	\$ 345,543,126

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 4 - EXPLANATION OF DIFFERENCES BETWEEN GOVERNMENTAL FUNDS OPERATING STATEMENTS AND THE STATEMENT OF ACTIVITIES

In the Statement of Fund Revenues, Expenditures and Changes in Fund Balances/Statement of Activities, the difference between Change in Fund Balances for government funds of \$4,721,606 and Change in Net Position for governmental activities of \$118,475,699 is primarily from the long-term economic focus of the statement of activities versus the current financial resources focus of the governmental funds. The effect of each of the differences is described below:

- a. As described in Note 2d above, the governmental funds reflect deferred inflows of resources associated with the long-term portion of the Toll Vendor Contractual Damages and Toll Bill Reprocessing Fee Revenue. While this revenue is considered “unavailable” for governmental fund accounting, it is considered earned revenue in the entity-wide financial statements due to the differences in revenue recognition criteria that are described in Note 1 above.

Revenue previously recognized, Toll Vendor Contractual Damages \$ (254,798)

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

STATEMENT OF ACTIVITIES RECONCILIATION	
Compensated Absences Expense	\$ 2,968
Amortization Expense - Intangible Asset	(412,163)
Depreciation Expense	(2,233)
Assets Disposed in FY 2017	(951)
Net Change in Interest Payable	721,560
Total Net Change Operating Expense Accruals, year ended June 30, 2017	\$ 302,589

- c. Capital outlays shown in the governmental funds consist of cost associated with the purchase of land, construction-in-progress and equipment. When capital assets that are used in governmental activities are purchased or constructed, the resources expended for those assets are reported as expenditures in governmental funds. However, in the Statement of Activities, the cost of those assets is capitalized, and for those assets that are depreciated, costs are allocated over the assets’ estimated useful life. As a result, fund balance decreases by the amount of financial resources expended, whereas net position decreases by the amount of depreciation expense charged for the year.

Capital Outlays \$ 127,463,482

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 4 - EXPLANATION OF DIFFERENCES BETWEEN GOVERNMENTAL FUNDS OPERATING STATEMENTS AND THE STATEMENT OF ACTIVITIES (CONTINUED)

- d. Bond issuance proceeds, original bond issuance premiums, and TIFIA loan proceeds are considered other financing sources within governmental funds; but are considered long-term liabilities within governmental wide financial statements. Therefore, they are adjusted off the statement of activities and reflected on the statement of net position.

Bond Proceeds for year ended June 30, 2017	\$	111,012,060
Bond Premium Amortization for year ended June 30, 2017		18,848,289

- e. Payment of debt principal is an expenditure in the governmental funds, but is a liability reduction in the Statement of Net Position.

Payment of Bond Principal	\$	78,400,000
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NOTE 5 - DETAILED NOTES ON ACCOUNT BALANCES

Cash and Investments Held by State Treasury

All monies of the System are deposited in the state treasury and are considered cash and cash equivalents. OST is responsible for maintaining and investing the pooled cash balances in accordance with state of Washington laws. OST is required to maintain a mix of investment portfolios in order to allow funds to be withdrawn at any time to meet normal operating needs without prior notice or penalty. Refer to the state of Washington's CAFR for the year ended June 30, 2017 for disclosures required by GASB Statement No. 3, *Deposits with Financial Institutions, Investments (including Repurchase Agreements), and Reverse Repurchase Agreements* and GASB Statement No. 40, *Deposit and Investment Risk Disclosures* (an amendment of GASB Statement No. 3). The state of Washington CAFR may be obtained from the Internet at <http://www.ofm.wa.gov/cafr/default.asp>.

CASH BALANCE		
SR 520 Corridor Account Cash and Cash Equivalents	\$	94,139,879
Toll Facility Bond Retirement Account Cash and Cash Equivalents		8,414,246
Total System Account Cash and Cash Equivalents, as of June 30, 2017	\$	102,554,125

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 5 - DETAILED NOTES ON ACCOUNT BALANCES (CONTINUED)

Accounts Receivable

The following is a summary of the System's accounts receivable balances and related allowances as of June 30, 2017:

ACCOUNTS RECEIVABLE	
Toll Bill Accounts Receivable	\$ 2,206,710
Toll Bill Allowance for Doubtful Accounts	(285,521)
Net Toll Bill Accounts Receivable	1,921,189
Toll Bill Reprocessing Fee Receivable	1,467,677
Toll Bill Reprocessing Fee Allowance for Doubtful Accounts	(1,077,283)
Net Toll Bill Reprocessing Fee Receivable	390,394
Toll Receivable	44,895
NSF Fee Receivable	20,258
Transponder Fee Receivable	13,920
Other Receivables Subtotal	79,073
Total Accounts Receivable (Net), as of June 30, 2017	\$ 2,390,656

NOTE 6 - CAPITAL ASSETS

Capital Assets of the System increased \$135,486,400 in fiscal year 2017, including a decrease of \$951 for disposals, \$2,166 in acquired assets, \$2,233 in depreciation, and \$412,163 for amortization of intangible assets. Capital Assets consist of land and construction-in-progress related to the replacement of the SR 520 Floating Bridge and Eastside plus West Approach Bridge, as well as equipment and Information Technology intangible assets capitalized pursuant to GASB No. 51. Because the SR 520 Corridor Account operates as a governmental fund, interest associated with payment of debt service on bonds and amortized bond premium used to fund construction of this System were not capitalized and included in the total construction-in-progress value.

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 6 - CAPITAL ASSETS (CONTINUED)

CAPITAL ASSETS				
	Beginning Balance	Increases	Decreases	Ending Balance
Capital Assets, Not Depreciated:				
Land	\$ 50,083,897	\$ -	\$ -	\$ 50,083,897
Infrastructure	-	-	-	-
Construction-in-Progress	1,976,068,990	135,899,581	-	2,111,968,571
Total	2,026,152,887	135,899,581	-	2,162,052,468
Capital Assets, Depreciated:				
Equipment	21,674	2,166	(951)	22,889
Less Depreciation	(18,746)	(2,233)	-	(20,979)
Total	2,928	(67)	(951)	1,910
Capital Assets, Amortized:				
Intangible Asset (IT)	2,679,061	-	-	2,679,061
Less Amortization	(1,854,734)	(412,163)	-	(2,266,897)
Total	824,327	(412,163)	-	412,164
Total Capital Assets (Net)	\$ 2,026,980,142	\$ 135,487,351	\$ (951)	\$ 2,162,466,542

NOTE 7 - LONG-TERM LIABILITIES

The System's long-term liabilities consist of the items described below. Total long-term liabilities increased by \$22.2M in fiscal year 2017 primarily due to the issuance of bonds in September 2016 less debt payments made in fiscal year 2017. There are \$85,451,735 long-term liabilities due within one year. Below is a table of the System's total assets by category as of June 30, 2017.

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

LONG TERM LIABILITIES					
	Beginning Balance	Increases	Decreases	Ending Balance	Due in One Year
Compensated Absences	\$ 37,808	\$ 3,624	\$ -	\$ 41,432	\$ -
Deferred Sales Tax Payable	149,074,737	8,438,265	-	157,513,002	-
Premiums on Bonds Payable	103,156,643	20,642,060	(18,848,289)	104,950,414	-
Bonds Payable	1,242,490,000	90,370,000	(78,400,000)	1,254,460,000	82,370,000
TIFIA Loan Payable	300,000,000	-	-	300,000,000	3,081,735
Total	\$ 1,794,759,188	\$119,453,949	\$ (97,248,289)	\$ 1,816,964,848	\$85,451,735

Bonds Payable

a. Series 2012 Bonds

In October 2011, the state of Washington issued \$518.8 million in Motor Vehicle Fuel Tax General Obligation Bonds (SR 520 Program – Toll Revenue), Series 2012C, for the purpose of providing funds to pay and reimburse state expenditures for a portion of the SR 520 Floating Bridge and Eastside Project. The Series 2012C Bonds are general obligations of the state and the full faith, credit and taxing power of the state are pledged irrevocably to the payment of general obligation bonds. The Series 2012C Bonds were the first series of bonds issued under the Master Bond Resolution No. 1117 and are first payable from Toll Revenue and Motor Vehicle Fuel Taxes. Bonds issued under the State Master Bond Resolution have a right, pledge and preference to payment from Toll Revenue in the following order of priority: (1) First Tier Bonds, (2) Second Tier Bonds, (3) Third Tier Bonds, and (4) Fourth Tier Bonds. The Series 2012C Bonds are issued as Third Tier Bonds with respect to Toll Revenue. Interest on the Series 2012C Bonds is payable semiannually on each June 1 and December 1, beginning June 1, 2012. The principal of the Series 2012C Bonds is payable each June 1, starting in June 2017, and continuing to June 2041.

In June 2012, the state of Washington issued \$500.4 million in Federal Highway Grant Anticipation Revenue Bonds, Series 2012F (GARVEE) (SR 520 Corridor Program) to finance a portion of the costs of constructing the SR 520 Floating Bridge, the Eastside Project and to pay issuance costs for the Series 2012F Bonds. The Series 2012F Bonds were the first series of GARVEE Bonds issued under the GARVEE Master Bond Resolution No. 1122. The Series 2012F Bonds are payable only from Federal-Aid

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

Bonds Payable (Continued)

a. Series 2012 Bonds (Continued)

Highway Funds received by the state and are not general obligations of the state to which the state's full faith and credit or taxing power is pledged and no state excise taxes on motor vehicle and special fuels are pledged. Interest on the Series 2012F Bonds is payable semiannually on each March 1 and September 1, beginning September 1, 2012. The principal of the Series 2012F Bonds is payable on each September 1, starting in September 2015, and continuing to September 2024.

b. TIFIA Bonds

In October 2012, the state of Washington issued a Transportation Infrastructure and Innovation Bond, which represented a draw-down loan from the United States Department of Transportation's Transportation Infrastructure Finance and Innovation Act (TIFIA) program in the amount of \$300 million to be reimbursed from toll revenue. All \$300 million has been drawn on the TIFIA Bond. The Bonds were issued as Fourth Tier Bonds under the Master Bond Resolution No. 1117 and are payable solely from toll receipts. Principal and interest payments begin December 1, 2016, payable every six months through June 1, 2051.

c. Series 2014 Bonds

In September 2013, the state of Washington issued \$285.9 million in Federal Highway Grant Anticipation Revenue (GARVEE) Bonds, referred to as Series 2014C Bonds. These bonds were issued to finance a portion of the construction costs of the SR 520 Floating Bridge and Eastside plus West Approach Bridge Project, and to pay bond issuance costs. The Series 2014C Bonds were the second series of GARVEE Bonds issued under the GARVEE Master Bond Resolution No. 1125. The Series 2014C Bonds are not general obligations of the state to which the state's full faith and credit or taxing power is pledged and no state excise taxes on motor vehicle and special fuels are pledged. Interest on the Series 2014C Bonds is payable semiannually on each March 1 and September 1, beginning March 1, 2014. The principal of the Series 2014C Bonds is payable on each September 1, starting in September 2015, and continuing to September 2024.

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

Bonds Payable (Continued)

d. Series 2017 Bonds

In September 2016, the state of Washington issued \$90.4 million in Motor Vehicle Fuel Tax General Obligation Bonds (SR 520 Corridor Program – Toll Revenue), Series 2017C, for the purpose of providing funds for a portion of the SR 520 Floating Bridge and Eastside plus West Approach Bridge North. The Series 2017C Bonds were the second series of Third Tier Bonds issued under the Master Bond Resolution No. 1117 and are general obligations of the State, first payable from Toll Revenue and Motor Vehicle Fuel Taxes. Interest on the Series 2017C Bonds is payable semiannually on each June 1 and December 1, beginning December 1, 2016. The principal of the Series 2017C Bonds is payable each June 1, starting in June 2017, and continuing to June 2041.

