

NEW ISSUE –
BOOK-ENTRY ONLY

RATINGS (See “Ratings” herein):
S&P: BBB+
Fitch: BBB

In the opinion of Co-Bond Counsel, under existing law, interest on the Series 2014 Bonds is excluded from gross income of the owners for Federal income tax purposes, and interest on the Series 2014 Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals or corporations, except that interest on the Series 2014 Bonds will be included in a corporate taxpayer’s “adjusted current earnings” for purposes of computing its federal alternative minimum tax. Under the Act, the Series 2014 Bonds are exempt from all taxation in Louisiana for state, parish, municipal or other local purposes. See “Tax Exemption” herein and the proposed form of opinion of Co-Bond Counsel attached hereto as APPENDIX F.



CITY OF NEW ORLEANS, LOUISIANA

\$103,525,000
Water Revenue and Refunding Bonds
Series 2014



Dated: Date of Delivery

Due: As shown on the inside cover

The City of New Orleans, Louisiana (the “City”), is issuing the Water Revenue and Refunding Bonds, Series 2014 (the “Series 2014 Bonds”), on behalf of the Sewerage and Water Board of New Orleans (the “Board”) for the purpose of: (i) refunding the Prior Bonds; (ii) paying the costs of the Project; (iii) funding a deposit to the Debt Service Reserve Fund; (iv) funding capitalized interest for the Series 2014 Bonds; and (v) paying costs of issuance. The Series 2014 Bonds are being sold by the Board of Liquidation, City Debt, a body corporate that serves as the custodian for the Board.

The Series 2014 Bonds are being initially issued as fully registered bonds, in authorized denominations of \$5,000 or any integral multiple thereof, and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York. DTC will act as securities depository for the Series 2014 Bonds. Purchasers of the Series 2014 Bonds will not receive certificates representing their interest in the Series 2014 Bonds purchased. Purchases of the Series 2014 Bonds will be made only in book-entry form in authorized denominations by credit to participating broker-dealers and other institutions on the books of DTC, as described herein. Principal of and interest on the Series 2014 Bonds is payable by the Paying Agent to DTC, which will remit such payments to the Direct Participants for the Beneficial Owners of the Series 2014 Bonds in accordance with its normal procedures, as described herein.

The Series 2014 Bonds maturing December 1, 2025, and thereafter, are callable for optional redemption by the Board in whole or in part at any time on or after December 1, 2024, and if less than a full maturity, then by lot within such maturity, at a redemption price equal to the principal amount of the Series 2014 Bonds to be redeemed plus accrued interest to the redemption date.

The Series 2014 Bonds are subject to mandatory sinking fund redemption, as more fully set forth in this Official Statement.

Principal of the Series 2014 Bonds is payable at the principal corporate trust office of Whitney Bank in the City of New Orleans, Louisiana, as Paying Agent. Interest on the Series 2014 Bonds (payable December 1, 2014, and semiannually thereafter on each June 1 and December 1) is payable by check mailed to the Beneficial Owners, and, at certain times, at the option of any such Owner of not less than \$1,000,000 in principal amount of Series 2014 Bonds, by wire transfer.

The Series 2014 Bonds are being issued under the General Water Revenue Bond Resolution of the Board and the First Supplemental Water Revenue Bond Resolution thereto, and are secured by and payable solely from Net Revenues of the System on a parity with Additional Bonds and other Senior Debt that may be issued in the future. **The Series 2014 Bonds do not constitute a general obligation of the City, and neither the credit nor the taxing power of the City is pledged to the payment thereof, or any part thereof, or to the payment of any interest thereon.**

The Maturity Schedule for the Series 2014 Bonds appears on the inside cover of this Official Statement.

The Series 2014 Bonds are offered when, as and if issued by the Issuer and accepted by the Underwriters, subject to prior sale, withdrawal or modification of such offer without notice, and subject to the joint approving opinions of Foley & Judell, L.L.P. and Auzenne & Associates, L.L.C., each of New Orleans, Louisiana, Co-Bond Counsel. Certain legal matters will be passed upon for the Underwriters by Squire Patton Boggs (US) LLP and Breazeale, Sachse & Wilson, L.L.P., Baton Rouge, Louisiana, Co-Underwriters’ Counsel. Certain legal matters will be passed upon for the Board by Nolan P. Lambert, New Orleans, Louisiana, special counsel to the Board. It is expected that the Series 2014 Bonds will be delivered in book-entry only form to DTC on or about July 2, 2014, against payment therefor.

Goldman, Sachs & Co.
Loop Capital Markets

BofA Merrill Lynch
Raymond James

Morgan Stanley
Stephens Inc.

The date of this Official Statement is June 18, 2014. This cover page contains information for quick reference only and is not a summary of this issue. Investors must read the entire Official Statement to obtain information essential to the making of an informed investment decision.

MATURITY SCHEDULE

\$103,525,000 Water Revenue and Refunding Bonds, Series 2014 (Base CUSIP No. 647753)

<u>Due December 1</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Price</u>	<u>CUSIP*</u>	<u>Due December 1</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Price</u>	<u>CUSIP*</u>
2016	\$ 325,000	5.00%	109.515	KD3	2023	\$2,230,000	5.00%	112.966	KL5
2017	2,540,000	5.00	111.816	KE1	2024	2,345,000	5.00	112.900	KM3
2018	2,660,000	5.00	113.336	KF8	2025	2,460,000	5.00	111.513**	KN1
2019	2,800,000	5.00	113.832	KG6	2026	2,585,000	5.00	110.419**	KP6
2020	2,930,000	5.00	113.775	KH4	2027	2,715,000	5.00	109.606**	KQ4
2021	3,070,000	5.00	113.773	KJ0	2028	2,850,000	5.00	109.068**	KR2
2022	3,225,000	5.00	113.261	KK7	2029	2,990,000	5.00	108.268**	KS0

\$17,355,000 5.00% Term Bonds due December 1, 2034; Price 106.254**; CUSIP* No. 647753 KT8

\$50,445,000 5.00% Term Bonds due December 1, 2044; Price 104.710**; CUSIP* No. 647753 KU5

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** Priced to the first par call date of December 1, 2024.

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CITY OF NEW ORLEANS, LOUISIANA

MAYOR

Mitchell J. Landrieu

CITY COUNCIL

Stacy S. Head, Councilmember at Large, Council President
Jason R. Williams, Councilmember at Large, Council Vice President
Susan G. Guidry, Councilmember District "A"
LaToya Cantrell, Councilmember District "B"
Nadine Ramsey, Councilmember District "C"
Jared Brossett, Councilmember District "D"
James Austin Gray II, Councilmember District "E"

BOARD OF LIQUIDATION, CITY DEBT

Mary K. Zervigon, President

Richard P. Wolfe, Vice President

Mitchell J. Landrieu, Mayor, *ex officio*

Jason R. Williams, *ex officio*

Alan C. Arnold, member

Wm. Raymond Manning, member

Stacy S. Head, *ex officio*

Mark M. Moody, member

Henry F. O'Connor, Jr., member

David W. Gernhauser, *Secretary*

SEWERAGE AND WATER BOARD OF NEW ORLEANS

Board of Directors

Mitchell J. Landrieu, Mayor, President

Alan C. Arnold

Robin Barnes

Marion Bracy

Tamika Duplessis

Scott Jacobs

William Raymond Manning, President Pro-Tem

Kerri Kane

Mark M. Moody

Joseph Peychaud

Kimberly Thomas

Executive Staff

Robert K. Miller, Interim Executive Director

Madeline F. Goddard, Deputy General Superintendent

Joseph R. Becker, General Superintendent

Nolan P. Lambert, Special Counsel

Consultants and Advisors

Foley & Judell, L.L.P.

Auzenne & Associates, L.L.C.

Black & Veatch Corporation

Raftelis Financial Consultants, Inc.

Postlethwaite & Netterville

Public Financial Management, Inc.

CLB Porter, L.L.C.

Paciera, Gautreau & Priest, L.L.C.

Beirne, Maynard & Parsons, L.L.P.

Co-Bond Counsel

Co-Bond Counsel

Consulting Engineer

Financial Consultant

Auditors for the Sewerage and Water Board of New Orleans

Co-Financial Advisor to the Board of Liquidation, City Debt

Co-Financial Advisor to the Board of Liquidation, City Debt

Auditors for the Board of Liquidation, City Debt

Counsel to the Board of Liquidation, City Debt

IMPORTANT NOTICES

This Official Statement is provided in connection with the issuance of the Series 2014 Bonds referred to herein and may not be reproduced or be used, in whole or in part, for any other purpose. The information contained in this Official Statement has been derived from information provided by the Board, the City, the Board of Liquidation and other sources which are believed to be reliable. Additional information, including financial information, concerning the Board, the City, or the Board of Liquidation is available from each entity's respective website. Any such information that is inconsistent with the information set forth in this Official Statement should be disregarded.

No dealer, broker, salesperson or other person has been authorized by the Board, the City, the Board of Liquidation or the Underwriters to give any information or to make any representations with respect to this offering, other than as contained in this Official Statement and, if given or made, such other information or representations must not be relied upon as having been authorized by the Board, the City, the Board of Liquidation or the Underwriters. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Series 2014 Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information and expressions of opinion contained herein are subject to change without notice and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in such information since the date thereof.

The Underwriters have provided the following sentence for inclusion in this Official Statement. The Underwriters have reviewed the information in this Official Statement in accordance with, and as part of, their respective responsibilities to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriters do not guarantee the accuracy or completeness of such information.

THE SERIES 2014 BONDS HAVE NOT BEEN REGISTERED WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, IN RELIANCE UPON EXCEPTIONS CONTAINED IN THE ACT. NEITHER THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THE SERIES 2014 BONDS OR PASSED UPON THE ACCURACY OR ADEQUACY OF THIS OFFICIAL STATEMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

IN CONNECTION WITH THIS OFFERING, THE UNDERWRITERS MAY OVER ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE SERIES 2014 BONDS AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

THIS OFFICIAL STATEMENT IS BEING PROVIDED TO PROSPECTIVE PURCHASERS EITHER IN BOUND PRINTED FORM ("ORIGINAL BOUND FORMAT") OR IN ELECTRONIC FORMAT ON THE FOLLOWING WEBSITE:

WWW.IMAGEMASTER.COM. THIS OFFICIAL STATEMENT MAY BE RELIED UPON ONLY IF IT IS IN ITS ORIGINAL BOUND FORMAT OR AS PRINTED IN ITS ENTIRETY DIRECTLY FROM SUCH WEBSITE.

**Cautionary Statements Regarding Forward-Looking
Statements in this Official Statement**

This Official Statement is marked with a dated date and speaks only as of that dated date. Readers are cautioned not to assume that any information has been updated beyond the dated date except as to any portion of the Official Statement that expressly states that it constitutes an update concerning specific recent events occurring after the dated date of the Official Statement. Any information contained in the portion of the Official Statement indicated to concern recent events speaks only as of its date. The City, the Board of Liquidation and the Board expressly disclaim any duty to provide an update of any information contained in this Official Statement, except as agreed upon by said parties pursuant to the Continuing Disclosure Certificate included herein as APPENDIX G.

The information contained in this Official Statement may include forward-looking statements by using forward-looking words such as “may,” “will,” “should,” “expects,” “believes,” “anticipates,” “estimates,” “budgets” or others. The reader is cautioned that forward-looking statements are subject to a variety of uncertainties that could cause actual results to differ from the projected results. Those risks and uncertainties include general economic and business conditions, and various other factors which are beyond the control of the City, the Board of Liquidation and the Board.

This Official Statement contains projections of revenues, expenditures and other matters. Because the City, the Board of Liquidation and the Board cannot predict all factors that may affect future decisions, actions, events or financial circumstances, what actually happens may be different from what is included in forward-looking statements.

OFFICIAL STATEMENT
CITY OF NEW ORLEANS, LOUISIANA

\$103,525,000
Water Revenue and Refunding Bonds
Series 2014

INTRODUCTION

General

This Official Statement, including the cover page and the appendices hereto (the “Official Statement”), of the City of New Orleans, Louisiana (the “Issuer” or the “City”), provides information with respect to the captioned Water Revenue and Refunding Bonds, Series 2014 (the “Series 2014 Bonds”). The Series 2014 Bonds are being issued by the City, for and on behalf of the Sewerage and Water Board of New Orleans (the “Board”) pursuant to the Act (hereinafter defined) and pursuant to the General Water Revenue Bond Resolution adopted by the Board on May 21, 2014 (the “General Resolution”), and the First Supplemental Water Revenue Bond Resolution (the “First Supplemental Resolution” and, together with the General Resolution, the “Series 2014 Bond Resolution”), adopted by the Board on May 21, 2014. The General Resolution and the First Supplemental Resolution were approved by the Council of the City of New Orleans (the “City Council”) by resolution adopted on June 5, 2014, and by the Board of Liquidation, City Debt (the “Board of Liquidation”) by resolution adopted on May 29, 2014.

Capitalized terms used in this Official Statement and not otherwise defined herein shall have the meanings ascribed thereto in APPENDIX E – “GENERAL BOND RESOLUTION – Definitions.” Reference in this Official Statement to owner, holder, registered owner, Series 2014 Bondholder or Series 2014 Bond owner means the registered owner of the Series 2014 Bonds determined in accordance with the Series 2014 Bond Resolution.

The Series 2014 Bonds are being issued in the name of the City, for and on behalf of the Board, an independent board of the City created by state statute and charged with maintaining and operating a public sanitary sewerage system (the “Sewerage System”), a water treatment and distribution system (the “Water System” or the “System”), and a drainage system (the “Drainage System”) for the City. The Series 2014 Bonds are being issued for the benefit of the Water System.

The Series 2014 Bonds are being sold by the Board of Liquidation, a body corporate created by the Louisiana Legislature in 1880 and which serves as custodian to several agencies of the City, including the Board. Pursuant to State statute, the Board of Liquidation is responsible for fixing the details of the Series 2014 Bonds and is also responsible for holding and investing debt service funds and reserve funds and for paying principal of and interest on the Series 2014 Bonds solely from Net Revenues transferred monthly to the Board of Liquidation by the Board.

This Official Statement includes brief descriptions of the Issuer, the Board, the Board of Liquidation, the Series 2014 Bonds, the Series 2014 Bond Resolution, the Act (hereinafter defined), and other proceedings. Such descriptions and the summaries of and references to all documents,

statutes, reports and other instruments referred to herein do not purport to be comprehensive or definitive, and each such document, statute, report or instrument is qualified in its entirety by reference to each such document, statute, report or instrument, copies of which are available from the Board. All references to the Series 2014 Bonds are qualified in their entirety by reference to the definitive forms thereof and the information with respect thereto contained in the General Resolution. Insofar as any statements are made in this Official Statement involving matters of opinion, regardless of whether expressly so stated, they are intended merely as such and not as representations of fact.

Additional information about the Issuer is included in APPENDIX A hereto. Audited financial statements of the Board for the year ended December 31, 2013, are included in APPENDIX B. The Financial Feasibility Report for the Water System by Raftelis Financial Consultants, Inc. is included in APPENDIX D. The Engineering Report for the Water System by Black & Veatch Corporation is included in APPENDIX C. The proposed form of the joint opinion of Foley & Judell, L.L.P. and Auzenne & Associates, L.L.C., Co-Bond Counsel, is included in APPENDIX F hereto.

The information in this Official Statement is subject to change without notice, and neither the delivery of this Official Statement, nor any sale made hereunder shall under any circumstances create an implication that there has been no change in the affairs of the Board since the date hereof. This Official Statement is not to be construed as a contract or agreement between the Board, the City or the Underwriters and the purchasers or owners of any of the Series 2014 Bonds.

Inquiries regarding information about the Board and the financial matters contained in this Official Statement may be directed to the Interim Executive Director of the Board at (504) 585-2202.

Sewerage Service Revenue and Refunding Bonds

Concurrently with the issuance of the Series 2014 Bonds, the City expects to issue a series of City of New Orleans Sewerage Service Revenue and Refunding Bonds (the “Sewer Revenue Bonds”), Series 2014, for the benefit of the Board, pursuant to the General Sewerage Service Revenue Bond Resolution, adopted by the Board on May 21, 2014, and a First Supplemental Sewerage Revenue Bond Resolution adopted by the Board on May 21, 2014, and by the City and the Board of Liquidation on June 5, 2014, and May 29, 2014, respectively. The Sewer Revenue Bonds will not be issued under or secured by the General Resolution or by any pledge of Net Revenues or the Funds created therein. See “DEBT STATEMENT – Revenue Bonds of the Board.”

Authorization and Purpose of the Series 2014 Bonds

Pursuant to the First Supplemental Resolution, the Board authorized the issuance and sale of the Series 2014 Bonds in an aggregate principal amount not to exceed \$115,000,000 for the purpose of: (A) refunding all of the Issuer’s (i) \$5,570,000 of outstanding Water Revenue Bonds, Series 1998, dated December 1, 1998; and (ii) \$22,085,000 of outstanding Water Revenue Bonds, Series 2002, dated October 1, 2002 (together, the “Prior Bonds”), and (B) paying the costs of the

Project (as defined in the General Resolution). See “CAPITAL IMPROVEMENT PROGRAM – Proposed Capital Improvement Program.” A portion of the proceeds of the Series 2014 Bonds will also be used to fund a deposit to the Debt Service Reserve Fund, fund capitalized interest and pay the costs of issuance.

Upon the issuance of the Series 2014 Bonds and the delivery of the Escrow Deposit (as defined below) to the Escrow Agent (as defined below), the 1986 General Water Bond Resolution (as defined below) will be defeased and all bonds issued thereunder will be deemed paid, discharged, and retired. The Series 2014 Bonds and any Additional Bonds shall be issued under the General Resolution. See “SECURITY AND SOURCE OF PAYMENT – Additional Bonds and Other Parity Senior Indebtedness.”

SECURITY AND SOURCE OF PAYMENT

The Series 2014 Bonds are special and limited obligations of the City and are authorized by Section 4121 of Title 33, and Part XIV, Chapter 4 of Title 39, of the Louisiana Revised Statutes of 1950, as amended (the “Act”) and other statutory and constitutional authority, and the Series 2014 Bond Resolution. The General Resolution also permits Other Senior Parity Indebtedness to be secured on a parity with Bonds, and permits Subordinate Debt to be secured on a basis subordinate to the Bonds. The Series 2014 Bonds and any Other Senior Parity Indebtedness are collectively referred to herein as the “Bonds.”

Pledge of Net Revenues

The Series 2014 Bonds are secured by and payable solely from the Net Revenues of the Water System and certain funds and accounts held under the General Resolution. As defined in the General Resolution, “Net Revenues” means, for any period of computation, Revenues less Operating Expenses for that period. For the General Resolution’s definitions of “Revenues” and “Operating Expenses,” see APPENDIX E – “GENERAL BOND RESOLUTION – Definitions.”

The Series 2014 Bonds do not constitute a general obligation of the City, and neither the credit nor the taxing power of the City is pledged to the payment thereof, or any part thereof, or to the payment of any interest thereon. The revenues of the Sewerage System and the Drainage System are not pledged as security for the payment of the Series 2014 Bonds.

Special Funds and Application of Revenues

The General Resolution establishes the following Funds and Accounts to be held by the Board of Liquidation (each such Fund or Account is subject to the lien of the General Resolution):

- Debt Service Fund, in which there shall be established an Interest Account, a Principal Account and a Sinking Fund Account, and a separate subaccount in each Account with respect to (i) all Series of Common Debt Service Reserve Secured Bonds, (ii) each Series of Separately Secured Debt Service Reserve Fund Bonds and (iii) each incurrence of Senior Parity Indebtedness;

- Debt Service Reserve Fund, in which there shall be established (i) a Series Debt Service Reserve Account for all Series of Common Debt Service Secured Bonds, and (ii) as applicable, a Series Debt Service Reserve Account for each Series of Bonds that has a Separate Series Debt Service Reserve Requirement;
- Subordinate Debt Service Fund;
- Subordinate Debt Service Reserve Fund;
- Redemption Fund; and
- Construction Fund.

In addition, the General Resolution establishes the following Funds to be held by the Board (unless otherwise noted, each such Fund is subject to the lien of the General Resolution):

- Revenue Fund;
- Operating Fund (not subject to the lien of the General Resolution);
- Operating Reserve Fund;
- Rate Stabilization Fund; and
- Water System Fund.

Pursuant to the General Resolution, all Revenues shall be deposited in the Revenue Fund to be held by the Board; provided, however, that upon an Event of Default, the Board will transfer all amounts in all Board-held funds (other than the Operating Fund) to the Board of Liquidation, and the Board of Liquidation shall hold such moneys in trust for the Holders.

No later than the 20th day of each month, the Board shall transfer from the Revenue Fund to the Operating Fund an amount sufficient to pay Operating Expenses incurred during such month. Thereafter, Net Revenues shall be disbursed no later than the 20th day of each month in the following order (except that no distinction or preference shall exist in making the required deposits of Net Revenues in the Interest Account, the Principal Account or the Sinking Fund Account of the Debt Service Fund, such accounts being on a parity with each other as to payment from Net Revenues):

- i. To the subaccounts in the Interest Account of the Debt Service Fund for each Series of Bonds or Other Senior Parity Indebtedness (if issued under a Supplemental Resolution), an amount equal to 1/6 of the amount falling due on the next interest payment date for such Series of Bonds or Other Senior Parity Indebtedness (if issued under a Supplemental Resolution).
- ii. To the subaccounts of the Principal Account of the Debt Service Fund for each Series of Bonds or Other Senior Parity Indebtedness (if issued under a Supplemental Resolution), an amount equal to 1/12 of the amount falling due on the next principal payment date or sinking fund redemption date, or such other proportionate amount as shall be necessary to ensure monthly deposits for the payment in full of principal when due with respect to each Series of Bonds and Other Senior Parity Indebtedness (if issued under a Supplemental Resolution).
- iii. To the applicable Account of the Debt Service Reserve Fund for each Series of Bonds the amounts, if any, necessary to restore the amount of deposit therein to

the related Series Debt Service Reserve Requirement or reimburse the provider of any Credit Facility deposited in the Debt Service Reserve Fund.

- iv. To the Subordinate Debt Service Fund with respect to each Subordinate Debt issue, the amounts equal to the deposits to such Funds and Accounts therein required by the related Supplemental Resolution or other documents evidencing such debt.
- v. To the Subordinate Debt Service Reserve Fund with respect to each Subordinate Debt issue the amounts, if any, necessary to restore the amount on deposit therein to the related Subordinate Debt Debt Service Reserve Requirement.
- vi. To the Operating Reserve Fund, the amounts, if any, necessary to restore the amounts on deposit therein to the Operating Reserve Requirement, which requirement shall be funded within 24 months of any withdrawal and replenished by depositing 1/24 of the Operating Reserve Requirement on the last Business Day of each month after such withdrawal, as necessary.
- vii. To the Water System Fund, any moneys remaining in the Revenue Fund after the transfers required by (i) through (vi) above have been made. To the extent that moneys in the Debt Service Fund are insufficient to make the required principal and interest payments on Senior Debt, then moneys in the Water System Fund, the Operating Reserve Fund, the Subordinate Debt Service Fund, any Subordinate Debt Service Reserve Fund, and the Debt Service Reserve Fund, in that order, shall be used to cure any such deficiencies. If not needed to cure any deficiencies, moneys in the Water System Fund may be used for any authorized purpose. Notwithstanding the foregoing, moneys on deposit in the Water System Fund shall be used:
 - a. on January 15 and July 15 of each year through July 15, 2026, to pay an amount to the Board of Liquidation necessary to make principal and interest payments related to CEA GO Zone Indebtedness; and
 - b. to make required DPW Payments, when due.

For more information regarding the General Resolution's treatment of each of the above Funds (and, if applicable, the accounts therein), the required deposits to the Funds, and the required or permitted use of the moneys in the Funds, see APPENDIX E – "GENERAL BOND RESOLUTION – Revenues and Funds."

Debt Service Reserve Fund

The General Resolution establishes a Debt Service Reserve Fund that is held by the Board of Liquidation. The Series 2014 Bonds will constitute Common Debt Service Reserve Secured Bonds under the General Resolution. As a result of that designation, the payment of principal of and interest on the Series 2014 Bonds is further secured, together with any Additional Bonds that are also Common Debt Service Reserve Secured Bonds, by a Series Debt Service Reserve Account in the Debt Service Reserve Fund required to be funded at the Common Debt

Service Reserve Requirement, which is the least of (i) 10% of the aggregate original stated Principal Amount of all Common Debt Service Reserve Secured Bonds (provided that if any Common Debt Service Reserve Secured Bonds have more than a de minimis (2%) amount of original issue discount or premium, the issue price of such Common Debt Service Reserve Secured Bonds (net of pre-issuance accrued interest) is used to measure the 10% limitation in lieu of its stated Principal Amount), (ii) the maximum amount of aggregate Annual Debt Service on all Common Debt Service Reserve Secured Bonds in any Fiscal Year, or (iii) 125% of average aggregate Annual Debt Service on all Common Debt Service Reserve Secured Bonds.

The Supplemental Resolution for any Series of Additional Bonds may designate those Bonds as either Common Debt Service Reserve Secured Bonds or as Separate Series Debt Service Reserve Secured Bonds with a Separate Series Debt Service Reserve Requirement. The holders of Separate Series Debt Service Reserve Secured Bonds will have no right to or claim on the Series Debt Service Reserve Account for the Common Debt Service Reserve Secured Bonds.

Rate Covenant and Financial Forecast

The General Bond Resolution includes the Board's Rate Covenant, i.e., the obligation of the Board to fix, charge, collect and revise rates, fees and other charges for the use of, and the services furnished by, the System sufficient to cause Rate Covenant Net Revenues (i.e., Net Revenues inclusive of transfers from the Rate Stabilization Fund to the Revenue Fund, but exclusive of transfers to the Rate Stabilization Fund from the Revenue Fund) to meet the following three independent requirements of the General Resolution:

- Rate Covenant Net Revenues shall be sufficient in each Fiscal Year (the "Tested Fiscal Year") to pay (i) the amount required to pay Annual Debt Service on Senior Debt in such Fiscal Year, (ii) any amount necessary to be deposited in any Series Debt Service Reserve Account to restore the amount on deposit therein to the applicable Series Debt Service Reserve Requirement, (iii) the amount required to pay Annual Debt Service on Subordinate Debt in such Fiscal Year (including reserves in connection therewith and the required restoration thereof), (iv) any amount necessary to be deposited in the Operating Reserve Fund to maintain the required balances therein and (v) all other amounts which the Board may by law or contract be obligated to pay.
- Rate Covenant Net Revenues shall be sufficient in each Fiscal Year to be at least equal to each of the following: (i) 125% of the Annual Debt Service with respect to Senior Debt for such Fiscal Year; and (ii) 110% of the aggregate Annual Debt Service with respect to Senior Debt and Subordinate Debt for such Fiscal Year.
- Rate Covenant Net Revenues excluding transfers from the Rate Stabilization Fund to the Revenue Fund (as provided in the General Resolution) and the proceeds of Grants shall at least equal 100% of Annual Debt Service on Senior Debt and Subordinate Debt for such Fiscal Year.

In the event a failure by the Board to meet the Rate Covenant becomes an Event of Default, the Board of Liquidation is empowered by statute to compel the application of such rates and charges by appropriate judicial proceedings. For more detailed description of the Rate Covenant and of the Consequences of the Board's Failure to meet the Rate Covenant for any Fiscal Year, see APPENDIX E – "GENERAL BOND RESOLUTION – Revenues and Funds."

Financial information, including projections and projected debt service coverage levels, are included in “FINANCIAL OPERATIONS – Historical Financial Operations; – Projected Financial Operations; – Debt Service Requirements.”

Additional Bonds and Other Parity Senior Indebtedness

Additional Bonds may be issued from time to time for the benefit of the Water System. Any Additional Bonds shall be issued pursuant to the terms of the General Resolution, and as authorized by a Supplemental Resolution. Before the issuance and authentication of any such Additional Bonds, the General Resolution requires the Board to deliver various documents to the Board of Liquidation, including a certificate of (i) a Qualified Independent Consultant, stating that based on the Board’s financial records for a Test Period, the Board would have been able to meet the Rate Covenant, taking into account (a) the maximum Annual Debt Service on the proposed Series of Additional Bonds in the current or any future Fiscal Year, (b) the Additional Net Revenues from the rates, fees and other charges adjusted to reflect any rate increases that had not been in effect throughout the Test Period but that have been approved by the Board, the Board of Liquidation, and the City at the time of the delivery of the proposed Series of Additional Bonds to go into effect within the following five years; and (c) additional Net Revenues that the Board may realize from the addition to the System of the assets it proposes to finance through the issuance of the proposed Series of Additional Bonds or other funding sources within the following five years, or (ii) an Authorized Officer of the Board stating that, based on the Board’s financial records for a Test Period, the Board would have been able to meet the Rate Covenant, taking into account the maximum annual Debt Service on the proposed Series of Additional Bonds in the current or any future Fiscal Year. In making such certifications, the Authorized Officer of the Board or the Qualified Independent Consultant shall determine and utilize the Additional Indebtedness Test Net Revenues in place of the Rate Covenant Net Revenues in determining whether the Board would have been able to meet the Rate Covenant.

As part of the Board’s Capital Improvement Program (defined below), the Board anticipates the issuance of Additional Bonds. For a discussion of the Capital Improvement Program and the sources from which the Board anticipates funding costs of the Capital Improvement Program, see “CAPITAL IMPROVEMENT PROGRAM.”

For a more detailed description of the General Resolution’s requirements and conditions for the issuance of Additional Bonds and for the issuance or incurrence of Other Senior Parity Indebtedness or Subordinate Debt, see APPENDIX E – “GENERAL BOND RESOLUTION – Issuance of Bonds – Conditions for Issuing Bonds.”

Capital Improvement Program

The Board utilizes a ten-year Capital Improvement Program (the “Capital Improvement Program” or “CIP”) to plan and manage the capital investments necessary to fulfill its service missions, comply with local, state, and federal regulatory requirements, and maintain and improve its wastewater systems. The Board updates the CIP annually. The Board intends to fund the costs of the CIP from a variety of sources, including the proceeds of the Series 2014 Bonds, proceeds from Additional Bonds, grants, certain operating revenues, and any other funds that may be properly used to fund the CIP. As more fully described in this Official Statement, the Board

estimates the current cost of the Capital Improvement Program to be \$836 million between fiscal years 2014 to 2023. The Board approved the 2014-2023 Capital Improvement Program on December 18, 2013. See “CAPITAL IMPROVEMENT PROGRAM – Proposed Capital Improvement Program.”

Security Interest

The Board in the Series 2014 Bond Resolution pledges the Net Revenues of the Water System and certain funds and accounts held under the General Resolution as security for the Series 2014 Bonds. See “SECURITY AND SOURCE OF PAYMENT – Pledge of Revenues” herein. Pursuant to Section 39:1430.1 of the Louisiana Revised Statutes of 1950, as amended, the Net Revenues of the Water System so pledged and then or thereafter received by the Board, the Board of Liquidation, the Issuer or the Paying Agent (hereinafter defined) shall be subject to the lien of such pledge. The lien of the Bondholders on the Net Revenues of the Water System is a first priority lien, and no filing is required under Chapter 9 of the Uniform Commercial Code as enacted in the State of Louisiana (“Chapter 9”).

Section 39:1430.1 of the Louisiana Revised Statutes of 1950, as amended, states in pertinent part as follows:

Any pledge of and grant of security interest in taxes, income, revenues, monies, ... or receipts ... made by a public entity in connection with the issuance of securities shall be valid, binding, and perfected from the time when the pledge is made. The taxes, income, revenues, monies ... or receipts ... so pledged and then held or thereafter received by the public entity or any fiduciary shall immediately be subject to the lien of such pledge and security interest without any physical delivery thereof or further act, and the lien of such pledge and security interest shall be first priority and valid and binding as against all parties having claims of any kind in tort, contract, or otherwise against the public entity, whether or not such parties have notice thereof.... No filing with respect to such pledge and security interest made by a public entity need be made under Chapter 9 ... for the perfection or priority of such pledge and security interest.

PLAN OF REFUNDING

Pursuant to the General Water Revenue Bond Resolution dated October 25, 1986 (the “1986 General Water Bond Resolution”), as amended and supplemented from time to time, the Board issued the Prior Bonds, which are outstanding in the amount of \$27,655,000 as of the date of this Official Statement. Pursuant to a Defeasance and Escrow Deposit Agreement (the “Escrow Agreement”), to be dated the date of delivery of the Series 2014 Bonds, a portion of the net proceeds of the Series 2014 Bonds will be deposited with the Whitney Bank, as escrow agent (the “Escrow Agent”) as further provided in the General Resolution and the Escrow Agreement (the “Escrow Deposit”). A portion of the Escrow Deposit may be used, in accordance with the Escrow Agreement, to purchase certain direct noncallable obligations of the United States of America having such maturities or redemption dates and interest payment dates and bearing such interest as will be, without further investment or reinvestment of either the principal amount thereof or the interest earnings thereon, sufficient, together with any other moneys remaining with the Escrow

Agent after such purchase, for the payment of all principal of, and premium and interest on, the Prior Bonds through the earliest optional redemption date for such Bonds. The remainder of the Escrow Deposit will be held by the Escrow Agent in cash, in accordance with the Escrow Agreement. Upon the purchase of any such direct noncallable obligations of the United States of America and the deposit of the cash portion of the Escrow Deposit with the Escrow Agent, according to the terms of the 1986 General Water Bond Resolution, the Prior Bonds will be deemed paid and discharged.

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SOURCES AND USES OF FUNDS

The sources and uses of the proceeds of the Series 2014 Bonds are as follows:

Sources of Funds

	<u>Series 2014 Bonds</u>
Par Amount	\$103,525,000.00
Net Original Issue Premium	7,699,182.65
Contributed funds transferred from reserve or sinking funds for Prior Bonds	4,076,210.62
TOTAL	\$115,300,393.27

Uses of Funds

Deposit to Escrow Fund for Prior Bonds	\$ 27,884,012.09
Deposit to Construction Fund*	78,676,250.00
Deposit to Debt Service Reserve Fund	7,700,000.00
Costs of Issuance **	1,040,131.18
TOTAL	\$115,300,393.27

* Includes capitalized interest of \$1,676,250.00.

** Includes underwriters' discount, legal, financial advisory and other required fees and costs

THE SERIES 2014 BONDS

Authority for Issue

The Series 2014 Bonds are authorized under the provisions of the Act, and other constitutional and statutory authority.

Form of Series 2014 Bonds

The Series 2014 Bonds are being issued as fully registered bonds or notes, as the case may be, in "book-entry only" form and registered in the name of Cede & Co., as nominee of DTC, in the denomination of \$5,000 or any integral multiple in excess thereof. See "BOOK-ENTRY ONLY SYSTEM".

Book-Entry Only System

The Series 2014 Bonds will be issued in fully registered form and, when issued, will be held by DTC or its nominee, as securities depository with respect to the Series 2014 Bonds. Individual purchases of interests in the Series 2014 Bonds will be made in book-entry form only, in the principal amount of \$5,000 or any integral multiple thereof. Individual purchasers will not receive physical delivery of bond certificates. So long as Cede & Co. is the registered owner of the

Series 2014 Bonds as nominee of DTC, references herein to the holders or registered owners of the Series 2014 Bonds will mean Cede & Co. and will not mean the beneficial owners of the Series 2014 Bonds. Beneficial interests in the Series 2014 Bonds may be held through DTC directly as a participant or indirectly through organizations that are participants in such system. See APPENDIX H – “DTC BOOK-ENTRY ONLY SYSTEM.”

As long as the Series 2014 Bonds are held by DTC or its nominee, interest will be paid to Cede & Co., as nominee of DTC, in same-day funds on each Interest Payment Date. If the book-entry only system is discontinued, bond certificates will be delivered as described in the Indenture, and Beneficial Owners (as defined herein) will become registered owners of the Series 2014 Bonds (the “Bondholders”). If the book-entry only system is discontinued, interest on the Series 2014 Bonds shall be payable on each Interest Payment Date by check or draft mailed to the registered owner at the address as it appears on the 15th day of the month preceding an Interest Payment Date on the registration books kept by the Paying Agent.

Neither the Board, the Board of Liquidation, the City, the Paying Agent nor the Underwriters will have any responsibility or obligation to the Participants, DTC or the persons for whom they act with respect to (i) the accuracy of any records maintained by DTC or by any Direct or Indirect Participant of DTC, (ii) payments or the providing of notice to Direct Participants, the Indirect Participants or the beneficial owners, (iii) the selection by DTC or by any Direct or Indirect Participant of any beneficial owner to receive payment in the event of a partial redemption of the Series 2014 Bonds or (iv) any other action taken by DTC or its partnership nominee as owner of the Series 2014 Bonds. For more information on DTC and the book-entry only system, see APPENDIX H – “DTC BOOK-ENTRY ONLY SYSTEM.”

For information relating to the treatment of the Series 2014 Bonds if the book-entry only system is terminated, see APPENDIX E – “General Bond Resolution – Registration and Transfer of Bonds; Persons Treated as Owners.”

Place of Payment

Principal of, premium, if any, and interest on the Series 2014 Bonds is payable by check or draft or by wire transfer by Whitney Bank, New Orleans, Louisiana, or any successor paying agent (the “Paying Agent”), to Cede & Co.

Payment of Interest

Interest on the Series 2014 Bonds is payable on December 1, 2014, and semiannually thereafter on June 1 and December 1 of each year (each an “Interest Payment Date”), with interest falling due on and prior to maturity to be payable by check or by wire transfer by the Paying Agent to DTC in accordance with the terms of the DTC Representation Letter.

During any period after the initial delivery of the Series 2014 Bonds in book-entry only form when such Series 2014 Bonds are delivered in multiple certificate form, upon request of a registered owner of at least \$1,000,000 in principal amount of Series 2014 Bonds outstanding, all payments of principal and interest on such Series 2014 Bonds will be paid by wire transfer in immediately available funds to an account designated by such registered owner; CUSIP number

identification with appropriate dollar amounts for each CUSIP number will accompany all payments of principal and interest, whether by check or by wire transfer.

Redemption Provisions

Optional Redemption. Those Series 2014 Bonds maturing December 1, 2025, and thereafter, are callable for optional redemption at the option of the Board of Liquidation, at the request of the Board, in full or in part at any time on or after December 1, 2024, at a redemption price equal to 100% of the principal amount of the Series 2014 Bonds to be redeemed, together with accrued interest to the date fixed for redemption. The maturities of the Series 2014 Bonds to be redeemed shall be selected by the Board of Liquidation in its discretion.

In the event of redemption of fewer than all the outstanding Series 2014 Bonds of like maturity, such Series 2014 Bonds shall be redeemed by lot or in such other manner as shall be deemed fair and equitable by the Paying Agent for random selection.

Mandatory Sinking Fund Redemption. The Series 2014 Bonds maturing on December 1, 2034 are subject to mandatory redemption prior to maturity in part by lot in such manner as may be designated by the Board of Liquidation at the principal amount of such Series 2014 Bonds to be redeemed, plus accrued interest thereon to the date of redemption, at a redemption price of par, on December 1 of the following years and in the following amounts:

<u>Year</u> <u>(December 1)</u>	<u>Principal</u> <u>Amount</u>
2030	\$3,140,000
2031	3,300,000
2032	3,460,000
2033	3,635,000
2034*	3,820,000

*Final Maturity

The Series 2014 Bonds maturing on December 1, 2044 are subject to mandatory redemption prior to maturity in part by lot in such manner as may be designated by the Board of Liquidation at the principal amount of such Series 2014 Bonds to be redeemed, plus accrued interest thereon to the date of redemption, at a redemption price of par, on December 1 of the following years and in the following amounts:

<u>Year</u> <u>(December 1)</u>	<u>Principal</u> <u>Amount</u>
2035	\$4,010,000
2036	4,210,000
2037	4,420,000
2038	4,645,000
2039	4,875,000
2040	5,120,000
2041	5,370,000
2042	5,645,000
2043	5,925,000
2044*	6,225,000

*Final Maturity

Notice of Redemption

In the event a Series 2014 Bond to be redeemed is of a denomination larger than \$5,000, a portion of such Series 2014 Bond (or any integral multiple of \$5,000 in excess thereof) may be redeemed. Any Series 2014 Bond which is to be redeemed only in part may be surrendered at the principal corporate trust office of the Paying Agent and there shall be delivered to the Owner of such Series 2014 Bond a new Series 2014 Bond or Series 2014 Bonds of the same maturity and of any authorized denomination or denominations as requested by such Owner in aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Series 2014 Bond so surrendered. All notices of redemption shall state (i) the redemption date; (ii) the redemption price; (iii) if fewer than all the Series 2014 Bonds are to be redeemed, the identifying number (and in the case of partial redemption, the respective principal amounts) and CUSIP number of the Series 2014 Bonds to be redeemed; (iv) that on the redemption date the redemption price will become due and payable on each such Series 2014 Bond and interest thereon will cease to accrue thereon from and after said date; and (v) the place where such Series 2014 Bonds are to be surrendered for payment. Official notice of such call of any of the Series 2014 Bonds for redemption shall be given by means of first-class mail, postage prepaid, by notice deposited in the United States mails not fewer than thirty (30) days prior to the redemption date addressed to the registered owner of each Series 2014 Bond to be redeemed at his address as shown on the registration books maintained by the Paying Agent.

In the case of an optional redemption, the notice may state (i) that it is conditioned upon the deposit of moneys, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent no later than the redemption date, or (ii) that the Board of Liquidation retains the right to rescind such notice at any time prior to the scheduled redemption date if the Board of Liquidation delivers a certificate of an Authorized Officer to the Paying Agent instructing the Paying Agent to rescind the redemption notice (in either case, a “Conditional Redemption”), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. The Paying Agent shall give prompt notice of such rescission to the affected Bondowners. Any Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and the rescission shall not constitute an

Event of Default. Further, in the case of a Conditional Redemption, the failure of the Board of Liquidation to make funds available in part or in whole on or before the redemption date shall not constitute an Event of Default.

Any notice mailed or provided herein shall conclusively be presumed to have been given whether or not actually received by any Bondholder. