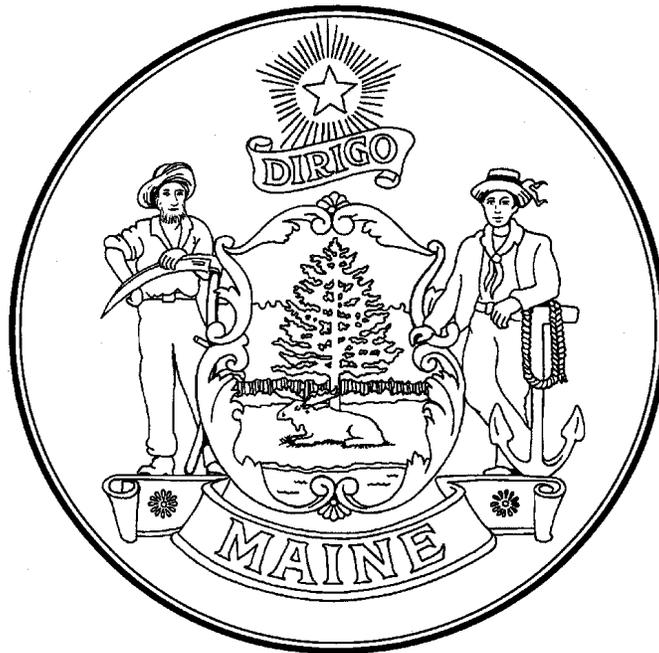


MAINE STATE LEGISLATURE

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Annual Report
Maine Health & Higher Educational Facilities Authority

2018



MAINE HEALTH AND HIGHER
EDUCATIONAL FACILITIES AUTHORITY



Michael R. Goodwin, *Executive Director*
Tel 207-622-1958
Fax 207-623-5359

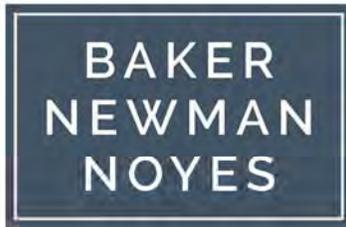
TO: INTERESTED PARTIES
FROM: Michael R. Goodwin, Executive Director
RE: **2018 Maine Health and Higher Educational Facilities Authority Annual Report**

This is the annual report for the Maine Health and Higher Educational Facilities Authority for the 2018 fiscal year, running from July 1, 2017 to June 30, 2018. As of June 30, 2018, the Authority has \$1,227,935,215 outstanding under its general tax exempt conduit resolution and \$494,840,111 outstanding under its tax exempt reserve fund resolution.

During fiscal year 2018, the Authority issued \$70,535,000 under its general tax exempt conduit resolution and \$43,630,000 under its moral obligation reserve fund resolution. These sales were accomplished in 3 series for 3 colleges, 5 hospitals and 1 nursing homes.

If there is further information you might like or questions you may have concerning the Authority, please feel free to give us a call at (207) 622-1958. Additional information on the Authority is available at our website: www.mhhefa.com

A handwritten signature in black ink, appearing to read 'Michael R. Goodwin', written in a cursive style.



Maine Health and Higher Educational Facilities Authority

Basic Financial Statements and
Management's Discussion and Analysis

*Year Ended June 30, 2018
With Independent Auditors' Report*

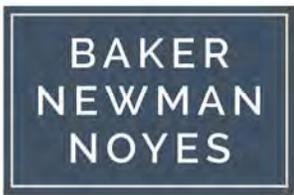
MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

Basic Financial Statements and Management's Discussion and Analysis

For the Year Ended June 30, 2018

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INDEPENDENT AUDITORS' REPORT

To the Members of
Maine Health and Higher Educational Facilities Authority

Report on the Financial Statements

We have audited the accompanying financial statements, consisting of the Operating Fund and Reserve Fund of Maine Health and Higher Educational Facilities Authority (the Authority), which comprise the statements of net position as of June 30, 2018, and the related statements of revenues, expenses and changes in net position, and cash flows for the year then ended, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents. The Authority is a component unit of the State of Maine.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

To the Members of
Maine Health and Higher Educational Facilities Authority

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Authority, as well as the individual fund groups referred to above, as of June 30, 2018, and the respective changes in net position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis 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.

Baker Newman & Noyes LLC

Portland, Maine
October 10, 2018

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS

June 30, 2018

As financial management of the Maine Health and Higher Educational Facilities Authority (the Authority), we offer readers of these financial statements this narrative, overview and analysis of the financial activities of the Authority for the fiscal year ended June 30, 2018. This discussion and analysis is designed to assist the reader in focusing on the significant financial issues and activities of the Authority and to identify any significant changes in net position. We encourage readers to consider the information presented here in conjunction with the basic financial statements as a whole.

Financial Highlights

- Operating income for the Authority's Operating Fund was \$315,695 for fiscal year 2018, a decrease of \$39,139 or 11% compared to fiscal year 2017. This decrease in operating income was primarily due to a decrease in administrative and other fees.
- The Authority's loans receivable from institutions at June 30, 2018 of \$496,628,948 represents a net decrease of \$84,775,555 or 14.6% from the balance at June 30, 2017. This decrease is the result of repayment of loans by institutions during fiscal year 2018 and the refundings described below.
- The Authority's gross bonds outstanding within the Reserve Fund Resolution at June 30, 2018 of \$565,375,000 represents a net decrease of \$92,155,000 or 14.0% from the balance at June 30, 2017. This decrease is primarily due to the refunding of \$94,445,000 of reserve fund bonds with the issuance of the 2017B refunding bonds (par of \$43,630,000) and the issuance of the 2017B UNE general resolution refunding bond (par of \$40,100,000) and the scheduled bond repayments of \$41,340,000. The Authority's bonds are a combination of fixed and variable interest rate and tax-exempt and taxable bonds, although a majority of the bonds are fixed interest rate and tax-exempt.

Overview of the Authority

The Authority was created in 1972 by an Act of the Maine Legislature, is a public body corporate and politic and is constituted as an instrumentality exercising public and essential governmental functions of the State. The Authority was established to issue bonds for the purpose, among other things, of assisting Maine health care institutions and institutions of higher education in the undertaking of projects involving the acquisition, construction, improvement, reconstruction and equipping of health care and educational facilities and the refinancing of existing indebtedness. The Authority, pursuant to the *Student Loan Corporations Act of 1983*, also has the power to finance student loan programs of institutions for higher education, although it is not currently doing so.

As the result of the Authority issuing tax-exempt debt, the Authority is required to prepare arbitrage rebate calculations for each series of tax-exempt bonds outstanding and remit payment to the Internal Revenue Service every five years. The Authority contracts with an arbitrage consultant to maintain and prepare all rebate calculations that will be filed with the Internal Revenue Service. The consultant also prepares annual calculations at each bond's anniversary date to be used for financial reporting purposes.

For financial statement reporting purposes, the Authority is considered a component unit of the State of Maine. However, the Authority does not receive any State appropriations for its operations and is funded from fees charged to participating borrowers and interest earnings on investments.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

June 30, 2018

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Authority's financial statements, which are comprised of the basic financial statements and the notes to the financial statements.

Basic Financial Statements

The basic financial statements are designed to provide readers with a broad overview of the Authority's finances, in a manner similar to a private-sector business.

The statement of net position presents information on all of the Authority's assets and liabilities, with the difference between the two reported as net position. Net position increases when revenues exceed expenses. Increases to assets without a corresponding increase to liabilities result in increased net position, which may indicate an improved financial position.

The statement of revenues, expenses and changes in net position presents information showing how the Authority's net position changed during the fiscal year. Substantially all changes in net position are reported as soon as the underlying event occurs, regardless of timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future periods.

The statement of cash flows is presented using the direct method of reporting which reflects cash flows from operating, financing and investing activities. Cash collections and payments are reflected in this statement to arrive at the net increase or decrease in cash and cash equivalents for the fiscal year.

Notes to the Financial Statements

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the basic financial statements.

Financial Analysis

Net position may serve, over time, as a useful indicator of a government's financial position. In the case of the Authority's Operating Fund, assets exceeded liabilities by \$22,817,912 at June 30, 2018. This represents an increase of \$315,695 or 1.4% over the previous fiscal year, which is the Authority's 2018 operating income. In the case of the Reserve Fund, assets exceeded liabilities by \$34,470,934. This represents a decrease of \$817,849 or 2.3% compared to the previous fiscal year, which is the Reserve Fund's 2018 operating loss.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

June 30, 2018

The Authority's financial position and operations for the past two years are summarized below based on information included in the basic financial statements.

Operating Fund

Statements of Net Position

	<u>2018</u>	<u>2017</u>	<u>% Change</u>
Current assets:			
Cash and cash equivalents	\$ 6,378,634	\$ 6,744,977	(5.4)%
Operating investments	15,961,141	15,249,292	4.7
Accrued investment income	63,087	32,249	95.6
Fees and other amounts due from Reserve Fund	208,400	283,035	(26.4)
Notes, advances and other receivables from institutions, net of allowance	215,993	242,320	(10.9)
Other assets	<u>15,000</u>	<u>15,000</u>	<u>0.0</u>
Total current assets	22,842,255	22,566,873	1.2
Current liabilities:			
Accounts payable	<u>24,343</u>	<u>64,656</u>	<u>(62.3)</u>
Total current liabilities	<u>24,343</u>	<u>64,656</u>	<u>(62.3)</u>
Net position:			
Unrestricted net position	\$ <u>22,817,912</u>	\$ <u>22,502,217</u>	<u>1.4%</u>

Reserve Fund

Statements of Net Position

	<u>2018</u>	<u>2017</u>	<u>% Change</u>
Current assets:			
Investments held by trustee	\$ 23,247,816	\$ 24,204,702	(4.0)%
Accrued investment income	794,182	702,782	13.0
Loans receivable from institutions	34,734,528	33,376,800	4.1
Interest and other receivables from institutions	<u>91,574</u>	<u>92,113</u>	<u>(0.6)</u>
Total current assets	58,868,100	58,376,397	0.8
Noncurrent assets:			
Investments held by trustee	68,459,161	77,639,464	(11.8)
Supplemental reserve investments	25,452,755	25,360,929	0.4
Loans receivable from institutions	<u>461,894,420</u>	<u>548,027,703</u>	<u>(15.7)</u>
Total noncurrent assets	<u>555,806,336</u>	<u>651,028,096</u>	<u>(14.6)</u>
Total assets	<u>614,674,436</u>	<u>709,404,493</u>	<u>(13.4)</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

June 30, 2018

	<u>2018</u>	<u>2017</u>	<u>% Change</u>
Current liabilities:			
Bonds payable	\$ 35,095,000	\$ 34,220,000	2.6%
Interest payable	12,028,535	13,341,103	(9.8)
Fees and other amounts due to Operating Fund	208,400	283,035	(26.4)
Accounts payable	-	67,434	(100.0)
Rebate payable to Internal Revenue Service	-	11,082	(100.0)
Prepayments from institutions	<u>2,591,567</u>	<u>2,883,056</u>	<u>(10.1)</u>
 Total current liabilities	 49,923,502	 50,805,710	 (1.7)
Noncurrent liabilities:			
Bonds payable	<u>530,280,000</u>	<u>623,310,000</u>	<u>(14.9)</u>
 Total liabilities	 <u>580,203,502</u>	 <u>674,115,710</u>	 <u>(13.9)</u>
Net position:			
Unrestricted net position	\$ <u>34,470,934</u>	\$ <u>35,288,783</u>	<u>(2.3)%</u>

Operating Fund

Statements of Revenues, Expenses and Changes in Net Position

	<u>2018</u>	<u>2017</u>	<u>% Change</u>
Operating revenues:			
Administrative and other fees	\$ 731,754	\$ 855,588	(14.5)%
Income from investments	327,122	196,262	66.7
Net decrease in the fair value of investments	(159,051)	(98,394)	(61.6)
Interest income from advances and notes receivable from institutions	6,248	7,849	(20.4)
Other income	<u>118,662</u>	<u>126,783</u>	<u>(6.4)</u>
 Total operating revenues	 1,024,735	 1,088,088	 (5.8)
Operating expenses:			
Operating expenses	<u>709,040</u>	<u>733,254</u>	<u>(3.3)</u>
 Total operating expenses	 <u>709,040</u>	 <u>733,254</u>	 <u>(3.3)</u>
 Operating income	 315,695	 354,834	 (11.0)
 Net position, beginning of year	 <u>22,502,217</u>	 <u>22,147,383</u>	 <u>1.6</u>
 Net position, end of year	 <u>\$22,817,912</u>	 <u>\$22,502,217</u>	 <u>1.4%</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

June 30, 2018

Reserve Fund

Statements of Revenues, Expenses and Changes in Net Position

	<u>2018</u>	<u>2017</u>	<u>% Change</u>
Operating revenues:			
Interest and other amounts from institutions	\$23,233,937	\$28,062,684	(17.2)
Income from investments	3,059,477	3,623,927	(15.6)
Net decrease in the fair value of investments	(1,801,679)	(3,033,555)	(40.6)
Other income	<u>538,302</u>	<u>495,591</u>	<u>8.6</u>
Total operating revenues	25,030,037	29,148,647	(14.1)
Operating expenses:			
Bond issuance costs	538,302	495,591	8.6
Interest expense	25,280,344	30,553,328	(17.3)
Other expenses	<u>29,240</u>	<u>50,652</u>	<u>(42.3)</u>
Total operating expenses	<u>25,847,886</u>	<u>31,099,571</u>	<u>(16.9)</u>
Operating loss	(817,849)	(1,950,924)	58.1
Net position, beginning of year	<u>35,288,783</u>	<u>37,239,707</u>	<u>(5.2)</u>
Net position, end of year	<u>\$34,470,934</u>	<u>\$35,288,783</u>	<u>(2.3)%</u>

Operating Fund

Fees and other amounts due from the Reserve Fund decreased \$74,635 or 26.4% from fiscal year 2017. This is the result of the reimbursement from the Reserve Fund of amounts paid out of the Operating Fund in prior years for arbitrage and also a decrease in administrative and other fees from institutions as a result of refundings.

