(A Fund of Fulton County, Georgia)

Financial Statements And Independent Auditor's Report

December 31, 2016 and 2015









Table of Contents

December 31, 2016 and 2015

	Page
Independent Auditor's Report	1
Management's Discussion and Analysis	3
Financial Statements for the Years ended December 31, 2016 and 2015:	
Statements of Net Position	8
Statements of Revenues, Expenses, and Changes in Net Position	10
Statements of Cash Flows	11
Notes to Financial Statements	12
Required Supplementary Information	31
Notes to Required Supplementary Information	34

PJC GROUP, LLC

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Board of Commissioners Water and Sewerage System Fund Fulton County, Georgia

We have audited the accompanying financial statements of the business activities of the Water and Sewerage System Fund of Fulton County, Georgia, which comprise the statements of net position as of December 31, 2016 and 2015, and the related statements of revenues, expenses and changes in net position and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business activities of the Water and Sewerage System Fund of Fulton County, Georgia as of December 31, 2016 and 2015, and the respective changes in financial position and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 7 and Required Supplementary Information on pages 31 through 33 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.

PJC Group LLC

Atlanta, Georgia June 9, 2017

Management's Discussion and Analysis (in thousands of dollars) December 31, 2016 and 2015

Within this section of the Fulton County Water and Sewerage System Fund (the "System") annual financial report, System management provides narrative discussion and analysis of the financial activities of the System for the fiscal years ended December 31, 2016 and 2015. The financial performance of the System is discussed and analyzed within the context of the accompanying financial statements and disclosure following this section. The System is the major enterprise fund of Fulton County, Georgia.

Financial Highlights

Total assets reported in the financial statements are \$1,428,456 for the fiscal year ended December 31, 2016. This compares to the previous year when total assets reported were \$1,440,679 representing a decrease of \$12,223, as depreciation and amortization outpaced gains in other asset capitalizations.

System bonded debt of \$472,519 decreased from 2015 by \$20,246 net of principal payments and amortization of bond premiums on outstanding Water and Sewerage revenue bonds. All other liabilities remained relatively consistent with 2015 values.

System net position increased slightly by \$5,306 during 2016 as compared to 2015's decrease of \$2,229. Fiscal 2016's water and sewerage service charges were up almost 7% from 2015. Total net position at December 31, 2016 was \$952,247, of which \$37,422 is restricted for future debt service, and \$647,808 represents the net investment of capital assets in excess of the related debt to acquire these assets. Unrestricted net position available for system operations and improvements totaled \$267,017 as of December 31, 2016, a slight increase of \$5,964 from December 31, 2015.

Overview of the Financial Statements

Management's Discussion and Analysis introduces the System's basic financial statements. The basic financial statements include: (1) statements of net position, (2) statements of revenues, expenses and changes in net position, (3) statements of cash flows, and (4) notes to the financial statements.

Basic Financial Statements

The System's annual report includes three basic financial statements. These statements provide both longterm and short-term information about the overall status of the System. Financial reporting of the System uses a perspective similar to that found in the private sector with its basis in full accrual accounting.

The first of these basic statements is the *Statement of Net Position*. This statement presents information that includes all of the System assets and liabilities, with the difference reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the System as a whole is improving or deteriorating.

Management's Discussion and Analysis (in thousands of dollars) December 31, 2016 and 2015

Basic Financial Statements (continued)

The second System statement is the *Statement of Revenues, Expenses and Changes in Net Position* which reports how the System net position changed during the current fiscal year. All current year revenues and expenses are included regardless of when cash is received or paid.

The third System statement is the *Statement of Cash Flows* which reports how the System's cash position has changed during the current fiscal year.

The *Notes to the Financial Statements* provide additional information that is essential to a full understanding of the data provided in the other basic financial statements.

Financial Analysis

The table below provides a summary of Water and Sewerage System fund net position (in thousands):

			2016-2015	%		2015-2014	%
Assets:	2016	2015	Net change	change	2014	Net change	change
Current assets \$	196,989	186,166	10,823	6	179,956	6,210	3
Restricted assets	46,210	57,246	(11,036)	(19)	82,534	(25,288)	(31)
Capital assets, net of depreciation	1,111,567	1,121,435	(9,868)	(1)	1,122,911	(1,476)	-
Other non current assets	73,690	75,832	(2,142)	(3)	77,892	(2,060)	(3)
Total assets	1,428,456	1,440,679	(12,223)	(1)	1,463,293	(22,614)	(2)
Deferred Outflows of Resources: Deferred charge on refunding of bonds	4,428	5,199	(771)	(15)	(017	(010)	(14)
-	A second s		(771)	(15)	6,017	(818)	(14)
Total deferred outflows of resources	4,428	5,199	(771)	(15)	6,017	(818)	(14)
Liabilities:							
Current liabilities	22,717	20,122	2,595	13	20,890	(768)	(4)
Long-term liabilities	457,920	478,815	(20,895)	(4)	499,250	(20,435)	(4)
Total liabilities	480,637	498,937	(18,300)	(4)	520,140	(21,203)	(4)
Net postion:							
Net investment in capital assets	647,808	648,725	(917)	-	655,841	(7,116)	(1)
Restricted for debt retirement	37,422	37,163	259	1	37,046	117	-
Unrestricted	267,017	261,053	5,964	2	256,283	4,770	2
Total net position	952,247	946,941	5,306	1	949,170	(2,229)	-

The System's assets above decreased slightly from depreciation on water and sewer infrastructure from development outpacing new capitalizations during 2016.

Long-term liabilities decreased due to reductions in scheduled principal during 2016, while short term payables increased slightly from the previous year. The Net investment in capital assets was consistent with 2015's value, as both the net depreciable value and the outstanding debt to acquire assets decreased.

Management's Discussion and Analysis (in thousands of dollars) December 31, 2016 and 2015

Financial Analysis (continued)

The table below provides a summary of changes in net position (in thousands):

Summary of Revenues, Expenses, and Changes in Net Position

	2016	2015	2016-2015 net change	% change	2014	2015-2014 net change	% change
Operating revenues:	1						
Water and sewerage charges	\$ 130,119	121,756	8,363	7	119,730	2,026	2
Total Operating revenues	130,119	121,756	8,363	7	119,730	2,026	2
Operating expenses:							
Administrative and general	7,180	4,012	3,168	79	3,876	136	4
Depreciation and amortization	33,878	33,898	(20)	(0)	33,711	187	1
Personal services	21,398	21,482	(84)	(0)	21,854	(372)	(2)
Contractual services	28,948	29,445	(497)	(2)	27,689	1,756	6
Operating services	15,563	15,848	(285)	(2)	14,126	1,722	12
Total Operating expenses	106,967	104,685	2,282	2	101,256	3,429	3
Total Operating income	23,152	17,071	6,081	36	18,474	(1,403)	(8)
Nonoperating revenues (expenses):							
Gain (loss) on investment in joint venture	(2, 142)	(2,661)	519	(20)	(1,687)	(974)	58
Interest income	858	366	492	134	377	(11)	(3)
Interest expense	(16,531)	(17,005)	474	(3)	(17,136)	131	(1)
Total nonoperating revenue(expense)	(17,815)	The second se	1,485	(8)	(18,446)	(854)	5
Change in net position before transfers	5,337	(2,229)	7,566	(339)	28	(2,257)	(8,061)
Transfers out	(31)		(31)	(100)			
Extraordinary gain (loss)					1,549	(1,549)	(100)
Change in net position	5,306	(2,229)	7,535	(338)	1,577	(3,806)	
Net position at beginning of year	946,941	949,170	(2,229)		947,593	1,577	0
Ending Net Position	\$ 952,247	946,941	5,306	1	949,170	(2,229)	(0)

The System experienced a 7% increase in water and sewer revenues in 2016 as compared to 2015, in addition to a slight increase from 2014 levels. While customer growth contributes to the increase partly, rainfall totals impact customer usage for irrigation, which can affect overall system revenues year after year. Operating service costs increases slightly in 2015 for changes in the allocation methods used for administrative category for the County's support service agencies, due to reorganization of the primary infrastructure support agency into a separate support group for water resource management.

