

FAP ADMINISTRATION ACCOUNT

ANNUAL FINANCIAL STATEMENTS AS OF AND FOR THE FISCAL YEARS ENDED JUNE 30, 2024 AND 2023 AND INDEPENDENT AUDITOR'S REPORT

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INDEPENDENT AUDITOR'S REPORT

To the Members of the Oklahoma Water Resources Board

Opinion

We have audited the accompanying financial statements of the Oklahoma Water Resources Board FAP Administration Account ("The Account") as of and for the years ended June 30, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the Account's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Account as of June 30, 2024 and 2023, and the changes in financial position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to the financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Account and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Account's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

• Exercise professional judgment and maintain professional skepticism throughout the audit. In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

• Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit 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 Account's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Account's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated September 16, 2024, on our consideration of the Program's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Program's internal control over financial reporting and compliance.

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Oklahoma City, Oklahoma September 16, 2024

MANAGEMENT'S DISCUSSION AND ANALYSIS

MANAGEMENT'S DISCUSSION AND ANALYSIS

Our discussion and analysis of the Oklahoma Water Resources Board FAP Administration Account (the "Account") financials provides an overview of the financial activities of the administration fees and related expenses for the fiscal years ended June 30, 2024, and June 30, 2023. Please read it in conjunction with the financial statements, which begin on page 10. This report covers the administration fees associated with the 1986 General Bond Resolution State Loan Program Revenue Bonds and the 2016 General Bond Resolution State Loan Program Revenue Bonds (the "Programs").

Financial Highlights

- Total net position increased 14.06% from \$10,167,860 to \$11,598,315 between FY 2023 and FY 2024. Total net position increased 9.92% from \$9,250,040 to \$10,167,860 between FY 2022 and FY 2023.
- During fiscal year 2024, the 1986 General Bond Resolution State Loan Program transferred the notes receivables balance of the 2013a notes totaling \$285,000 to the FAP Administration Account. During fiscal year 2023, the 1986 General Bond Resolution State Loan Program transferred the notes receivables balance of the 2012B and 2012C notes totaling \$1,455,000 to the FAP Administration Account.

Using This Annual Report

This annual report is presented in a format that substantially meets the presentation requirements of the Governmental Accounting Standards Board (GASB) in accordance with generally accepted accounting principles. The Account is accounted for and presented similar to a special-purpose government engaged solely in business-type activities.

The financial statements for the Account are presented after the Management's Discussion and Analysis in this annual report and then followed by the footnotes in this order:

- Management's Discussion and Analysis that provides useful analysis that facilitates a better understanding of the Account's financial condition and changes therein.
- Basic Financial Statements
 - Statement of Net Position
 - o Statement of Revenues, Expenses and Changes in Net Position
 - Statement of Cash Flows

Footnotes – that elaborate on the accounting principles used in the preparation of the financial statements and further explain financial statement elements.

(Unaudited. See accompanying auditor's report.)

A Financial Analysis of the Account

One of the most frequently asked questions about the Account's finances is, "Has the overall financial condition improved, declined or remained steady over the past two years?" The Statement of Net Position and the Statement of Revenues, Expenses, and Changes in Net Position report information about the Account as a whole and about its activities in a way that helps answer this question. The following tables present a condensed presentation of net position and changes therein.

			siness-Type Activities		
			June 30,		
	<u>2024</u>		<u>2023</u>		<u>2022</u>
Current assets	\$ 8,374,519	\$	6,864,488	\$	6,444,406
Non-current assets	3,366,300		3,622,300		2,878,800
Total assets	 11,740,819	_	10,486,788	_	9,323,206
Current liabilities	142,504		318,928		73,166
Total liabilities	 142,504		318,928		73,166
Net position					
Unrestricted	 11,598,315		10,167,860		9,250,040
Total net position	\$ 11,598,315	\$	10,167,860	\$	9,250,040

During fiscal year 2024, assets and net position increased due to the increase in cash from the payoff of loans.

During fiscal year 2023, assets and net position increased due to the transfer of the balance of the 2012B and 2012C notes receivable. The increase in current liabilities is due to costs due to the State of Oklahoma.

(Unaudited. See accompanying auditor's report.)

	Business-Type Activities Years Ended June 30,					
	<u>2024</u>	<u>2023</u>	<u>2022</u>			
Revenues						
Loan program income	\$ 1,665,804	\$ 1,330,076	\$ 1,130,659			
Investment interest income	326,894	177,843	3,807			
Total revenues	1,992,698	1,507,919	1,134,466			
Expenses						
Trustee fees	-	750	750			
Administration expenses	96,123	142,978	110,760			
Indirect cost	112,449	94,989	114,182			
Personnel expense	353,671	392,401	403,585			
Total expenses	562,243	631,118	629,277			
Net Income before transfers	1,430,455	876,801	505,189			
Transfers in from other series	285,000	826,019	-			
Transfers to other programs	(285,000)	(785,000)	-			
Change in net position	1,430,455	917,820	505,189			
Total net position- beginning	10,167,860	9,250,040	8,744,851			
Total net position - ending	\$ 11,598,315	\$ 10,167,860	\$ 9,250,040			

Economic Factors and Next Year's Outlook

The Board anticipates additional bond issues to be closed during FY 2025 under the 2016 General Bond Resolution. As with the nature of the Bond Programs, loans will pay down in their principal balance. The trend in income for the future of the FAP Administration Account should be consistent with FY 2024.

Contacting the Account's Financial Management

This financial report is designed to provide the Board's accountability of the Account. If you have questions about this report or need additional financial information, contact the Financial Assistance Division of the Oklahoma Water Resources Board at 3800 N. Classen Blvd, Oklahoma City, OK 73118.

(Unaudited. See accompanying auditor's report.)

BASIC FINANCIAL STATEMENTS

ASSETS:	<u>2024</u>	<u>2023</u>
Current Assets:		
Cash and cash equivalents	\$7,298,204	\$5,890,061
Current portion of notes receivable	517,800	626,700
Administration fee receivable	475,083	297,276
Interest receivable:	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	_>,,_,
Notes receivable	54,049	27,800
Other	29,383	22,651
Total current assets	8,374,519	6,864,488
Noncurrent Assets:		
Notes receivable net of current portion	3,366,300	3,622,300
Total noncurrent assets	3,366,300	3,622,300
Total assets	11,740,819	10,486,788
LIABILITIES:		
Other accrued liabilities	142,504	318,928
Total liabilities	142,504	318,928
NET POSITION:		
Unrestricted	11,598,315	10,167,860
Total net position	\$11,598,315	\$10,167,860

Statement of Net Position - June 30, 2024 and 2023

See accompanying notes to the basic financial statements.

	2024	<u>2023</u>
Operating Revenues:		
Loan program income	\$202,445	\$105,717
Administration fee income	1,463,359	1,224,359
Total operating revenues	1,665,804	1,330,076
Operating Expenses:		
Trustee fees	-	750
Administration expenses	96,123	142,978
Indirect cost	112,449	94,989
Personnel expense	353,671	392,401
Total operating expenses	562,243	631,118
Operating income	1,103,561	698,958
Non-Operating Revenues (Expenses):		
Interest income	326,894	177,843
Total non-operating revenues	326,894	177,843
Net income before transfers	1,430,455	876,801
Transfers in - Oklahoma Water Resources Board	285,000	1,521,019
Transfers out - Oklahoma Water Resources Board	(285,000)	(1,480,000)
Change in net position	1,430,455	917,820
Total net position - beginning	10,167,860	9,250,040
Total net position - ending	\$11,598,315	\$10,167,860

Statement of Revenues, Expenses, and Changes in Net Position – Year Ended June 30, 2024 and 2023

See accompanying notes to the basic financial statements.

Statement of Cash Flows - Year Ended June 30, 2024 and 2023

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Collections of adminstration fee revenue and interest on notes receivable	\$ 1,461,748	\$ 1,301,142
Payment of administration expense and other operational costs	(738,667)	(385,356)
Net Cash Provided by Operating Activities	723,081	915,786
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Transfers out - Oklahoma Water Resources Board	-	(1,480,000)
Transfers in - Oklahoma Water Resources Board		66,019
Net Cash Provided by (Used in) Noncapital Financing Activities		(1,413,981)
CASH FLOWS FROM INVESTING ACTIVITIES		
Collections of principal on loans to local governmental units	364,900	539,800
Interest income	320,162	157,653
Net Cash Provided by Investing Activities	685,062	697,453
Net Increase in Cash and Cash Equivalents	1,408,143	199,258
Balances - beginning of the year	5,890,061	5,690,803
Balances - end of the year	\$7,298,204	\$5,890,061
Reconciliation of Statement of Net Position:		
Cash and Cash Equivalents	\$7,298,204	\$5,890,061
Total Cash and Cash Equivalents	\$7,298,204	\$5,890,061
Reconciliation of operating income to net cash provided		
by operating activities:		
Operating income	\$1,103,561	\$698,958
Change in assets and liabilities:	\$1,105,501	\$676,756
Decrease (Increase) in interest receivable	(26,249)	(17,141)
Decrease (Increase) in administration fee receivable	(177,807)	(11,793)
Increase (Decrease) in other accrued liabilities	(176,424)	245,762
Net Cash Provided by Operating Activities	\$723,081	\$915,786
NON-CASH TRANSACTIONS:		
Transfer of loans receivable balances	\$ 285,000	\$ 1,455,000

See accompanying notes to the basic financial statements.

Footnotes to the Basic Financial Statements:

1. Summary of Significant Accounting Policies

Reporting Entity

The Oklahoma Water Resources Board (the "Board") administers the 1986 General Bond Resolution State Loan Program Revenue Bonds and the 2016 General Bond Resolution State Loan Program Revenue Bonds (the "Programs") that were established to provide statewide financial assistance to local governments by making loans to local governmental units in the State of Oklahoma to be utilized to provide for the acquisition, development, and utilization of storage and control facilities for water and sewage systems and to be used to refund a portion of the Board's outstanding State Loan Program Revenue Bonds originally issued by the Board.

Administrative, accounting, and other technical support services are provided by employees of the Board. Payroll and other costs incurred by the Board on behalf of the Program are billed by the Board and are recovered from the administration fees paid by the borrowers and then recorded in the FAP Administration Account (the "Account").

Each bond series had its own administration account established at the time of the bond issue. To ease the management of administration fees and decrease the number of open accounts, the FAP Administration Account was created in May 2016 to consolidate each of the bond series administration accounts. Administration fees are included in the loan interest rates charged to local governments. Once collected, the administration fees are deposited in the revenues fund of each bond series, expensed in the series, and paid to the FAP Administration Account.

Basis of Accounting and Measurement Focus

The Account is accounted for and presented like a special-purpose government engaged solely in business type activities.

The Account uses the accrual basis of accounting whereby expenses are recognized when the liability is incurred, and revenues are recognized when earned.

The Account uses the economic resources measurement focus where all assets, liabilities, net position, revenues, expenses, and transfers relating to the Account and net income and capital maintenance are measured.

Pursuant to its bond indentures, the Account is required to maintain various separate accounts for principal payments, interest payments and various other purposes. To assist in fulfilling these responsibilities, the Board has engaged BancFirst to act as trustee and maintain appropriate fiduciary records. All activities and monies in the various accounts required by the bond indenture are considered to be applicable to the conduct of the Account's ongoing operations.

Accordingly, all such activities and monies are combined for purposes of preparing the Account's financial statements.

1. Summary of Significant Accounting Policies, (cont'd)

Cash and Cash Equivalents

The Account considers all highly liquid debt instruments purchased with an original maturity of three months or less and money market funds to be cash equivalents.

Operating Revenues and Expenses

The Account considers income earned on outstanding loans receivable and administration fees to be operating revenue. Similarly, the Account considers expenses incurred in administering the loan program and administration expenses to be operating expenses.

Use of Estimates

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

Date of Management's Review of Subsequent Events

Management has evaluated subsequent events through September 16, 2024, the date the financial statements were available to be issued and determined that no subsequent events have occurred that require adjustment to or disclosure in the financial statements.

2. Cash Deposits and Investment Risk

Cash and cash equivalents of \$7,298,204 and \$5,890,061 at June 30, 2024 and 2023 respectively, were on deposit with the Account's trustee.

Investment Interest Rate Risk – Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of the investment. The Account discloses its exposure to interest rate risk by disclosing the maturity dates of its various investments.

Investment Credit Risk – the bond indenture provides for restrictions on the investment choices of the Account as follows:

- a. Obligations of the United States Government, its agencies, and instrumentalities.
- b. Collateralized or insured certificates of deposit and other evidence of deposit at banks, savings banks, savings and loan associations or credit unions located in the State of Oklahoma.
- c. Money market funds regulated by the Securities and Exchange Commission and which investments consist of those items specified in (a) and (b) above.

d. Investment agreements with entities maintaining a rating in the top two categories by a nationally recognized municipal bond rating agency.

The Account categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

At June 30, 2024, the Account's investments in obligations not directly guaranteed by the U.S. Government and investments in money market mutual funds were rated as follows:

Type	Average <u>Maturities</u>	<u>Credit Rating</u>	Fair Value <u>Measurement</u>	(Carrying <u>Value</u>
Federated Hermes Gov Obligation Tax-Managed	16 days	AAAm	Level I	\$	7,298,204

At June 30, 2023, the Account's investments in obligations not directly guaranteed by the U.S. Government and investments in money market mutual funds were rated as follows:

Type	Average <u>Maturities</u>	Credit Rating	Fair Value <u>Measurement</u>	(Carrying <u>Value</u>
Federated Hermes Gov Obligation Tax-Managed	16 days	AAAm	Level I	\$	5,890,061

Concentration of Investment Credit Risk – the bond indenture places no limit on the amount the Account may invest in any one issuer. The Account has the following concentration of credit risk at June 30, 2024 and June 30, 2023: 100% is invested in Federated Hermes Government Obligation Tax Manager and Federated Treasury Obligations Fund.

3. Notes Receivable

Notes receivable represents loans made by the Program's which were made to local governmental entities for the purposes of acquisition, development, and utilization of storage and control facilities for water and sewage systems. The notes receivable were transferred in from the FAP Bond Series 1994A, 1995, 1997, 1999, 2001, 2003A, 2007, 2009, 2012, 2012B, 2012C, and 2013A as bonds associated with these loans were called. Payments on the notes are due in semiannual installments with various maturity dates based upon the bond issue; however, the local entities have the option to pay the notes earlier than the scheduled maturities. The current portion of notes receivable contains scheduled maturities and any prepayments made subsequent to year-end through September 30, 2024. The notes are collateralized by various revenue sources including, but not limited to user charges and sales taxes of the borrowers and mortgages on the water and/or sewer systems. Outstanding notes receivable at June 30, 2024 and June 30, 2023 are as follows:

OKLAHOMA WATER RESOURCES BOARD FAP ADMINISTRATION ACCOUNT ANNUAL FINANCIAL REPORT As of and for the Years Ended June 30, 2024 and 2023

	Maturity		Notes Receivable		Jun	ne 30, 2024	
 Issue	Date		2024		2023	Curre	nt Maturities
1994A	2023	\$	-	\$	7,500	\$	-
1995	2024		-		67,300		-
1997	2026		73,100		105,500		35,000
1999	2030		281,100		316,700		38,400
2001	2021		1,390,400		1,527,900		145,300
2003A	2023		554,500		634,100		84,100
2009	2024		-		135,000		-
2012B	2026		565,000		695,000		135,000
2012C	2026		735,000		760,000		30,000
2013	2026		285,000		-		50,000
		\$	3,884,100	\$	4,249,000	\$	517,800

4. Program Funding and Fees

The bond indenture agreement provides for various fees to be paid in connection with the administration of the Program. These fees include the following:

• During the years, annual program administration fees of 0.1316%, 0.1866%, or 0.3866% of notes receivable outstanding during the period were charged for operations of the Bond Programs. These fees are payable to the Oklahoma Water Resources Board for providing clerical, management, and administration services. The fees were collected and expensed in each bond series.

5. Transfers

In 2024, the Account received transfers of the 2013A notes receivable totaling \$285,000 from the 1986 General Bond Resolution Program. The program transferred \$285,000 to the 2013A Bond Series.

INTERNAL CONTROL OVER FINANCIAL REPORTING AND COMPLIANCE

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INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

To the Members of the Oklahoma Water Resources Board

We have audited, in accordance with the 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, the financial statements of the Oklahoma Water Resources Board FAP Administration Account ("the Account") as of and for the years ended June 30, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the Account's basic financial statements, and have issued our report thereon dated September 16, 2024.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Account's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Account's internal control. Accordingly, we do not express an opinion on the effectiveness of the Account's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements, on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Account's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Holege & Associates PC

Oklahoma City, Oklahoma September 16, 2024