Notes, advances and other receivables from institutions, net decreased \$26,327 or 10.9% from fiscal year 2017 as a result of payments received in fiscal year 2018.

Administrative and other fees decreased \$123,834 or 14.5% compared to fiscal year 2017 primarily due to a decrease in initial fees on new bond issues. Total par of conduit bond issues, for which the Authority receives initial fees, were approximately \$70.5 million in 2018 versus approximately \$227.1 million in 2017.

Other income decreased \$8,121 or 6.4% compared to fiscal year 2017 primarily due to a decrease in the arbitrage calculation computation date credit revenue. This revenue is received when a five year anniversary date calculation is prepared. Broker fees from Maine Power options also decreased.

Investment income increased \$130,860 or 66.7% compared to fiscal year 2017, primarily a result of an increasing interest rate environment that continued from fiscal year 2017 into 2018, resulting in higher yields on investments purchased.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

June 30, 2018

The Authority shares office space and staff with the Maine Municipal Bond Bank. The Authority reimburses the Maine Municipal Bond Bank for its proportionate share of personnel services, employee benefits, office space, equipment rental and other miscellaneous costs. The Authority recognized approximately \$484,000 and \$487,000 of expenses under this arrangement in 2018 and 2017, respectively.

Reserve Fund

Loans receivable from institutions decreased \$84,775,555 or 14.6% from fiscal year 2017 as a result of scheduled principal payments in addition to \$41,967,550 in loan reductions from a General Resolution refunding and \$4,901,787 in loan reductions from a Reserve Fund refunding.

Investments held by trustee decreased by \$10,137,189 or 10.0% from fiscal year 2017 due primarily to the payoff and refundings of several bond issues in the reserve fund resolution in fiscal year 2018.

Fees and other amounts due to the Operating Fund decreased \$74,635 or 26.4% from fiscal year 2017. This is the result of the reimbursement of amounts paid out of the Operating Fund in prior years for arbitrage and also a decrease in administrative and other fees from institutions as a result of refundings.

Rebate payable to the Internal Revenue Service at June 30, 2018 decreased \$11,082 or 100.0% from June 30, 2017. This decrease is the result of the net difference between additional accrued liabilities for fiscal year 2018 and rebate payments to the Internal Revenue Service during fiscal year 2018.

Interest and other amounts received from institutions in fiscal 2018 decreased \$4,828,747 or 17.2% from fiscal 2017 primarily as a result of continued decreases in outstanding loans and receivables from institutions due to repayments and refundings. Correspondingly, interest expense has also decreased from fiscal year 2017 by \$5,272,984 or 17.3%.

The net change in the fair value of investments in fiscal 2018 was a net decrease of \$1,801,679 as compared to a net decrease of \$3,033,555 in fiscal 2017. The changes experienced during fiscal 2018 are the result of fluctuations in the interest rate environment. The Authority's investment portfolio is comprised of cash and cash equivalents, U.S. Government obligations (including treasury bills, notes, and bonds), U.S. Government-sponsored enterprises, municipal bonds and guaranteed investment contracts. All investments are carried at fair value, and unrealized gains and losses (primarily due to fluctuations in market values) are recognized in the statements of revenues, expenses and changes in net position. The maturities of investments in the debt service reserve funds are scheduled to closely match debt service payments and are normally held to maturity.

Requests for Information

This financial report is designed to provide a general overview of the Authority's financial statements for all those with an interest in its finances. Questions concerning any of the information provided in this report or request for additional information should be addressed to the Executive Director, Maine Health and Higher Educational Facilities Authority, P.O. Box 2268, Augusta, ME 04338-2268.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

STATEMENTS OF NET POSITION

June 30, 2018

<u>ASSETS</u>	<u>Operating Fund</u>	<u>Reserve Fund</u>	<u>Total</u>
Current assets:			
Cash and cash equivalents (note 2)	\$ 6,378,634	\$ –	\$ 6,378,634
Investments held by trustee (notes 3 and 10)	–	23,247,816	23,247,816
Operating investments (notes 3 and 10)	15,961,141	–	15,961,141
Accrued investment income	63,087	794,182	857,269
Loans receivable from institutions	–	34,734,528	34,734,528
Interest and other receivables from institutions	–	91,574	91,574
Fees and other amounts due from Reserve Fund	208,400	–	208,400
Notes, advances and other receivables from institutions, net of allowance of \$73,251 (note 9)	215,993	–	215,993
Other assets	<u>15,000</u>	<u>–</u>	<u>15,000</u>
 Total current assets	 22,842,255	 58,868,100	 81,710,355
Noncurrent assets:			
Investments held by trustee (notes 3 and 10)	–	68,459,161	68,459,161
Supplemental reserve investments (notes 1, 3 and 10)	–	25,452,755	25,452,755
Loans receivable from institutions	<u>–</u>	<u>461,894,420</u>	<u>461,894,420</u>
 Total noncurrent assets	 <u>–</u>	 <u>555,806,336</u>	 <u>555,806,336</u>
 Total assets	 <u>22,842,255</u>	 <u>614,674,436</u>	 <u>637,516,691</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

STATEMENTS OF NET POSITION (CONTINUED)

June 30, 2018

	<u>Operating Fund</u>	<u>Reserve Fund</u>	<u>Total</u>
<u>LIABILITIES</u>			
Current liabilities:			
Bonds payable (note 4)	\$ —	\$ 35,095,000	\$ 35,095,000
Interest payable	—	12,028,535	12,028,535
Fees and other amounts due to Operating Fund	—	208,400	208,400
Accounts payable	24,343	—	24,343
Prepayments from institutions	<u>—</u>	<u>2,591,567</u>	<u>2,591,567</u>
Total current liabilities	24,343	49,923,502	49,947,845
Noncurrent liabilities:			
Bonds payable (notes 4 and 8)	<u>—</u>	<u>530,280,000</u>	<u>530,280,000</u>
Total liabilities	<u>24,343</u>	<u>580,203,502</u>	<u>580,227,845</u>
<u>NET POSITION</u>			
Unrestricted net position	<u>\$22,817,912</u>	<u>\$ 34,470,934</u>	<u>\$ 57,288,846</u>

See accompanying notes.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

Year Ended June 30, 2018

	<u>Operating Fund</u>	<u>Reserve Fund</u>	<u>Total</u>
Operating revenues:			
Interest and other amounts from institutions	\$ -	\$23,233,937	\$23,233,937
Administrative and other fees	731,754	-	731,754
Income from investments	327,122	3,059,477	3,386,599
Net decrease in the fair value of investments	(159,051)	(1,801,679)	(1,960,730)
Interest income from advances and notes receivable from institutions	6,248	-	6,248
Other income	<u>118,662</u>	<u>538,302</u>	<u>656,964</u>
Total operating revenues	1,024,735	25,030,037	26,054,772
Operating expenses:			
Bond issuance costs	-	538,302	538,302
Interest expense	-	25,280,344	25,280,344
Operating expenses (note 7)	709,040	-	709,040
Other expenses	<u>-</u>	<u>29,240</u>	<u>29,240</u>
Total operating expenses	<u>709,040</u>	<u>25,847,886</u>	<u>26,556,926</u>
Operating (loss) income	315,695	(817,849)	(502,154)
Net position, beginning of year	<u>22,502,217</u>	<u>35,288,783</u>	<u>57,791,000</u>
Net position, end of year	<u>\$22,817,912</u>	<u>\$34,470,934</u>	<u>\$57,288,846</u>

See accompanying notes.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

STATEMENTS OF CASH FLOWS

Year Ended June 30, 2018

	<u>Operating Fund</u>	<u>Reserve Fund</u>	<u>Total</u>
Operating activities:			
Cash received from institutions	\$ 731,754	\$ 60,849,205	\$ 61,580,959
Cash received from other income	118,662	-	118,662
Cash payments for operating and other expenses	(776,104)	(96,674)	(872,778)
Cash received from (paid to) other funds	<u>74,635</u>	<u>(74,635)</u>	<u>-</u>
Net cash provided by operating activities	148,947	60,677,896	60,826,843
Noncapital financing activities:			
Proceeds from bonds payable	-	48,573,817	48,573,817
Other proceeds from institutions in conjunction with bond issuance	-	847,584	847,584
Principal paid on bonds payable	-	(41,340,000)	(41,340,000)
Interest paid on bonds payable	-	(25,607,802)	(25,607,802)
Paid to refunding escrow	-	(50,357,558)	(50,357,558)
Transfers to General Resolution	-	(3,437,450)	(3,437,450)
Bonds and other proceeds passed on to borrowers	-	(18,864)	(18,864)
Issuance costs paid	<u>-</u>	<u>(538,302)</u>	<u>(538,302)</u>
Net cash used by noncapital financing activities	-	(71,878,575)	(71,878,575)
Investing activities:			
Purchase of investment securities	(6,870,900)	(232,779,193)	(239,650,093)
Proceeds from sale and maturities of investment securities	6,000,000	241,022,877	247,022,877
Income received from investments and advances	302,532	2,968,077	3,270,609
Interest rebate paid to Internal Revenue Service	-	(11,082)	(11,082)
Net decrease in notes, advances and other receivables from institutions	<u>53,078</u>	<u>-</u>	<u>53,078</u>
Net cash provided (used) by investing activities	<u>(515,290)</u>	<u>11,200,679</u>	<u>10,685,389</u>
Decrease in cash and cash equivalents	(366,343)	-	(366,343)
Cash and cash equivalents, beginning of year	<u>6,744,977</u>	<u>-</u>	<u>6,744,977</u>
Cash and cash equivalents, end of year	<u>\$ 6,378,634</u>	<u>\$ -</u>	<u>\$ 6,378,634</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

STATEMENTS OF CASH FLOWS (CONTINUED)

Year Ended June 30, 2018

	<u>Operating</u> <u>Fund</u>	<u>Reserve</u> <u>Fund</u>	<u>Total</u>
Reconciliation of operating income (loss) to net cash provided by operating activities:			
Operating income (loss)	\$ 315,695	\$ (817,849)	\$ (502,154)
Adjustments to reconcile operating income (loss) to net cash provided by operating activities:			
Investment and interest income	(333,370)	(3,059,477)	(3,392,847)
Net decrease in the fair value of investments	159,051	1,801,679	1,960,730
Bad debt recovery	(26,751)	-	(26,751)
Interest expense on bonds payable	-	25,280,344	25,280,344
Change in assets and liabilities:			
Loans receivable from institutions	-	37,906,218	37,906,218
Accrued interest and other receivable from institutions	-	539	539
Due to/from other funds	74,635	(74,635)	-
Accounts payable	(40,313)	(67,434)	(107,747)
Prepayments from institutions	<u>-</u>	<u>(291,489)</u>	<u>(291,489)</u>
Net cash provided by operating activities	\$ <u>148,947</u>	\$ <u>60,677,896</u>	\$ <u>60,826,843</u>

Summary of noncash transactions:

Within the Reserve Fund Resolution, loans receivable from institutions and bonds payable were reduced by \$41,967,550 and \$45,405,000, respectively, as part of the 2018 General Resolution refunding of outstanding Reserve fund bonds and loans.

Within the Reserve Fund Resolution, loans receivable from institutions and bonds payable were reduced by \$4,901,787 and \$5,410,000, respectively, as part of the 2018 Reserve Fund refundings.

See accompanying notes.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

1. Organization

The Maine Health and Higher Educational Facilities Authority (the Authority) is constituted as an instrumentality and is a component unit of the State of Maine, organized and existing under and pursuant to M.R.S.A., Title 22, Chapter 413, Sections 2051 to 2074, inclusive and as amended by Chapter 584 of the Public Laws of 1991.

The purpose of the Authority, among others, is to assist Maine health care institutions and institutions for higher education (the institutions) in the undertaking of projects involving the acquisition, construction, improvement, reconstruction and equipping of health care and educational facilities and the refinancing of existing indebtedness. The Authority, pursuant to the *Student Loan Corporations Act of 1983*, also has the power to finance student loan programs of institutions for higher education.

Debt issued by the Authority is not debt of the State of Maine or any political subdivision within the State and the State is not obligated for such debt, nor is the full faith and credit of the State pledged for such debt. The Authority is exempt from federal and State of Maine income taxes.

Legislation enacted in 1991 permitted the Authority to establish a reserve fund which will benefit from a “moral obligation” reserve fund replenishment mechanism from the State of Maine. Although the legislation does not bind or obligate the State, it does permit the legislature to appropriate and pay the Authority the amount necessary to restore the reserve fund to the required amount in the event the fund goes below the statutorily established minimum balance of one year’s debt service on outstanding bonds. The legislation also allows the Authority to implement a State funding intercept mechanism which permits the Authority to cause the Treasurer of the State of Maine to withhold funds in the Treasurer’s custody that otherwise would be paid to a borrower that has failed or may fail to make a debt service payment and to direct the Treasurer to apply those funds as debt service to the applicable bonds or notes. The State funding intercept is applicable to all future borrowings as well as currently outstanding bond issues, whether or not secured by the “moral obligation” reserve fund replenishment mechanism.

Operating Fund

The Authority’s operating fund records the revenues and expenses generated from its daily operations. The Authority has an arrangement with the Maine Municipal Bond Bank (the Bond Bank) resulting in an allocation of payroll and general overhead expenses from the operations of the Bond Bank to the Authority and payment of direct operating expenses of the Authority. The arrangement is approved annually by the Board of Commissioners of the Authority through the budgetary approval process.

In fiscal 2010, the Authority’s Board of Directors adopted a resolution establishing a supplemental reserve fund within the Authority’s reserve fund resolution. As part of this resolution, \$24,221,739 of cash and investments were transferred from the operating fund resolution to the reserve fund resolution, which at the discretion of the Authority, shall serve as additional security for one or more series of bonds. At any time that the reserve fund investments exceed the reserve fund requirement (see note 6), the Authority may transfer any amounts held under the supplemental reserve back to the Authority’s operating fund. The balance in the supplemental reserve of \$25,452,755 at June 30, 2018, is presented as supplemental reserve investments on the statement of net position.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

1. Organization (Continued)

Presently, the Authority operates pursuant to the following bond resolutions:

Reserve Fund

These funds and accounts are established under the Authority's Resolution establishing the Maine Health and Higher Educational Facilities' Reserve Fund adopted December 6, 1991. Under this resolution, the Authority issues bonds exempt from federal and State of Maine income taxes for the purpose of providing financing for Maine health and higher educational facilities. Bonds issued under this resolution are secured by all of the reserve funds within the resolution and benefit from the moral obligation reserve fund replenishment mechanism from the State of Maine. Loans to institutions made with proceeds of bonds issued under this resolution are generally written for the net amount of bond proceeds less debt service reserve funds retained by the Authority.

Taxable Financing Reserve Fund

These funds and accounts are established under the Authority's Resolution establishing the Maine Health and Higher Educational Facilities' Taxable Financing Reserve Fund Resolution adopted December 15, 1992. Under this resolution, the Authority issues bonds exempt from State of Maine income taxes. Bonds issued under this resolution are secured by all of the reserve funds within the resolution and benefit from the moral obligation reserve fund replenishment mechanism from the State of Maine. Loans to institutions made with proceeds of bonds issued under this resolution are generally written for the net amount of bond proceeds less debt service reserve funds retained by the Authority. All bonds within the taxable reserve fund were paid off in prior years. There was no activity in the resolution for fiscal year 2018.

General Resolution

These funds consist of funds and accounts established under the Authority's General Bond Resolution adopted June 5, 1973. Under this resolution, the Authority issues bonds exempt from federal and State of Maine income taxes and assists in financing health care institutions and institutions for higher education. Bonds issued under this resolution may be issued under the original Bond Resolution or under an individual Bond Indenture between the Authority and an institution. Loans to institutions made with proceeds of general resolution bonds are written for the entire amount of the bonds (including debt service reserve funds). Security for these bonds is limited to debt service reserve funds of and the loans to the specific institution for which the bond was issued. Therefore, these bonds are considered conduit debt and are not reflected on the accompanying statements of net position. (See note 5).

2. Significant Accounting Policies

Proprietary Fund Accounting

The Authority's operations are, for the most part, financed and operated in a manner similar to private business enterprise, where the intent of the governing body is that the costs of providing goods and services is financed through user charges. Therefore, it meets the criteria for an enterprise fund and is accounted for under the accrual basis of accounting. Accordingly, the Authority recognizes revenues as earned and expenses as incurred.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

2. Significant Accounting Policies (Continued)

As discussed below, the Authority complies with Governmental Accounting Standards Board (GASB) statements codified under GASB Statement No. 62, *Codification of Accounting and Financial Reporting Guidelines Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements* (GASB 62).

The financial statements are prepared in accordance with GASB Statements No. 34, *Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments*, No. 37, *Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments: Omnibus – an amendment of GASB Statement No. 21 and No. 34* and No. 38, *Certain Financial Statement Note Disclosures* (the Statements).

Federal Income Taxes

It is the opinion of management that the Authority is exempt from federal income taxes under Internal Revenue Code (IRC) Section 115, and that the Authority has maintained its tax-exempt status and has no uncertain tax positions that require adjustment or disclosure in these financial statements. However, because the Authority issues tax-exempt bonds, it is subject to the arbitrage rebate requirements of Section 148 of the IRC. Section 148 requires that any arbitrage profit earned on the proceeds of tax-exempt bonds issued after 1985 must be rebated to the federal government at least once every five years, with the balance rebated no later than 60 days after the retirement of the bonds.

Arbitrage rebate expense (income) is presented as a reduction/increase in the amount of interest income from investments. There was no arbitrage rebate expense or income for the year ended June 30, 2018.

Cash and Cash Equivalents

The Authority considers all checking and savings deposits and highly liquid investments with original maturities of three months or less to be cash equivalents. Included in cash and cash equivalents of the Authority’s Operating Fund at June 30, 2018 is \$250,000 of insured and \$414,753 of uninsured deposits with a bank, and \$496,245 of money market funds held by a custodian and secured by SBA and mortgage bonds.

Within the Operating Fund, the Authority invests monies with the State of Maine. The State of Maine sponsors an internal investment pool (the Treasurer’s Cash Pool). The Authority’s participation is voluntary. The State of Maine Treasurer’s Cash Pool is primarily comprised of investment vehicles with short maturities and management of the Authority characterizes the investments within the pool as low risk. The State of Maine’s Treasurer’s Cash Pool is not rated by external rating agencies. The Authority is able to make withdrawals from the State of Maine Investment Pool at par with little advance notice and without penalty. The Authority’s management considers this investment vehicle a money market instrument and generally carries the amounts in the pool at fair value. At June 30, 2018, the Authority had \$5,217,636 invested in the Treasurer’s Cash Pool, which is included in cash and cash equivalents on the statement of net position.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

2. Significant Accounting Policies (Continued)

Investments

Investments are carried at fair value (see note 10). Changes in fair value are recorded as net increase or decrease in the fair value of investments on the statements of revenues, expenses and changes in net position. The cost of guaranteed investment contracts approximates fair value as the Authority can withdraw funds at par during the contract periods. Reserve fund investments that are not expected to be utilized to fund principal and interest payments until after June 30, 2019 have been classified as long-term.

Notes and Advances Receivable

Notes and advances receivable within the Authority's Operating Fund are carried at the principal amount outstanding less an allowance for losses. The allowance for losses on notes and advances receivable is established through a provision for losses on notes and advances receivable charged to operations. Notes and advances receivable losses are charged against the allowance when management believes collectability of the loan principal is unlikely. The allowance is an amount that management believes will be adequate to absorb losses based on an evaluation of collectability and prior loss experience.

Bond Discounts, Premiums and Issuance Costs

Costs associated with issuing debt, which are generally paid by means of fees collected from institutions (borrowers), are expensed in the year incurred. To the extent they are used to pay bond issuance costs, premiums remitted to the Authority are recorded as other income. Other premiums and discounts are passed on to the borrowers and, therefore, are not recorded.

Interfund Transactions

Transactions that constitute reimbursements to a fund for expenses initially made from it that are properly applicable to another fund are recorded as expenses in the reimbursing fund and as reductions of expenses in the fund that is reimbursed.

All other interfund transactions are reported as operating transfers.

Management Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management of the Authority 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 these estimates.

Total Columns

The "total" columns contain the totals of the similar accounts of the various funds. The combination of the accounts, including assets therein, is for convenience only and does not indicate that the combined assets are available in any manner other than that provided for in the separate funds.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

3. Investments Held by Trustee and Operating Investments

The Authority is authorized, under Maine statutes, to invest in obligations of the U.S. Treasury, certain U.S. Government-sponsored enterprises and certain state and local governments, as well as certain investment contracts and collateralized repurchase agreements. The trustees/custodians invest available cash in accordance with Maine statutes, applicable Series Resolutions and Tax Regulatory Agreements. At June 30, 2018, investments are categorized as follows:

	<u>Fair Value</u>
<u>Operating Fund</u>	
Operating investments:	
U.S. Government-sponsored enterprises bonds and notes	\$ <u>15,961,141</u>
 <u>Reserve Fund</u>	
Investments held by trustee:	
Guaranteed investment contracts	\$ 4,317,017
Municipal bonds	55,433,256
U.S. Government-sponsored enterprises bonds and notes	3,491,421
Cash and cash equivalents	<u>28,465,283</u>
	\$ <u>91,706,977</u>
Supplemental Reserve Investments:	
U.S. Government-sponsored enterprises bonds and notes	\$ 25,381,773
Cash and cash equivalents	<u>70,982</u>
	\$ <u>25,452,755</u>

The investments of the Operating Fund are to provide income to supplement administration of current programs, provide a source of capital for new programs and to reduce susceptibility to unanticipated expenditures or revenue shortfalls. Relative to the investment of bond funds within the Reserve Fund, as a means of limiting its exposure to fair value losses arising from rising interest rates, the Authority's investment policy provides that investment maturities be closely matched with future bond principal and interest requirements, which are the primary use of invested assets. Further, guaranteed investment contracts, which maturities are also closely matched with future bond principal and interest requirements, contain provisions that allow the Authority to terminate individual contracts at par. The Authority's general practice has been to hold most debt securities to their maturity, at which point the funds are needed to make required bond principal and interest payments for the respective resolutions. The following table provides information on future maturities of the Authority's investments in guaranteed investment contracts, U.S. Government-sponsored enterprises bonds and notes and municipal bonds as of June 30, 2018:

	<u>Fair Value</u>	<u>Less than One Year</u>	<u>One to Five Years</u>	<u>Six to Ten Years</u>	<u>More than Ten Years</u>
<u>Authority's Operating Fund</u>					
U.S. Government-sponsored enterprises bonds and notes (FHLB, FNMA, etc.)	\$ <u>15,961,141</u>	\$ <u>3,280,221</u>	\$ <u>8,815,540</u>	\$ <u>3,865,380</u>	\$ <u>—</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

3. Investments Held by Trustee and Operating Investments (Continued)

	<u>Fair Value</u>	<u>Less than One Year</u>	<u>One to Five Years</u>	<u>Six to Ten Years</u>	<u>More than Ten Years</u>
<u>Reserve Fund</u>					
U.S. Government-sponsored enterprises bonds and notes (FHLB, FNMA, etc.)	\$28,873,194	\$13,068,853	\$15,203,017	\$ 601,324	\$ -
Guaranteed investment contracts	4,317,017	-	-	-	4,317,017
Municipal bonds	<u>55,433,256</u>	<u>1,801,483</u>	<u>7,902,240</u>	<u>9,420,358</u>	<u>36,309,175</u>
	<u>\$88,623,467</u>	<u>\$14,870,336</u>	<u>\$23,105,257</u>	<u>\$10,021,682</u>	<u>\$40,626,192</u>

For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The Authority's investments are primarily held by U.S. Bank and Bangor Savings Bank. Management of the Authority is not aware of any issues with respect to custodial credit risk at either U.S. Bank or Bangor Savings Bank at June 30, 2018.

For an investment, credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations to the Authority. The Authority's investment policy limits its investments to those with high credit quality such as U.S. Treasury Obligations, U.S. Government-sponsored enterprises, or guaranteed investment contracts backed by high credit quality banks and insurance companies as rated by rating agencies such as Moody's Investor Service or Standard & Poor's, rated at AA- or better, or municipal bonds rated at A- or better.

Investments in guaranteed investment contract issuers that represent 5% or more of total guaranteed investment contracts within the Reserve Fund at June 30, 2018, with their credit quality ratings as issued by a nationally recognized rating agency as of the date of this report, are as follows:

<u>Reserve Fund</u>	<u>Rating</u>	
Guaranteed Investment Contracts Provided By:		
Transamerica Life Insurance Company	AA-	\$4,083,698
Assured Guaranty Municipal Corporation	AA	<u>233,319</u>
Total		<u>\$4,317,017</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

3. Investments Held by Trustee and Operating Investments (Continued)

At June 30, 2018, the ratings for investments in debt securities are summarized as follows. These ratings were as of June 30, 2018 and are not necessarily the ratings that existed at time of purchase.

Operating Fund and Reserve Fund

<u>Issuer</u>	<u>Rating</u>	<u>Fair Value</u>
U.S. government-sponsored enterprises ⁽¹⁾	AA+	\$ 44,834,335
Municipal bonds	AAA	3,693,532
Municipal bonds	AA+/ Aa1	10,392,618
Municipal bonds	AA/ Aa2	20,375,677
Municipal bonds	AA-/ Aa3	17,384,526
Municipal bonds	A	2,917,277
Municipal bonds	A-/ A3	<u>669,626</u>
		<u>\$ 100,267,591</u>

⁽¹⁾ Includes FHLMC, FHLB, FFCB, FNMA, TVA

Trustee and custodian held cash and cash equivalents at June 30, 2018 consist primarily of short-term money market funds invested exclusively in U.S. Treasury obligations.

4. Bonds Payable

Total Reserve Fund bonds payable, with original interest rates, consist of the following at June 30, 2018:

	<u>Original Maturity</u>	<u>Original Amount Issued</u>	<u>Amount Outstanding June 30, 2018</u>
Reserve Fund:			
Series 2004 B, 3.00% – 5.00%, dated December 9, 2004	2006 – 2034	\$ 42,265,000	\$ 340,000
Series 2007 A, 4.0% – 5.0%, dated July 18, 2007	2008 – 2030	96,495,000	5,865,000
Series 2007 B, 4.0% – 5.0%, dated November 1, 2007	2008 – 2037	70,470,000	425,000
Series 2008 A, variable rate, dated May 22, 2008	2008 – 2036	107,180,000	47,540,000
Series 2008 C, 3.0% – 5.0%, dated June 19, 2008	2009 – 2038	49,540,000	985,000
Series 2008 D, 3.0% – 5.75%, dated December 3, 2008	2009 – 2038	41,735,000	10,295,000
Series 2009 A, 2.0% – 5.125%, dated December 10, 2009	2010 – 2039	92,780,000	59,105,000
Series 2010 A, 2.5% – 5.25% dated April 22, 2010	2011 – 2040	97,240,000	72,925,000

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

4. Bonds Payable (Continued)

	<u>Original Maturity</u>	<u>Amount Original Amount Issued</u>	<u>Outstanding June 30, 2018</u>
Reserve Fund (Continued)			
Series 2010 B, 2.5% – 5.25% dated June 24, 2010	2011 – 2031	\$ 96,755,000	\$ 44,440,000
Series 2011 A, 2.0% – 5.0% dated August 31, 2011	2012 – 2031	36,535,000	26,060,000
Series 2011 C, 2.0% – 5.0% dated November 30, 2011	2012 – 2031	38,935,000	27,875,000
Series 2012 A, 2.0% – 5.0% dated June 28, 2012	2013 – 2032	40,725,000	26,325,000
Series 2013 A, 2.0% – 5.0% dated May 23, 2013	2014 – 2033	64,030,000	46,090,000
Series 2014 A, 3.0% – 5.0% dated July 24, 2014	2015 – 2032	43,185,000	30,015,000
Series 2015 A, 2.0% – 5.0% dated July 30, 2015	2016 – 2035	27,395,000	23,035,000
Series 2016 A, 3.0% – 5.0% dated June 28, 2016	2017 – 2035	64,840,000	61,425,000
Series 2017 A, 3.0% – 5.0% dated June 27, 2017	2018 – 2031	39,000,000	39,000,000
Series 2017 B, 3.5% – 5.0% dated December 28, 2017	2018 – 2038	<u>43,630,000</u>	<u>43,630,000</u>
		<u>\$ 1,092,735,000</u>	565,375,000
Current portion			<u>35,095,000</u>
Noncurrent portion			<u>\$ 530,280,000</u>

The outstanding Reserve Fund bonds payable will mature in each of the following fiscal years with interest payable semiannually:

<u>Fiscal Year Ending</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2019	\$ 35,095,000	\$ 23,661,433	\$ 58,756,433
2020	36,560,000	22,464,905	59,024,905
2021	36,125,000	20,806,591	56,931,591
2022	36,950,000	19,061,681	56,011,681
2023	34,105,000	17,417,255	51,522,255
2024 – 2028	156,960,000	64,716,112	221,676,112
2029 – 2033	137,715,000	31,728,254	169,443,254
2034 – 2038	73,465,000	10,939,576	84,404,576
2039 – 2041	<u>18,400,000</u>	<u>1,173,025</u>	<u>19,573,025</u>
Total	<u>\$ 565,375,000</u>	<u>\$ 211,968,832</u>	<u>\$ 777,343,832</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

4. Bonds Payable (Continued)

The following summarizes bonds payable activity for the Authority for the year ended June 30, 2018:

	<u>Reserve Fund</u>
Balance, beginning of year	\$ 657,530,000
Issuances, at par	43,630,000
Redemptions:	
Principal payments	(41,340,000)
Bonds refunded (notes 5 and 8)	<u>(94,445,000)</u>
Balance, end of year	\$ <u>565,375,000</u>

The Authority's bonds payable are to be repaid through collection of outstanding loans receivable from institutions and liquidation of reserve fund investments (see note 6). Certain outstanding bonds within the Reserve Fund carry variable interest rates which are reset to market every 7 days. Interest rates were 1.52% at June 30, 2018.

Certain outstanding bonds contain provisions for prepayment at the Authority's option.

5. Conduit Debt

Conduit debt of the Authority consists of bonds outstanding within the General Resolution. The following is a summary of outstanding conduit debt, with original interest rates, at June 30, 2018:

	<u>Original Maturity</u>	<u>Original Amount Issued</u>	<u>Amount Outstanding June 30, 2018</u>
General Resolution:			
Bowdoin College, Series 2008, variable rate, dated March 24, 2008	2027	\$ 20,700,000	\$ 20,700,000
Bowdoin College, Series 2009 A, 5% – 5.125%, dated May 14, 2009	2035 – 2039	98,750,000	64,790,000
Bowdoin College, Series 2009 B, 6.667%, dated May 14, 2009	2035 – 2039	19,750,000	19,750,000
Maine General Health, Series 2011, 4.0% – 7.5%, dated August 11, 2011	2015 – 2041	280,750,000	280,080,000
Maine College of Art, Series 2011, 3.79%, dated November 4, 2011	2012 – 2021	3,300,000	2,500,664
Colby College, Series 2012, 2.0% – 3.625%, dated January 31, 2012	2012 – 2041	27,670,000	23,000,000

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

5. Conduit Debt (Continued)

	<u>Original Maturity</u>	<u>Original Amount Issued</u>	<u>Amount Outstanding June 30, 2018</u>
General Resolution (Continued):			
St. Mary's Hospital, Series 2012, 3.42%, dated May 31, 2012	2013 – 2036	\$ 19,270,000	\$ 17,730,000
St. Joseph's Hospital, Series 2012, 3.43%, dated November 6, 2012	2013 – 2032	13,490,000	10,465,000
Eastern Maine Medical, Series 2013, 3.0% – 5.0%, dated February 13, 2013	2014 – 2043	143,900,000	142,345,000
Bates College, Series 2013, 3.0% – 5.0%, dated November 19, 2013	2014 – 2043	55,410,000	52,990,000
Cedars Nursing Home, Series 2014, 4.02% dated February 27, 2014	2014 – 2039	19,248,000	17,177,000
Penobscot Bay Medical, Series 2014, 3.110%, dated March 31, 2014	2014 – 2024	4,800,000	2,892,800
Mercy Health, Series 2014, 3.07% dated April 4, 2014	2014 – 2036	61,055,000	52,375,000
Colby College, Series 2014 A, 3.0% – 5.0%, dated May 20, 2014	2015 – 2044	66,755,000	66,040,000
Colby College, Series 2014 B, 4.341% – 4.441%, dated May 20, 2014	2026 – 2044	4,665,000	4,665,000
Penobscot Bay Medical, Series 2014, 2.686%, dated September 25, 2014	2015 – 2022	3,125,535	1,895,036
Maine Health, Series 2014, 2.0% – 5.0%, dated January 7, 2015	2015 – 2044	85,105,000	84,375,000
Piper Shores, Series 2015, 2.79%, dated June 17, 2015	2015 – 2030	35,000,000	29,864,715
Bates College, Series 2015, 3.0%-5.0%, dated July 8, 2015	2016 – 2036	27,790,000	26,790,000
Redington Fairview, Series 2016, 2.85%, dated January 20, 2016	2017 – 2031	7,500,000	6,500,000
Eastern Maine Health, Series 2016, 4.0% – 5.0%, dated July 13, 2016	2037 – 2046	170,825,000	170,825,000
University of New England, Series 2017A, 3.0% – 5.0%, dated March 2, 2017	2018 – 2047	46,945,000	46,945,000
St Joseph Hospital, Series 2017A, 3.560%, dated March 21, 2017	2022 – 2047	3,400,000	3,400,000
St Mary's Hospital, Series 2017B, 3.560%, dated March 21, 2017	2022 – 2047	6,000,000	6,000,000
University of New England, Series 2017B, 3.0%-5.0%, dated October 11, 2017	2018 – 2038	40,100,000	40,100,000
Bowdoin College, Series 2017, 5.00%, dated December 28, 2017	2035 – 2039	<u>30,435,000</u>	<u>30,435,000</u>
		<u>\$ 1,295,738,535</u>	<u>\$ 1,224,630,215</u>

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

5. Conduit Debt (Continued)

The following is a summary of conduit debt activity for the year ended June 30, 2018:

Bonds outstanding as of June 30, 2017	\$ 1,201,214,716
Issuances, at par	70,535,000
Redemptions:	
Principal Payments	(13,159,501)
Bonds refunded	<u>(33,960,000)</u>
Bonds outstanding as of June 30, 2018	<u>\$ 1,224,630,215</u>

On December 28, 2017, the Authority issued series 2017 General Resolution tax-exempt bonds in the amount of \$30,435,000 with an average interest rate of 5.0%. A portion of the bonds was used to defease \$33,960,000 of certain maturities within the 2009A General Resolution series. Net proceeds of approximately \$36,422,000, including other sources of funds and after payment of underwriting fees and other issuance costs, were used to purchase U.S. Government securities which will provide for all future debt service payments on defeased bonds. The economic benefits associated with the refunding inure to the respective institutions.

At June 30, 2018, there were approximately \$33,960,000 of defeased bonds remaining outstanding with respect to advance refunded conduit debt of bond issues of the General Resolution.

6. Reserve Funds

The Authority is required to maintain debt service reserve assets which are equal to the maximum amount of principal installments and interest maturing and becoming due in any succeeding calendar year on all loan obligations then outstanding as of such date of calculation. At June 30, 2018, the required debt service reserve within the Reserve Fund was approximately \$60,000,000 and the fair value of the debt service reserve assets totaled approximately \$68,000,000.

In addition, the Authority maintains a supplemental reserve as described in note 1. The fair value of these assets at June 30, 2018 is approximately \$25,500,000.

7. Operating Expenses

The Authority has an arrangement with the Bond Bank which allocates a portion of Bond Bank payroll and general overhead expenses to the Authority. The allocation is based on expenses specifically incurred on behalf of the Authority and the Authority's estimated portion of general overhead. The arrangement is approved annually by the Board through the budgetary approval process. The Authority recognized approximately \$484,000 of expenses under this agreement in fiscal year 2018.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

8. Refunded Issues

In periods of declining interest rates, the Authority has refunded certain bond obligations. The proceeds of any advance refunding bonds are primarily used to purchase U.S. Treasury obligations, the principal and interest on which will be sufficient to pay the principal and interest, when due, of the defeased bonds. Neither the U.S. Treasury obligations nor the defeased bonds are reflected on the accompanying financial statements. The U.S. Treasury obligations are placed in irrevocable trust accounts with the trustees of the defeased bonds. The gains, losses and economic benefits of these transactions inure to the respective Institution and not the Authority, although the Authority may receive an administrative fee.

On December 28, 2017, the Authority issued \$43,630,000 in 2017B reserve resolution fund bonds with an average interest rate of 4.4%, all of which was used to defease \$49,040,000 of certain maturities within the 2007B and 2008C bond series. The net proceeds of approximately \$50,358,000, including other sources of funds and after payment of underwriting fees and other issuance costs, were used to purchase U.S. Government securities which will provide for all future debt service payments on defeased bonds. The economic benefits associated with the refunding inure to the respective institutions.

At June 30, 2018, there were approximately \$75,645,000 of defeased bonds remaining outstanding with respect to all advance-refunding issues within the reserve fund resolution.

9. Notes, Advances and Other Receivables – Operating Fund

At June 30, 2018, the Authority has approximately \$76,000 of outstanding advances to an eligible borrower who paid off its bonds within the Taxable Financing Reserve Fund resolution in prior years. These advances, upon which interest income is recognized only to the extent that cash payments are received, were primarily made to assist this institution in meeting debt service requirements in years prior to fiscal 2018.

The Authority also has approximately \$213,000 of other receivables outstanding within the Operating Fund at June 30, 2018, approximately \$202,000 of which is in relation to semi-annual fees due from institutions within the general bond resolution.

At June 30, 2018, the Authority has established a reserve of \$73,000 related to the above loans, advances and other receivables outstanding.

10. Fair Value Measurements

The Authority generally holds investments until maturity to pay reserve fund bonds as they become due, so fluctuations on the fair value of the investments have a minimal long-term effect. The Authority 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. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Authority has the ability to access.

MAINE HEALTH AND HIGHER EDUCATIONAL FACILITIES AUTHORITY

NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

10. Fair Value Measurements (Continued)

Level 2 – Inputs to the valuation method include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means

If the asset or liability has a specified contractual term, the Level 2 input must be observable for substantially the full-term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Assets and liabilities measured at fair value are based on one or more of three valuation techniques. The three valuation techniques are as follows:

- *Market approach* – Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities;
- *Cost approach* – Amount that would be required to replace the service capacity of an asset (i.e., replacement cost); and
- *Income approach* – Techniques to convert future amounts to a single present amount based on market expectations (including present value techniques).

Each asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measurement at fair value:

Cash equivalents: Fair value approximates the relative book values at June 30, as these financial instruments have short maturities.

Guaranteed Investment Contracts: Fair value approximates cost as the Authority can withdraw funds at par during the contract period.

U.S. Government-sponsored enterprises bonds and notes and municipal bonds: Fair value is determined based on quoted prices in active markets, or by using broker or dealer quotations, external pricing providers, or alternative pricing sources with reasonable levels of price transparency.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Authority believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

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NOTES TO FINANCIAL STATEMENTS

Year Ended June 30, 2018

10. Fair Value Measurements (Continued)

The following table sets forth by level, within the fair value hierarchy, the Authority's assets carried at fair value on a recurring basis as of June 30, 2018:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<u>Operating Fund</u>				
U.S. Government-sponsored enterprises bonds and notes	\$ <u>—</u>	\$ <u>15,961,141</u>	\$ <u>—</u>	\$ <u>15,961,141</u>
<u>Reserve Fund</u>				
Investments held by trustee:				
Cash equivalents	\$ 28,465,283	\$ —	\$ —	\$ 28,465,283
U.S. Government-sponsored enterprises bonds and notes	—	3,491,421	—	3,491,421
Municipal bonds	—	55,433,256	—	55,433,256
Guaranteed investment contracts	<u>—</u>	<u>4,317,017</u>	<u>—</u>	<u>4,317,017</u>
	<u>\$ 28,465,283</u>	<u>\$ 63,241,694</u>	<u>\$ —</u>	<u>\$ 91,706,977</u>
Supplemental reserve investments:				
Cash equivalents	\$ 70,982	\$ —	\$ —	\$ 70,982
U.S. Government-sponsored enterprises bonds and notes	<u>—</u>	<u>25,381,773</u>	<u>—</u>	<u>25,381,773</u>
	<u>\$ 70,982</u>	<u>\$ 25,381,773</u>	<u>\$ —</u>	<u>\$ 25,452,755</u>

11. Subsequent Events

On July 18, 2018, the Authority issued \$175,260,000 of bonds for Maine Medical Center under the General Bond resolution with an average interest rate of 4.78% and a final maturity date of September 30, 2048. The debt of the General Bond resolution is considered conduit debt and neither the Authority nor the State of Maine is under obligation for repayment.

On August 1, 2018, the Authority issued \$4,500,000 of bonds for John F. Murphy homes under the General Bond resolution with an average interest rate of 5.5% and a final maturity date of February 1, 2039. The debt of the General Bond resolution is considered conduit debt and neither the Authority nor the State of Maine is under obligation for repayment.

On August 1, 2018, the Authority issued \$36,735,000 of bonds for Maine Medical Center under the General Bond resolution with an average interest rate of 4.91% and a final maturity date of July 1, 2036. The debt of the General Bond resolution is considered conduit debt and neither the Authority nor the State of Maine is under obligation for repayment.

On September 26, 2018, the Authority committed up to \$2,850,000 of bonds for Maine College of Arts under the General Bond resolution with a variable interest rate and final maturity of September 1, 2043. The debt of the General Bond resolution is considered conduit debt and neither the Authority nor the State of Maine is under obligation for repayment.