Operating as well as personnel costs to operate the system remain relatively flat from 2016 to 2015 values, demonstrating operating effectiveness of the system's ability to produce and treat clean drinking water as well as treat sewerage wastewater throughout the service area.

Management's Discussion and Analysis (in thousands of dollars) December 31, 2016 and 2015

.

Capital Assets

Capital asset balances and activity for 2016 and 2015 are shown below:

Water and Sewerage System fund: Capital assets not being depreciated: Land improvements Construction in progress	\$	January 1, 2016 10,201 46,357	Increases	Decreases 	December 31, 2016 10,201 62,766
Total capital assets not being depreciated		56,558	16,409		72,967
Capital assets being depreciated:					
Equipment		17,228	1,450	(796)	17,882
Water system		283,313	1,581		284,894
Sewer system		1,131,450	1,486		1,132,936
Intangible assets		169,006	2,313		171,319
Total capital assets being depreciated		1,600,997	6,830	(796)	1,607,031
Less accumulated depreciation for:					
Equipment		(14,758)	(676)	796	(14,638)
Water system		(93,736)	(5,152)		(98,888)
Sewer system		(377,072)	(21,944)		(399,016)
Intangible assets		(50,554)	(5,335)		(55,889)
Total accumulated depreciation		(536,120)	(33,107)	796	(568,431)
Net capital assets being depreciated		1,064,877	(26,277)		1,038,600
Net capital assets-Water & Sewerage					
System fund	\$	1,121,435	(9,868)		1,111,567
				the second se	
		January 1,			December 31,
Capital assets not being depreciated:		2015	Increases	Decreases	2015
Land improvements		2015 10,193	8	Decreases	
Land improvements Construction in progress	\$	2015 10,193 26,017	8 20,340	Decreases 	2015 10,201 46,357
Land improvements	\$	2015 10,193	8	Decreases 	2015 10,201
Land improvements Construction in progress Total capital assets not being depreciated	\$	2015 10,193 26,017	8 20,340	Decreases 	2015 10,201 46,357
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated:	\$	2015 10,193 26,017 36,210	8 20,340 20,348	Decreases 	2015 10,201 46,357 56,558
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment	\$	2015 10,193 26,017 36,210 16,887	8 20,340 20,348 341	Decreases 	2015 10,201 46,357 56,558 17,228
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system	\$	2015 10,193 26,017 36,210 16,887 281,219	8 20,340 20,348 341 2,094		2015 10,201 46,357 56,558 17,228 283,313
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629	8 20,340 20,348 341	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets	\$	2015 10,193 26,017 36,210 16,887 281,219	8 20,340 20,348 341 2,094	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated	\$.	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006	8 20,340 20,348 341 2,094 8,821 	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for:	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741	8 20,340 20,348 341 2,094 8,821 11,256	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for: Equipment	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741 (14,109)	8 20,340 20,348 341 2,094 8,821 	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997 (14,758)
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for: Equipment Water system	\$.	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741 (14,109) (88,608)	8 20,340 20,348 341 2,094 8,821 	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997 (14,758) (93,736)
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for: Equipment Water system Sewer system	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741 (14,109) (88,608) (355,104)	8 20,340 20,348 341 2,094 8,821 11,256 (649) (5,128) (21,968)		2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997 (14,758) (93,736) (377,072)
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for: Equipment Water system Sewer system Sewer system Intangible assets	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741 (14,109) (88,608) (355,104) (45,219)	8 20,340 20,348 341 2,094 8,821 11,256 (649) (5,128) (21,968) (5,335)	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997 (14,758) (93,736) (377,072) (50,554)
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for: Equipment Water system Sewer system Sewer system Intangible assets Total accumulated depreciation	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741 (14,109) (88,608) (355,104) (45,219) (503,040)	8 20,340 20,348 341 2,094 8,821 11,256 (649) (5,128) (21,968) (5,335) (33,080)	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997 (14,758) (93,736) (377,072) (50,554) (536,120)
Land improvements Construction in progress Total capital assets not being depreciated Capital assets being depreciated: Equipment Water system Sewer system Intangible assets Total capital assets being depreciated Less accumulated depreciation for: Equipment Water system Sewer system Sewer system Intangible assets	\$	2015 10,193 26,017 36,210 16,887 281,219 1,122,629 169,006 1,589,741 (14,109) (88,608) (355,104) (45,219)	8 20,340 20,348 341 2,094 8,821 11,256 (649) (5,128) (21,968) (5,335)	Decreases	2015 10,201 46,357 56,558 17,228 283,313 1,131,450 169,006 1,600,997 (14,758) (93,736) (377,072) (50,554)

Management's Discussion and Analysis (in thousands of dollars) December 31, 2016 and 2015

Capital Assets (continued)

The primary change for 2016 and 2015 was investments made from bond proceeds for sewerage treatment facilities. No interest was allocated to capital projects during both years, and no material donations of infrastructure of water and sewer lines from developers were recorded in either year.

Agreements with neighboring governments

The System is an equal equity partner in a joint-venture between the County and the City of Atlanta for the construction and operation of a water treatment facility in north Fulton County. The County and the City share equally the costs of construction of the plant, and each is entitled to receive 50% of the total water supply treated by the plant or 50% of the plant's capacity, whichever is greater. The System incurred approximately \$6 million annually for water produced at this facility. The net value of this joint venture is \$73,690 and \$75,832 as of December 31, 2016 and 2015, respectively.

The System has paid approximately \$167 million in prior years for the purchase of wastewater treatment capacity from neighboring systems, and capitalized the costs up to a 40 year period as required by accounting pronouncements, or shorter periods if contractually stated. These costs are shown as intangible assets within the capital asset section on the financial statements of the Water and Sewerage System fund, and are being amortized using the straight-line method. Amortization of these intangible assets, approximately \$5.3 million for 2016 and 2015, is classified as an operating cost on the Statement of Revenues, Expenses and Changes in Fund Net Position-Proprietary funds. \$2,313 was additionally paid and capitalized during 2016, bringing the balance at December 31, 2016 to approximately \$115.4 million.

Long term liabilities

This chart displays the System's long-term liabilities as of December 31, 2016. Detailed analysis of System debt is contained within the footnotes.

Issue year	Interest rate range	Final Maturity Date	Outstanding balance	Annual principal installments	Purpose
Business-type activities:					
2013 Water and Sewerage	3.375-5.00%	2034	223,265	5,080-36,935	Water/Sewer facilities
2011 Water and Sewerage	2.00-5.00%	2027	206.275	16,090-20,270	Water/Sewer
0			\$ 429,540	- 0,070 - 0,270	facilities

Contacting the System's Financial Management

This financial report is designed to provide a general overview of the System finances, comply with finance-related laws and regulations and demonstrate commitment to public accountability. If you have questions about this report or would like to request additional information, contact the County's Finance Department, 141 Pryor Street, Suite 7001, Atlanta, Georgia, 30303.

Statements of Net Position

December 31, 2016 and 2015

(In thousands of dollars)

Assets	2016	2015
Current assets:		
Cash and cash equivalents (note 2) \$	90,693	171,525
Investments (note 2)	89,868	, —
Interest receivable	159	
Customer receivables, net of allowance for doubtful		
accounts (note 3)	12,670	9,622
Due from other governments, net of allowance		
for doubtful accounts (note 3)	3,599	5,019
Total current assets	196,989	186,166
Restricted assets (note 1):		
Cash and cash equivalents (note 2)	24,544	21,937
Investments (note 2)	21,638	35,281
Interest receivable	28	28
Total restricted assets	46,210	57,246
Non-current assets:		
Investment in joint venture (note 4)	73,690	75,832
Capital Assets:	,	
Nondepreciable capital assets	72,967	56,558
Depreciable capital assets, net of accumulated		,
depreciation (note 6)	1,038,600	1,064,877
Total non-current assets	1,185,257	1,197,267
Total assets	1,428,456	1,440,679
		v
Deferred Outflows of Resources	4 400	C 100
Deferred charge on refunding of bonds (note 5)	4,428	5,199
Total deferred outflows of resources	4,428	5,199
See accompanying notes to financial statements.		(continued)

Liabilities and Net Position	2016	2015
Liabilities:		
Current liabilities:		
Accounts payable	1,813	1,942
Accrued liabilities and payroll payable	953	848
Total current liabilities payable from unrestricted assets	2,766	2,790
Liabilities payable from restricted assets:		
Contracts and other payables	3,394	1,540
Revenue bonds payable – current portion (note 7)	16,090	15,325
Unearned revenue	467	467
Total liabilities payable from restricted assets	19,951	17,332
Total current liabilities	22,717	20,122
Noncurrent liabilities:		
Revenue bonds payable (note 7)	456,429	477,440
Accrued liabilities	1,491	1,375
Total noncurrent liabilities	457,920	478,815
	100 60 -	
Total liabilities	480,637	498,937
Net Position:		
Net investment in capital assets	647,808	648,725
Restricted for debt retirement	37,422	37,163
Unrestricted	267,017	261,053
Total Net Position \$	952,247	946,941

See accompanying notes to financial statements.

Statements of Revenues, Expenses, and Changes in Net Position

Years ended December 31, 2016 and 2015

(In thousands of dollars)

	2016	2015
Operating revenues:		
Water and Sewerage charges	130,119	121,756
Total operating revenues	130,119	121,756
Operating expenses:		
Administrative and general	7,180	4,012
Depreciation and amortization	33,878	33,898
Personal services	21,398	21,482
Contractual services	28,948	29,445
Operating services	15,563	15,848
Total operating expenses	106,967	104,685
Operating income	23,152	17,071
Non-operating revenues (expenses):		
Loss on investment in joint venture	(2,142)	(2,661)
Interest income	858	366
Interest expense	(16,531)	(17,005)
Total non-operating expenses	(17,815)	(19,300)
Change in net assets before transfers	5,337	(2,229)
Transfer out	(31)	
Change in net position	5,306	(2,229)
Net position at beginning of year	946,941	949,170
Net position at end of year \$	952,247	946,941

See accompanying notes to financial statements.

Statements of Cash Flows

Years ended December 31, 2016 and 2015

(In thousands of dollars)

	_	2016	2015
Cash flows from operating activities: Receipts from customers and users Payments to suppliers Payments to employees	\$	128,491 (49,861) (21,282)	121,310 (50,748) (21,471)
Net cash provided by operating activities		57,348	49,091
Cash flows from capital and related financing activities: Principal and interest payments on revenue bonds Payments for transfer out Payments for joint venture Additions to property, plant and equipment	-	(36,778) (31) (23,239)	(36,776)
Net cash provided by (used in) capital and related financing activities	-	(60,048)	(68,999)
Investing activities: Purchase of investments Proceeds from sale of investments Interest received on investments	_	(111,506) 35,281 700	(35,281) 65,263 378
Net cash (used in) provided by investing activities		(75,525)	30,360
Net change in cash and cash equivalents		(78,225)	10,452
Cash and cash equivalents at beginning of year		193,462	183,010
Cash and cash equivalents at end of year	\$_	115,237	193,462
Reconciliation of operating income to net cash provided by operating activities: Operating income Adjustments to reconcile operating income to net cash	\$	23,152	17,071
provided by operating activities: Depreciation and amortization Changes in assets and liabilities:		33,878	33,898
Customer receivables - net Change in due from other governments - net Accounts payable Accrued liabilities Contractual and other liabilities	_	(3,048) 1,420 (24) 116 1,854	185 (631) 750 11 (2,193)
Net cash provided by operating activities	\$	57,348	49,091
Non-cash transactions: Unrealized gain (loss) on investments Gain (loss) on investment in joint venture	\$	(159) (2,142)	(18) (2,661)

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(1) Summary of Significant Accounting Policies

(a) Description of the System

The Fulton County, Georgia Water and Sewerage System Fund (the "System") accounts for the provision of water and sewerage services to individuals, organizations, and other governmental units within Fulton County (the "County"), except for those areas of the County serviced by the City of Atlanta. Additionally, the System sells water and treatment plant capacity to neighboring jurisdictions at contractually established rates. All revenues from sources applicable to such services and all expenses incurred in the provision of such services are recorded in the accounts of the System.

The System is considered an enterprise fund of the County, and the accompanying financial statements present only the statements of net position, revenues, expenses and changes in net position, and cash flows of the System; they are not intended to present fairly the government-wide statement of net position and changes in net position of Fulton County, Georgia in conformity with accounting principles generally accepted in the United States of America ("GAAP"). Each year, the County publishes a Comprehensive Annual Financial Report ("CAFR"), which includes the System and all of the County's other funds. The latest available CAFR, at the date of this report, is as of and for the year ended December 31, 2016; the CAFR should be read in conjunction with these financial statements.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. Operating expenses for the enterprise funds and the internal service funds include the cost of sales and services, administrative expenses, and deprecation of capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses. The generally accepted accounting principles applicable are those similar to business in the private sector.

(b) Basis of Presentation

As required by various County ordinances and bond indentures, the financial activities of the System are accounted for in separate accounts established by such ordinances or indentures; each such account is considered a separate accounting entity and presented in the accompanying financial statements as a single enterprise fund.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(1) Summary of Significant Accounting Policies (continued)

(c) Investments

Investments are recorded at fair value based on quoted current market values. Interest income on investments is accrued as earned.

(d) Capital Assets

Capital assets are recorded at cost or estimated historical cost. Depreciation is provided on the straight-line method over the estimated useful lives of the assets.

Normal maintenance and repairs are charged to expense as incurred. Major improvements to existing facilities are capitalized. Interest is capitalized on assets acquired with tax-exempt debt. The amount of interest capitalized is calculated by offsetting interest expense incurred from the date of borrowing until completion of the project with interest earned on invested proceeds over the same period.

The estimated useful lives of the principal classes of assets are as follows:

Classification	Years
System improvements	25-50
Equipment and other	7-12

Donated assets are recorded at their estimated fair market value when received as an addition to capital assets.

Direct costs such as planning, engineering, and construction management are capitalized as incurred in construction projects. Indirect administrative costs are expensed in the period in which they occur.

(e) Bond Premiums or Discounts/Debt Issuance Costs

Bond premiums or discounts are deferred and amortized over the term of the debt. Bond debt issuance costs are expenses as incurred to comply with new Governmental Accounting Reporting Requirement Statement No. 65. Bond premiums or discounts are also now presented separate from the face value of the outstanding debt, and classified as Deferred Outflows of Financial Resources.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(1) Summary of Significant Accounting Policies (continued)

(f) Restricted Assets

Certain proceeds of revenue bonds, as well as resources set aside for their repayment, are classified as restricted assets on the Statement of Net Position because their use is limited by bond covenants.

(g) Other Liabilities

System employees are granted annual leave and sick leave in varying amounts. In the event of termination, an employee is reimbursed for an accumulated annual leave up to a maximum of 360 hours. Exempt employees are not eligible to receive compensatory time. Employees are not reimbursed for accumulated sick leave if terminated prior to retirement. Therefore, accrued sick leave is not reported in the accompanying financial statements. Upon retirement, accumulated sick leave may be counted as creditable service for pension benefit purposes. Liabilities for compensated absences other than sick leave are all considered long-term obligations of the System. Accumulated vacation leave is recorded as an expense and liability as the benefits accrue to employees.

(h) Interfund Transactions

Quasi-external transactions between the System and other funds and component units of the County are accounted for as revenues or expenses. Transactions that constitute reimbursements to a fund for expenses initially made from it that are properly applicable to the System are recorded as expenses by the System. Services provided by the System to other funds are accounted for in a like fashion.

(i) Restricted Net Position

Restrictions of Net Position are presented consistent with requirements of GASB Statement No. 34 and 63 and various bond covenants of the System.

(j) Statement of Cash Flows

For purposes of the statements of cash flows, the System considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

(k) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(1) Summary of Significant Accounting Policies (continued)

(l) Risk Management

The System is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The System participates in a County-wide risk management program for all funds of Fulton County, Georgia. Pursuant to this risk management program, the County is self-insured for workers' compensation, unemployment, long-term disability, auto liability, and general liability and fully self-insured for employee medical claims. The County pays such claims as they become due and makes appropriate provision for the accrual of claims liabilities, including incurred but unreported losses. The System funds its estimated portion of the County's risk management activities via quasi-external transactions.

(2) Cash, Cash Equivalents, and Investments

The following is a summary of the carrying amounts of cash, cash equivalents, and investments of the System (in thousands of dollars):

	December 31,			
	 2016	2015		
Unrestricted:				
Cash and cash equivalents	\$ 90,693	171,525		
Investments	89,868	-		
Restricted:				
Cash and cash equivalents	24,544	21,937		
Investments	21,638	35,281		
	\$ 226,743	228,743		

Fulton County uses a centralized cash disbursement account for all of its funds including those of the Water and Sewerage System Fund. Although cash applicable to a particular fund is segregated for financial reporting purposes, the corresponding portion of the centralized bank account balance cannot be identified. The bank balances (county-wide) were covered by federal depository insurance or by collateral held by the County's agent in its name.

Interest Rate Risk

State of Georgia statutes authorize the County to invest in direct obligations of the U.S. government, obligations insured or guaranteed by the U.S. government or a U.S. government agency, obligations of any corporation of the U.S. government, prime bankers' acceptances, obligations of the State of Georgia or other states, certain collateralized repurchase agreements, certain obligations of other political subdivisions of the State of Georgia, certain certificates of deposit, and the Georgia Fund-1 state investment pool.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(2) Cash, Cash Equivalents, and Investments (continued)

Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment. As of December 31, 2016 and 2015, the System had the following investments:

		Decemb	er 31, 2016	
Fixed Income:	Fair Value	to 3 months	4-12 months	1-5yrs
US Agency Obligations	\$ 111,506	-	89,868	21,638
Fixed Income subtotal	 111,506	-	89,868	21,638
Money Market funds	11,683			
Georgia Fund 1	100,820			
Total cash equivalents and investments	\$ 224,009			
Fixed Income:	Fair Value	to 3 months	4-12 months	1-5yrs
US Agency Obligations	\$ 35,281	-	-	35,281
Fixed Income subtotal	35,281	-	-	35,281
Money Market funds	20,753			
Georgia Fund 1	171,164			
Total cash equivalents and investments	\$ 227,198			

In accordance with its investment policy and bond covenants, the Water and Sewerage System fund manages its exposure to the risk of declines in fair values of investment by limiting the maturities of its investments to a maximum of five years for all debt service and debt service reserve accounts, and three years for investments held in the construction funds.

Custodial Credit Risk

The custodial credit risk for deposits is the risk that, in the event of a bank failure, the System's deposits may not be recovered. The System limits its exposure to custodial credit risk by requiring all deposits to be collateralized in accordance with state law.

Credit Quality Risk

Credit Quality Risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The US Agency obligations totaling \$111,506 as of December 31, 2016 and \$35,281 as of December 31, 2015 are rated AAA/AA+. The short term money market funds possess the highest short term ratings by each rating agency. The Georgia Fund 1 is managed by the State of Georgia Office of the State Treasurer to maximize current income while preserving principal and providing daily liquidity. It is managed to maintain a constant net asset value of \$1.00 and a weighted maturity of 90 days or less.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(2) Cash, Cash Equivalents, and Investments (continued)

Fair Value Measurement

GASB Statement No. 72, *Fair Value Measurement and Application*, enhances comparability of governmental financial statements by requiring fair value measurement for certain assets and liabilities using a consistent definition and accepted valuation techniques. The standard establishes a hierarchy of inputs used to measure fair value that prioritizes the inputs into three categories – Level 1, Level 2 and Level 3 inputs – considering the relative reliability of the inputs. The hierarchy gives the highest priority of unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 2 measurements). The three levels of the air value hierarchy are as follows:

Level 1 inputs are quoted (unadjusted) prices in active markets for identical financial assets or liabilities that are accessible at the measurement date;

Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the financial asset or liability, either directly or indirectly;

Level 3 inputs are unobservable inputs for the financial asset or liability.

The level in the fair value hierarchy within which a fair value measurement falls is based on the lowest level input that is significant to the fair value measurement in its entirety. Local Government Investment Pools, such as Georgia Fund 1 are categorized as a Level 1, as are the mutual funds listed in the Interest Rate Risk chart on the previous page. US Agency Obligations are categorized as Level 2.

(3) Allowances for Doubtful Accounts

Allowances for doubtful accounts at December 31, 2016 and 2015 are as follows (in thousands of dollars):

	2016	2015
Customer receivables	\$3,225	881
Due from other governments	\$	-0-

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(4) Investment in Joint Venture

Atlanta-Fulton County Water Resources Commission - The Atlanta-Fulton County Water Resource Commission is a joint venture between the County and the City of Atlanta for the construction and operation of a water treatment facility in north Fulton County. The County and the City share equally the costs of construction of the plant, and each is entitled to receive 50% of the total water supply treated by the plant or 50% of the plant's capacity, whichever is greater. The costs of operation of the plant were borne pro rata by the City and the County on the basis of water delivered to each party. The County incurred charges of approximately \$6.6 million in both 2016 and 2015 for water produced at this facility, which is classified as an operating cost to the Fulton County Water & Sewerage System.

The Atlanta Fulton County Water Resources Commission is governed by a seven-member management commission, three members of the Commission are appointed by the City, three are appointed by the County, and one independent member is elected by the vote of the other members. Both the City and County approve the annual budget of the Commission.

At December 31, 2016 and 2015, the County's share of the depreciated cost of the facility is shown as "Investment in joint venture" in the accompanying statement of net position.

Complete financial statements for the Atlanta-Fulton County Water Resource Commission can be obtained from the following respective administrative office:

Atlanta-Fulton County Water Resource Commission 9750 Spruill Road Alpharetta, Georgia 30022

(5) Other Assets

Cost-Sharing Arrangements

The County paid \$58 million with neighboring Cobb County, Georgia in 2003 for the purchase of long-term wastewater treatment capacity at the R.L Sutton wastewater treatment plant and the adjoining underground conveyance system. In November 2007 the County incurred \$99.9 million in similar capital costs through facilities owned by the City of Atlanta. The County will share in the cost of annual capital improvements at these facilities on a pro rata basis. These costs were previously shown as other assets on the financial statements of the Water and Sewerage System fund, but now appear as "Intangible Assets" and are included within the capital asset disclosure section of the Water and Sewerage System fund. These assets are being depreciated over 28 years for the Atlanta facilities and 40 years for the Cobb County facilities, both using the straight-line method. Depreciation of these intangible assets, approximately \$5.3 million for 2016 is classified as an operating cost on the Statement of Revenues, Expenses and Changes in Net Position-Proprietary funds. \$2,313 was additionally paid and capitalized during 2016, bringing the balance at December 31, 2016 to approximately \$115.4 million.

Deferred charge on refunding of bonds, classified as a Deferred Outflow of Resources, and is \$4,428 and \$5,199 at December 31, 2016 and December 31, 2015.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(6) Capital Assets

The following charts display capital asset balances and activity for 2016 and 2015.

		January 1,			December 31,
Water and Sewerage System fund:		2016	Increases	Decreases	2016
Capital assets not being depreciated:					
Land improvements	\$	10,201			10,201
Construction in progress	_	46,357	16,409		62,766
Total capital assets not being depreciated		56,558	16,409	_	72,967
Capital assets being depreciated:					
Equipment		17,228	1,450	(796)	17,882
Water system		283,313	1,581		284,894
Sewer system		1,131,450	1,486		1,132,936
Intangible assets	_	169,006	2,313		171,319
Total capital assets being depreciated	_	1,600,997	6,830	(796)	1,607,031
Less accumulated depreciation for:					
Equipment		(14,758)	(676)	796	(14,638)
Water system		(93,736)	(5,152)		(98,888)
Sewer system		(377,072)	(21,944)		(399,016)
Intangible assets	_	(50,554)	(5,335)		(55,889)
Total accumulated depreciation		(536,120)	(33,107)	796	(568,431)
Net capital assets being depreciated		1,064,877	(26,277)		1,038,600
Net capital assets-Water & Sewerage					
System fund	\$	1,121,435	(9,868)		1,111,567

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(6) Capital Assets (continued)

		January 1,			December 31,
Water and Sewerage System fund:	-	2015	Increases	Decreases	2015
Capital assets not being depreciated:	-				
Land improvements	\$	10,193	8		10,201
Construction in progress	-	26,017	20,340	·	46,357
Total capital assets not being depreciated		36,210	20,348	_	56,558
Capital assets being depreciated:					
Equipment		16,887	341		17,228
Water system		281,219	2,094		283,313
Sewer system		1,122,629	8,821		1,131,450
Intangible assets	_	169,006			169,006
Total capital assets being depreciated	_	1,589,741	11,256		1,600,997
Less accumulated depreciation for:					
Equipment		(14,109)	(649)		(14,758)
Water system		(88,608)	(5,128)		(93,736)
Sewer system		(355,104)	(21,968)		(377,072)
Intangible assets		(45,219)	(5,335)		(50,554)
Total accumulated depreciation		(503,040)	(33,080)		(536,120)
Net capital assets being depreciated		1,086,701	(21,824)		1,064,877
Net capital assets-Water & Sewerage					
System fund	\$_	1,122,911	(1,476)		1,121,435

No interest was required to be capitalized from borrowings related to water and sewerage system construction projects in 2016 or 2015. No material capital contributions were received in 2016 or in 2015.

(7) Revenue Bonds Payable – Long-term liabilities

The System previously issued revenue refunding bonds whereby it pledges income derived from the System to pay debt service. Revenue bonds outstanding, net of unamortized premiums of \$42,979 and \$47,900 at December 31, 2016 and 2015, respectively, are as follows (in thousands of dollars):

	Interest	Maturity	Authorized	Total at De	cember 31
Issue	rate range	date	and issued	2016	2015
Series 2013	3.375-5.00%	2034	223,265	223,265	223,265
Less current portion				-	-
Series 2011	2.0-5.00	2027	251,770	206,275	221,600
Less current portion				(16,090)	(15,325)
				413,450	429,540

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(7) Revenue Bonds Payable – Long-term liabilities (continued)

This chart displays the System's long-term liabilities and related activity for 2016 and 2015.

	Balance January 1, 2016	Increases	Decreases	Balance December 31, 2015	Due within One year
Water & Sewerage Revenue Bonds	\$ 444,865		(15,325)	429,540	16,090
Less deferred charges, net	47,900	_	(4,921)	42,979	
Total Water & Sewerage Revenue Bonds	492,765		(20,246)	472,519	
Other Long-Term Liabilities	1,375	866	(750)	1,491	
Total System long term liabilities	\$ 494,140	866	(20,996)	474,010	16,090
	Balance January 1, 2015	Increases	Decreases	Balance December 31, 2015	Due within
Water & Sewerage Revenue Bonds	\$ January 1, 2015	Increases	Decreases	December 31, 2015	within One year
Water & Sewerage Revenue Bonds Less deferred charges, net	\$ January 1, 2015 459,515	Increases 	(14,650)	December 31, 2015 444,865	within
Water & Sewerage Revenue Bonds Less deferred charges, net Total Water & Sewerage Revenue Bonds	\$ January 1, 2015	Increases 		December 31, 2015	within One year
Less deferred charges, net	\$ January 1, 2015 459,515 53,021	Increases 	(14,650) (5,121)	December 31, 2015 444,865 47,900	within One year

Aggregate System annual debt service requirements are as follows (in thousands of dollars):

December 31	Principal	Interest	Total
2017 \$	16,090	20,687	36,777
2018	16,875	19,898	36,773
2019	17,720	19,057	36,777
2020	18,605	18,174	36,779
2021	19,520	17,255	36,775
2022-2026	108,410	70,914	179,324
2027-2031	134,770	41,529	176,299
2032-2036	97,550	8,228	105,778
Total	429,540	215,742	645,282
Unamortized premiums	42,979	(42,979)	-
Total	472,519	172,763	645,282

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(7) Revenue Bonds Payable – Long-term liabilities (continued)

The revenue bond indenture contains significant limitations and restrictions on annual debt service requirements, maintenance of and flow of money through various restricted accounts, minimum amounts to be maintained in various sinking funds, and minimum revenue bond coverage ratios.

The County previously self-reported to the SEC pursuant to the Division of Enforcement's (the "Division") Municipalities Continuing Disclosure Cooperation Initiative (the "MCDC Initiative"). In anticipation of the institution of proceedings by the SEC in connection with the MCDC Initiative, the County submitted an Offer of Settlement in April 2016 which the SEC accepted and which resulted in an order being entered by the SEC on the matter on August 24, 2016 (the "MCDC Order"). Solely for the purpose of the proceedings brought by or on behalf of the SEC under the MCDC Initiative, and without admitting or denying the findings in the MCDC Order, except as to the SEC's jurisdiction over it and the subject matter of the proceedings, which were admitted, the County consented to the entry of the MCDC Order. Compliance actions included establishing appropriate written policy and procedures to effect compliance with existing securities laws, comply with existing disclosure undertakings, disclose terms of the settlement in any final official statements for five years subsequent to the order. The county has complied with these provisions within the required 180 days, and will certify and provide supporting material as required by August 24, 2017.

(8) Retirement Plans

(a) County Pension Plan

The County maintains for eligible employees the Fulton County Employees Retirement System Pension Plan (the "Plan"), a single-employer defined benefit retirement plan, which provides benefits to employees of the System. The Plan was created effective September 1, 1991, as successor to four separate County-maintained pension plans, for all eligible employees of Fulton County. Prior to the establishment of the Plan, the employees of the County were participants in one of two predecessor plans, the General Employees' Pension Plan or the Employees' Pension Plan. Employees who did not elect to participate in the Plan will continue to be eligible for the same benefits of the prior plan in which they participated; however, participation was made a condition of employment for new employees as of September 1, 1991.

The Plan is administered by an eleven member board of trustees which includes two members of the Board of Commissioners, the County Manager, the Director of Finance, a representative citizen of the County, a designee of the Commission's Chairman, a Peace Officer, two retirees of the County, and two active employees.

On June 16, 1998, the County adopted a 401(A) defined contribution plan. All active participants in the Fulton County Employees' Retirement System have the annual option to remain in their current defined benefit plan or elect to participate in the new defined contribution plan. Employees hired on or after July 1, 1999 participate in the Fulton County Defined Contribution Plan.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(8) **Retirement Plans (continued)**

The funding method and determination of benefits payable are provided in or authorized by various acts of the Georgia Legislature and statutes enacted by the County under home rule powers granted by the State. The Plan generally provides that funds to provide retirement benefits are to be accumulated from employee and County contributions and income from the investment of accumulated funds. Should the accumulated funds be insufficient to meet and pay the benefits when due, Fulton County shall be required to make up any deficiency.

The Plan provides monthly retirement benefits that represent 2.25% of the participants' monthly earnings (the average of the highest three 12-month period of employment) for the first five years of credible service and then 2.5% thereafter. The Plan awards cost-of-living increases annually, up to a 3% maximum. Benefits also may be payable at termination, death, or disability.

The County's contribution is the actuarially determined amount necessary to fund benefits, less employee contributions. The actuarially determined contribution amount is the sum of the annual normal cost and the amortization of the unfunded actuarial accrued liability over the years remaining in the allowable funding period. The actuarial cost method used for funding purposes is the entry age normal cost method. This is one of the approved methods for such plans in Georgia and provides for contributions based on a level percentage of future payroll. The unfunded actuarial accrued liability is amortized on a closed basis over a period established by State of Georgia guidelines.

The required contribution percentages developed in the most recent actuarial valuations for the Plan, and the actual contributions, but not including contributions of \$121 to the Supplemental Plan described in this note, made for 2016 and 2015 are as follows (in thousands of dollars):

	_	2016	2015
Total required employer contributions: Dollar amount Percent of covered payroll	\$	50,493 215.87%	48,586 174.64%
Actual employer contributions: Dollar amount Percent of covered payroll	\$	45,977 196.56%	47,230 169.77%

Employee contribution rates are established in accordance with pension law. During 2016 and 2015 actual countywide employee contributions were \$1,633 and \$1,868, respectively which represented 6.98% and 6.71% of covered payroll, respectively.

Employee contributions exceeded those set forth in pension law due to back-due contributions required of employees covered by certain of the County's prior separate plans, who under older pension laws, have the ability to increase their retirement benefits by making such back-due contributions. The actuarial present value of accumulated plan benefits is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. An actuarial valuation is performed annually as of January 1.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(8) Retirement Plans (continued)

Membership

Current membership in the Plan and current year payrolls for 2016 and 2015 are as follows:

	2016	2015
Members:		
Retired and receiving benefits	3,232	3,210
Terminated with vested benefits	26	27
Active participants	394	478
Total members	3,652	3,715
Total current year payroll for employees covered by the		
Plan (in thousands of dollars)	\$ 23,391	27,820

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are based on employee compensation.

The accumulated plan benefits for active employees are based on their average compensation and credited service ending on the date as of which the benefit information is presented (the valuation date). Benefits payable under all circumstances — retirement, death, disability, and termination of employment — are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. An actuarial valuation of the Plan is performed annually each January 1, and an update is performed to determine the Actuarial Value of Assets and Actuarial Accrued Liability.

Effective as of the January 1, 2017 valuation, the Fulton County Employees Retirement System Board approved a lower assumed rate of return from 7.60% to 7.50%, which affected the actuarial liability by \$15.7 million, and also increased the administrative expense assumption from \$600,000 to \$800,000. There were no changes in plan provisions from the last valuation date.

Effective as of the January 1, 2016 valuation, the Fulton County Employees Retirement System Board approved a lower assumed rate of return from 7.70% to 7.60%, which affected the actuarial liability by \$15.5 million, and also changed the administrative expense assumption from \$700,000 down to \$600,000.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(8) Retirement Plans (continued)

The System's total and net pension liability for the years ended December 31, 2016 and 2015 are as follows:

Fiscal year ended	Total Pension Liability	Fiduciary Net Position	Net Pension Liability	Fiduciary net position as a percentage of Total Pension Liability
December 31, 2016	\$ 1,706,578	1,211,837	\$ 494,741	71.01%
December 31, 2015	1,677,001	1,217,955	459,046	72.63%

Sensitivity of the Net Pension Liability to Changes in the discount rate

The following presents the net pension liability of the County, calculated using the discount rate of 7.50%, and the System's net pension liability would be if it were calculated using a discount rate this is one-percentage-point lower (6.50%) or one-percentage-point higher (8.50%) than the current rate.

		Current	
	1% Decrease	Discount	1% Increase
	<u>(6.50%)</u>	(7.50%)	(8.50%)
System's net pension liability	\$666,245	\$494,741	\$348,697

Changes in Total and Net Pension Liability, and Plan Fiduciary Net Position are shown below:

		Total Pension	Plan Fiduciary	Net Pension
		Liability	Net Position	Liability
Balances at December 31, 2015	\$	1,677,001	1,217,955	459,046
Changes for the year:				
Service cost		3,283		3,283
Interest		122,576		122,576
Benefit changes				
Difference between expected				-
and actual experience		16,293		16,293
Change of assumptions		15,734		15,734
Contributions - employer			45,977	(45,977)
Contributions - employee			1,633	(1,633)
Net investment income			75,369	(75,369)
Benefit payments, including ref	unc	ls		
of employee contributions		(128,309)	(128,309)	-
Administrative expense			(788)	788
Net changes	\$	29,577	(6,118)	35,695
Balances at December 31, 2016	\$	1,706,578	1,211,837	494,741
			and the second se	

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(8) Retirement Plans (continued)

Methods and assumptions used in the calculations of actuarially determined contributions

The following actuarial methods and assumptions were used to determine the most recent contribution rate reported:

Valuation Date Actuarial cost method Amortization method Remaining amortization period	January 1, 2017 Entry Age normal Closed level dollar, closed period. Remaining amortization period varies for the bases with a net effective amortization period of 14 years.
Asset valuation method	Market value of assets less unrecognized returns in each of the last five years. Unrecognized return is equal to the difference between the actual market return and the expected return on the actuarial value, and is recognized over a five- year period, further adjusted, if necessary, to be within 20% of the market value.
Investment rate of return	7.50%. The net investment return assumption is a long-term estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as well as the System's target asset allocation.
Inflation rate Projected salary increases Cost of living adjustments	3.0% 3.0% 3.0%
Mortality Rates-Healthy	RP-2000 Combined Mortality Table with Blue Collar adjustment, projected to 2019 using Scale AA, further loaded by 30% for Males and 10% for Females
Mortality Rates-Disabled	RP-2000 Disabled Retiree Mortality Table projected to 2019 using Scale AA
Retirement Rates-Unreduced Pension:	Assumptions for non-public safety retirement probability is 26.5% at first are eligibility until 100% at are 70

Assumptions for non-public safety retirement probability is 26.5% at first age eligibility until 100% at age 70. Assumptions for public safety retirement probability is 60.0% at first age eligibility, then 40% through age 64 and 100% thereafter.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(8) Retirement Plans (continued)

Retirement Rates-Reduced Pension:

Assumptions for non-public safety retirement probability range from 8.25% at age 50 and increases each year to 12% at age 64. Assumptions for public safety retirement probability ranges from 12.55% at age 50, and increases each year to 23.75% at age 64.

The retirement rates for reduced pensions apply only until eligibility for normal retirement occurs. From that point forward, the rates for unreduced pensions apply.

The following presents target allocations and long term expected rates of return for the Plan.

		Long-term Expected Real
Asset Class	Farget Allocation	Rate of Return*
Domestic Equity	48.00%	6.71%
International Equity	20.00%	7.71%
Emerging International E	Equity 5.00%	9.81%
Core Bonds	17.00%	2.11%
Global Bonds	5.00%	4.61%
Global Asset Allocation	5.00%	3.91%
	100.00%	

*Expected real rate of return is net of inflation

Pension Expense and Deferred Outflows of Resources Related to Pensions

The County recognized total pension expense of \$92,151 for the year ended December 31, 2016, all within the governmental activities. Included in pension expense are recognized amounts related to the deferred outflows of resources for pensions, which is detailed below. The December 31, 2016 Investment loss of \$14,099 will be recognized ratably at \$2,820 over the next four years. The December 31, 2015 balance of \$87,033 will be recognized ratably at \$21,758 each year for the next three years. This is the net difference between projected and actual earnings on pension plan investments. No adjustment was required to System expense.

Complete financial statements for the Plan can be obtained at the following address:

Fulton County Suite 7001, 141 Pryor Street, N.W. Atlanta, Georgia 30303

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(8) Retirement Plans (continued)

(b) Defined Contribution Plan

The Fulton County Defined Contribution Pension Plan was established in June 1999 to provide retirement benefits for new employees, appointees and other County officials, as the defined benefit plan was closed. Mass Mutual serves as an independent administrator of the plan. At December 31, 2016, the plan had 5,227 active participants who contributed 6% of their pensionable earnings, approximately \$13,460 during 2016. The County also contributed \$18,079 which was 8% of their pensionable earnings throughout the year. The County also contributed an additional \$1,565 in matched funds into the Plan for those Participants electing to participate in the County's Deferred Compensation Plan. Participants fully vest the matched contributions over a five-year period. Plan provisions and contribution requirements are established by and may be amended by the County Board of Commissioners. Employees of the System are eligible to participate in this plan.

(c) Deferred Compensation Plan

The County has adopted a deferred compensation plan (the "Plan") in accordance with the 2001 revisions of Section 457 of the Internal Revenue Code, which is also available to employees assigned to the System. The Plan, available to all Fulton County employees, allows an employee to voluntarily defer a certain percentage of gross compensation, not to exceed \$18,000 for those less than 50 years of age, and an additional \$6,000 for all others above 50 years of age. The Plan assets are held in custodial accounts for the exclusive benefit of the Plan participants and their beneficiaries and, therefore, the plan assets and liabilities are not recorded on the financial statements of the County. TIAA-CREF independently managed assets throughout 2016.

(9) Other Post-Employment Benefits

(a) Fulton County

The County provides to employees assigned to the System certain health care and life insurance benefits for retired employees through an independent third party administrator, in which all of the County's employees may become eligible for these benefits if they reach normal retirement age while working for the County. Fulton County contributes 75-90% of the premium cost for health care coverage, based upon the plan chosen by the participant, and contributes 100% of the premium cost for \$10,000 of life insurance coverage for those employees retiring after December 1, 1988. The County pays 75% of the life insurance premiums for those persons who retired prior to December 1, 1988. The total cost to provide retiree health care and life insurance benefits, in the Health Insurance Stabilization fund, an internal service fund, is recognized as paid; such costs approximated \$44,357 in 2016, as compared to \$42,873 in 2015. In accordance with GASB Statement No. 45, Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions, the County's annual other postemployment benefit (OPEB) cost is calculated based on the Annual Required Contribution of the employer (ARC) which is required to be actuarially determined on a biannual basis.

The Annual Required Contribution and Total OPEB Obligation amounts were determined under the Attained Age funding method. As of the evaluation date, the number of retirees with current health care coverage was approximately 3,800, of which approximately 3.400 have life insurance coverage in effect. Approximately 4,800 active employees with coverage are subject to this plan.

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(9) Other Post-Employment Benefits (continued)

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of future events. Examples include assumptions of future employment, mortality, and health care cost trends. Amounts determined regarding annual required contributions are subject to revision as results are compared with past expectations and new estimates are made about future trends.

In 2009 the County contributed \$2,185 to an irrevocable trust fund dedicated to pay for future OPEB claims against the current unfunded accrued actuarial liability of \$1,309,920. No contribution has been made subsequently, but interest earnings of \$2,204 have accumulated in this trust fund as of December 31, 2016, of which \$360 was earned in 2016.

As of the most recent valuation date of January 1, 2017, the OPEB Plan funded status was as follows:

	Actuarial	Unfunded			
Actuarial	Accrued	Actuarial			UAAL as a
Value	Liability	Accrued Liability	Funded	Covered	Percentage of
of Assets	(AAL)	(UAAL)	Ratio	Payroll	Covered Payroll
\$4,389	\$1,314,309	\$1,309,920	0.003%	\$240,697	544.2%

The County's annual OPEB cost and net OPEB liability for the year ended December 31, 2016:

Annual required contribution (ARC) for other		
postemployment benefits (OPEB)	\$	89,580
Interest on annual required contribution		21,315
Adjustment to the ARC	_	(20,362)
Annual OPEB cost/Annual required contribution	- 1	90,533
Annual employer contributions made on claims	_	(35,718)
Change in net OPEB obligation	_	54,815
Net OPEB obligation - January 1		532,869
Net OPEB obligation - December 31	\$_	587,684

4.

Schedule of OPEB Employer Contributions Three-Year Trend Information

Fiscal year ended	 Annual OPEB Cost (ARC)	Percentage of ARC contributed	 Net OPEB obligation
December 31, 2014 December 31, 2015 December 31, 2016	\$ 107,851 86,971 90,533	26.9% 37.6 39.5	\$ 477,761 532,869 587,684

Notes to Financial Statements (in thousands)

December 31, 2016 and 2015

(13) Other Post-Employment Benefits (continued)

Actuarial Assumptions for the Other Postemployment Benefit plan as of January 1, 2017:					
Cost Method	Entry Age Normal Actuarial Cost method				
Actuarial Asset Valuation Method	Market Value				
Assumed Investment Rate of Return	4.0%, compounded annually				
Healthcare Cost Trend Rate	7.5% in 2017 to 5.0% in 2023 and thereafter				
Aging Adjustment	1.0% at age 30 up to 4.2% ages 60-64, declining				
	to 0.0% at age 90 and over				
Inflation Rate	3.0%				
Estimated Salary increases	4.0%, of which 3.0% is an inflationary component				
Amortization Method	Level dollar, 30 years, open period				

The required schedule of funding progress for the postemployment benefit plan immediately following the notes to the financial statements presents multiyear trend information about whether the actuarial value of plan net position is increasing or decreasing relative to the actuarial accrued liability for benefits over time.

(10) Contingencies

The System is a defendant in a number of legal actions in the nature of claims for alleged damages to persons and property, civil rights violations, and other similar types of actions arising in the course of normal System operations. In the opinion of System management, there are no suits pending or unasserted claims that would have a material adverse effect on the accompanying financial statements. System improvement commitments total approximately \$17,612 and \$27,863 as of December 31, 2016 and 2015, respectively.

Required Supplementary Information Unaudited, and in thousands

December 31, 2016

Schedule of Contributions from the Employer and Other Contributing Entities

The Actuarially Determined Contribution								
Year Ended		Actuarially Determined Contributio n	County Employer Contributio n	DFACS Employer Contributio n	Total Employer Contributions	- Contribution Deficiency (Excess)	Covered Employee Payroll	Contributions as a Percentage of Covered Employee Payroll
December 31, 2007 December 31, 2008 December 31, 2009 December 31, 2010 December 31, 2011 December 31, 2012 December 31, 2013	\$	38,367 33,836 43,008 36,639 45,049 51,199 52,882	37,289 32,339 38,242 37,044 42,049 45,878 56,126	513 411 260 182 121 58 118	37,802 32,750 38,502 37,226 42,170 45,936 56,244	565 1,086 4,506 (587) 2,879 5,263 (3,362)	80,266 78,184 67,184 57,888 49,277 42,622 36,258	47.10% 41.89 57.31 64.31 85.58 107.78
December 31, 2013 December 31, 2014 December 31, 2015 December 31, 2016		55,255 48,586 50,493	57,441 47,203 45,953	88 27 24	57,529 47,230 45,977	(2,274) 1,356 4,516	32,828 27,820 23,391	155.12 175.24 169.77 196.56

Contributions in Relation to

Schedule of Employer's Net Pension Liability

Year Ended	_	Total Pension Liability	Plan Fiduciary Net Position	Net Pension Liability	Plan Fiduciary Net Position as a percentage of the Total Pension liability	Covered payroll	Net pension liability as a percentage of covered payroll
December 31, 2016	\$	1,706,579	1,211,837	494,742	71.01%	23,391	2,115.08%
December 31, 2015		1,677,001	1,217,955	459,046	72.63	27,820	1,650.06
December 31, 2014		1,654,412	1,306,027	348,385	78.94	32,828	1,061.24

Schedule of Investment Returns

Year Ended	Annual money-weighted rate of return, net of investment expense
December 31, 2014	5.05%
December 31, 2015	(0.88%)
December 31, 2016	6.40%

Required Supplementary Information Unaudited, and in thousands

December 31, 2016

Other Post Employment Benefits Required Supplementary Information

Schedule of Funding Progress

Actuarial valuation date	 Actuarial value of assets (a)	Entry age normal Actuarial Accrued Liability (AAL) (b)	Unfunded Actuarial Accrued Liability (Asset) (UAAL) (b - a)	Funded ratio (a/b)	Covered payroll (c)	UAAL as a percentage of covered payroll ([b – a]/c)
December 31, 2011	\$ 2,689	1,509,799	1,507,110	0.18%	224,189	673%
December 31, 2012	3,023	1,798,332	1,795,309	0.17	226,479	794
December 31, 2013	3,023	1,798,332	1,795,309	0.17	226,479	794
December 31, 2014	4,012	1,230,477	1,226,465	0.33	207,692	591
December 31, 2015	4,012	1,230,477	1,226,465	0.33	207,692	591
December 31, 2016	4,389	1,314,309	1,309,920	0.34	240,697	544

Required Supplementary Information Unaudited, and in thousands

December 31, 2016

Schedule of Changes in System's Net Position Liability Last Ten Fiscal Years

(in thousands)

		2016	2015	2014
Total Pension Liability				
Service cost	\$	3,283	3,678	4,291
Interest		122,576	122,562	120,935
Change of benefit terms		-	-	-
Differences between expected and				
actual experience		16,293	6,262	21,902
Change of assumptions		15,734	15,489	15,352
Benefit payments, including refunds				
of employee contributions	_	(128,309)	(125,402)	(117,044)
Net change in total pension liability		29,577	22,589	45,436
Total pension liability - beginning	\$_	1,677,001	1,654,412	1,608,976
Total pension liability - ending (a)	\$_	1,706,578	1,677,001	1,654,412
Plan fiduciary net position	đ	15.077	17 020	57 500
Contributions-employer	\$	45,977	47,230	57,529
Contributions-employee		1,633	1,868	2,129
Net investment income		75,369	(11,187)	64,143
Benefit payments, including refunds				<i></i>
of employee contributions		(128,309)	(125,402)	(117,044)
Administrative expense		(788)	(581)	(705)
Other	-	-	-	-
Net change in plan fiduciary net position	\$	(6,118)	(88,072)	6,052
Plan fiduciary net position - beginning	\$	1,217,955	1,306,027	1,299,975
Plan fiduciary net position - ending (b)	s-	1,211,837	1,217,955	1,306,027
System's net pension liability - ending (a) - (b)	Ψ_	494,741	459,046	348,385
System s net pension naomy chamig (a) (b)	-	191,711	159,010	510,505
Plan fiduciary net position as a percentage of				
the total pension liability		71.01%	72.63%	78.94%
Covered employee payroll	\$	23,391	27,820	32,828
System's net pension liability as a percentage	s	,	,	,
of covered employee payroll		2115.08%	1650.06%	1061.24%

Note: Schedule is intended to show information for 10 years, once available

See accompanying notes to required supplementary information and accompanying independent auditor's report. Notes to Schedule:

Benefit changes: There have been no benefit changes since GASB 67/68 implementation.

Change of Assumptions: The discount rate assumption was changed from 7.60% to 7.50% at 1/1/2017.

Notes to Required Supplementary Information (in thousands) December 31, 2016 and 2015

(1) Schedule of Changes in the Net Pension Liability

The total pension liability contained in this schedule was provided by the Plan's actuary, Segal Consulting. The net pension liability is measured as the total pension liability less the amount of the fiduciary net position of the Plan.

(2) Schedule of Contributions from the Employer and Other Contributing Entities

Required contributions and percentage of those contributions made are presented in the schedule.

(3) Actuarial Methods and Assumptions

Changes of assumptions: Effective as of the January 1, 2017 valuation, the Fulton County Employees Retirement System Board approved a lower assumed rate of return from 7.60% to 7.50%, which affected the actuarial liability by \$15.7 million, and also changed the administrative expense assumption from \$600,000 down to \$800,000.

Changes of assumptions: Effective as of the January 1, 2016 valuation, the Fulton County Employees Retirement System Board approved a lower assumed rate of return from 7.70% to 7.60%, which affected the actuarial liability by \$15.5 million, and also changed the administrative expense assumption from \$700,000 down to \$600,000.

Methods and assumptions used in the calculations of actuarially determined contributions: The following actuarial methods and assumptions were used to determine the most recent contribution rate reported:

January 1, 2017

Valuation Date Actuarial cost method Amortization method Remaining amortization period

Asset valuation method

Investment rate of return

Entry Age normal Closed level dollar, closed period. Remaining amortization period varies for the bases with a net effective amortization period of 14 years. Market value of assets less unrecognized returns in each of the last five years. Unrecognized return is equal to the difference between the actual market return and the expected return on the actuarial value, and is recognized over a fiveyear period, further adjusted, if necessary, to be within 20% of the market value.

7.50%. The net investment return assumption is a long-term estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as well as the System's target asset allocation.

Notes to Required Supplementary Information (in thousands) December 31, 2016 and 2015

(3) Actuarial Methods and Assumptions (continued)

Inflation rate	3.0%
Projected salary increases	3.0%
Cost of living adjustments	3.0%

Mortality Rates-Healthy

RP-2000 Combined Mortality Table with Blue Collar adjustment, projected to 2019 using Scale AA, further loaded by 30% for Males and 10% for Females

Mortality Rates-Disabled

RP-2000 Disabled Retiree Mortality Table projected to 2019 using Scale AA

Assumptions for non-public safety retirement probability is 26.5% at first age eligibility until 100% at age 70. Assumptions for public safety retirement probability is 60.0% at first age eligibility, then 40% through age 64 and

Retirement Rates-Unreduced Pension:

Retirement Rates-Reduced Pension:

100% thereafter. Assumptions for non-public safety retirement probability range from 8.25% at age 50 and increases each year to 12% at age 64. Assumptions for public safety retirement

probability ranges from 12.55% at age 50, and increases

each year to 23.75% at age 64.

The retirement rates for reduced pensions apply only until eligibility for normal retirement occurs. From that point forward, the rates for unreduced pensions apply.