Bonds Outstanding

The following is a summary of the bonds payable as of June 30, 2017 (dollars in thousands):

Bonds Outstanding	Principal Amount	Maturity dates	Annual Principal Amount Ranges
Series 2012C	507,940	6/1/2041	\$10,835 to \$35,100
Series 2012F	418,710	9/1/2024	\$41,830 to \$61,665
TIFIA	300,000	6/1/2051	\$3,081 to \$22,063
Series 2014C	239,295	9/1/2024	\$23,880 to \$35,250
Series 2017C	88,515	6/1/2041	\$1,855 to \$6,080

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

Bonds Outstanding (Continued)

As of June 30, 2017, debt service requirements to maturity for the Series 2012C, Series 2012F, TIFIA (based on October 2012 debt schedule), Series 2014C and Series 2017C bonds were as follows (dollars in thousands):

Series 2012C

Year Ending June 30	Principal	Interest	Total
2018	\$ 11,375	\$ 25,483	\$ 36,858
2019	11,945	24,914	36,859
2020	12,540	24,317	36,857
2021	13,165	23,690	36,855
2022	13,825	23,032	36,857
2023-2027	80,250	104,032	184,282
2028-2032	102,860	81,425	184,285
2033-2037	131,285	53,007	184,292
2038-2041	130,695	16,735	147,430
	\$ 507,940	\$ 376,635	\$ 884,575

Series 2012F

Year Ending June 30	Principal	Interest	Total
2018	\$ 43,895	\$ 19,716	\$ 63,611
2019	46,065	17,486	63,551
2020	48,355	15,135	63,490
2021	50,770	12,669	63,439
2022	53,290	10,084	63,374
2023-2025	176,335	13,383	189,718
	\$ 418,710	\$ 88,473	\$ 507,183

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

Bonds Outstanding (Continued)

Series 2014C

Year Ending June 30	Principal	Interest	Total
2018	\$ 25,080	\$ 11,310	\$ 36,390
2019	26,315	10,033	36,348
2020	27,630	8,684	36,314
2021	29,010	7,268	36,278
2022	30,460	5,786	36,246
2023-2025	100,800	7,696	108,496
	\$ 239,295	\$ 50,777	\$ 290,072

Series 2017C

Year Ending June 30	Principal	Interest	Total
2018	\$ 2,020	\$ 4,368	\$ 6,388
2019	\$2,120	\$4,267	\$6,387
2020	\$2,225	\$4,161	\$6,386
2021	\$2,335	\$4,050	\$6,385
2022	2,455	3,933	6,388
2023-2027	14,145	17,782	31,927
2028-2032	17,820	14,110	31,930
2033-2037	22,750	9,185	31,935
2038-2041	22,645	2,900	25,545
	\$ 88,515	\$ 64,756	\$ 153,271

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

Bonds Outstanding (Continued)

TIFIA Loan

Year Ending June 30	Principal	Interest	Total
2018	\$ 3,082	\$ 9,604	\$ 12,686
2019	3,175	9,511	12,686
2020	3,258	9,428	12,686
2021	3,380	9,305	12,685
2022	3,470	9,216	12,686
2023-2027	18,983	44,447	63,430
2028-2032	22,010	41,420	63,430
2033-2037	25,552	37,878	63,430
2038-2042	40,237	34,298	74,535
2043-2047	92,400	26,554	118,954
2048-2051	84,453	10,708	95,161
	\$ 300,000	\$ 242,369	\$ 542,369

Washington State System of Eligible Toll Facilities
Notes to Financial Statements
June 30, 2017

NOTE 7 - LONG-TERM LIABILITIES (CONTINUED)

Bonds Outstanding (Continued)

Combined

Year Ending June 30	Principal	Combined Interest	Total
2018	\$ 85,452	\$ 70,481	\$ 155,933
2019	89,620	66,211	155,831
2020	94,008	61,725	155,733
2021	98,660	56,982	155,642
2022	103,500	52,051	155,551
2023-2027	390,513	187,340	577,853
2028-2032	142,690	136,955	279,645
2033-2037	179,587	100,070	279,657
2038-2042	193,577	53,933	247,510
2043-2047	92,400	26,554	118,954
2048-2051	84,453	10,708	95,161
	\$ 1,554,460	\$ 823,010	\$ 2,377,470

Sales Tax Payable

The 2008 Legislature passed Chapter 270, Section 7 of the Laws of 2008 (RCW 47.01.412) allowing a deferral of state and local sales and use taxes on the site preparation, project construction, and acquisition and rental of equipment for use in the SR 520 Bridge Replacement and HOV Program. Effective December 10, 2009, the Washington State Department of Revenue provided the associated certificate (3096-09-001) for deferral of sales and use tax on the SR 520 Bridge Replacement and HOV Program. The amount of sales tax payable as of June 30, 2017 was \$157.5 million. Per RCW, repayment is to begin five years after the replacement bridge is operationally complete and opened to traffic, and is to be repaid in equal payments over a ten year period.

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 8 - COMMITMENTS AND CONTINGENCIES

Commitments

Construction Commitments – As of June 30, 2017, the System had uncompleted, in-process construction projects with remaining balances totaling approximately \$20.1 million.

- a. WSDOT has contracted with ETCC to manage all aspects of the state-wide Tolling Customer Service Center through fiscal year 2018. The contract, of which a portion is allocated to the System based upon a toll facility transaction count allocation methodology, includes a tiered fee schedule for services.
- b. WSDOT has contracted with Kapsch for implementation and on-going maintenance of the SR 520 Floating Bridge toll lane hardware and software.
- c. In April 2016, WSDOT opened the new SR 520 Floating Bridge to traffic and completed deconstruction and removal of the former floating bridge in early 2017. Construction continues along the SR 520 corridor with building the new West Approach Bridge North to allow six travel lanes in August 2017 and a bicycle/pedestrian path to reach the Montlake area by the end of 2017.

Contingencies

- a. The System Bond Covenants require that WSDOT keep the SR 520 Corridor System and its use and operation thereof insured at all times in such amounts as are customary for similar facilities, including business interruption insurance. WSDOT has purchased insurance from a commercial insurance carrier for this purpose. In addition, Washington State operates a risk management liability program pursuant to RCW 4.92.130. The State's policy is generally not to purchase commercial insurance for the risk of losses to which it is exposed. Instead, the State's management believes it is more economical to manage its risk internally (as a Self-Insurance Liability Program) and set aside assets for claims settlements in the Risk Management Fund, an internal service fund. WSDOT participates in Risk Management's Self-Insurance Liability Program.
- b. SR 520 Program Budget Adjustment: In January 2014, WSDOT Secretary Lynn Peterson and SR 520 Program Director Julie Meredith provided a budget update to the legislature's Joint Transportation Committee. In that briefing, WSDOT acknowledged that with the combined change orders outlined below, the Program's risk reserve would likely be exceeded. Notably, the change orders related solely to the pontoon design error totaled approximately \$200 million. In reviewing the remaining construction costs and the needed risk reserve, WSDOT requested an additional \$170 million for the SR 520 Program. These funds were provided in the 2014 legislative session through ESSB 6001. As of June 30, 2017, the remaining risk reserve is approximately \$34 million, reduced by \$55 million in the 2017 Transportation budget. The details about significant program change orders are provided below.

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 8 - COMMITMENTS AND CONTINGENCIES (CONTINUED)

Contingencies (Continued)

- c. Eastside Right of Way Litigation: Fisher, et al v. WSDOT: The Fisher lawsuit is a consolidation of inverse condemnation actions by six property owners, based upon the taking of non-possessory restrictive covenants. Trial was held on two of the six properties in June 2012. In September 2012, WSDOT and all six property owners executed a settlement agreement under which WSDOT has dismissed its appeal and paid judgments in the amount of \$2.1 million (plus some post-judgment interest) in November 2012. Claims regarding liability for future dredging fees were dismissed without prejudice and may be re-asserted at a later date. Working with the Office of the Attorney General, negotiation of a settlement between WSDOT and the Fairweather Basin Boat Club regarding the future dredging fees is underway. We have reached settlement with 11 of the remaining 12 owners for a total cost of \$2 million. The remaining owner is working through a bankruptcy issue and other private legal matters. Settlement with the remaining owner is on hold until their legal matter is resolved.
- d. Bridge Noise: The new SR 520 floating bridge opened to westbound traffic on April 11, 2016. Two weeks later, the bridge's eastbound lanes opened. Soon after the opening of the westbound lanes, Eastside residents living near the highway's east high-rise and landing began expressing concerns that traffic noise from the new bridge is louder than expected. More specifically, most said they hear a loud thumping or clanking noise, apparently as vehicles pass over the new expansion joints that connect the floating bridge and the fixed, east high-rise. Similar complaints, though fewer in number, were made by Madison Park residents living near the new bridge's west high-rise. The new floating bridge and its connecting on-land highway were built with various features designed to reduce noise levels to nearby homes and businesses. These include grooved, noise-abating pavement, sound walls along both sides of the Eastside corridor, and encapsulated expansion joints that muffle noise on the exposed underside of the east and west high-rises as vehicles pass between the floating bridge and the high-rises. (Sound walls along the south side of SR 520 near the Medina shoreline will be completed in the fall.) In response to the public's reports of unexpected noise levels from the new bridge, the SR 520 Construction office requested noise measurements to be collected during daytime and nighttime traffic conditions. The results of the noise tests, measured in decibels, showed that the new bridge's pavement and expansion joints both were quieter than the old bridge. WSDOT continues to meet with residents and city officials to discuss what might be done to address the noise issue.

In addition to the information above, various claims arising in the ordinary course of operations and construction of the System do occur. The ultimate effect of such litigation cannot be ascertained at this time.

Washington State System of Eligible Toll Facilities

Notes to Financial Statements

June 30, 2017

NOTE 9 - SUBSEQUENT EVENTS

On July 17, 2017, WSODT entered into a contract with ETAN to provide the next generation Tolling Back Office System (BOS). The key objectives of the new BOS are to efficiently and effectively process transactions generated on toll facilities; provide a full range of customer relationship management tools; and accurately account for all toll and tolling-related revenues in compliance with state and GAAP standards. SR 520 Bridge Toll Facility will share in the benefits and a portion of the \$42.8 million cost for startup, operations and maintenance of the BOS over a 12 year period.

NOTE 10 - SIGNIFICANT EVENT IMPACT STATEMENTS

WSDOT and ETCC entered into a Settlement Agreement to resolve claims associated with a delay in the start of establishing and operating a statewide Tolling System for Washington State, and the commencement of tolling of SR 520. These claims impacted multiple WSDOT toll facilities, including the System. The agreement modifies the original December 22, 2009 contract between the two parties along with its subsequent changes orders. The Settlement Agreement was executed June 30, 2012. The total settlement value attributable for all toll facilities was:

- \$2.4 million in operational payment reductions (\$400,000 per year x 6 years)
- \$4.0 million royalty free, non-exclusive, perpetual, irrevocable and non-transferable license to use the ETCC RITE system source code and related software and background documents necessary to operate the WSDOT Statewide Tolling Customer Service Center. The value of this intellectual property was established by an independent consultant.

As total amounts included in the settlement related to various claims, the above amounts are attributable to the entire tolling program. Provided below are the amounts of the total settlement that are attributable to the System:

- \$849,039 – operational payment reductions
- \$2.5 million – RITE System License

NOTE 11 – RISK MANAGEMENT

The System is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and injuries to employees. The System carries commercial insurance for all such risks. There has been no significant change in coverage from the prior year and no claims in the last three years have exceeded coverage.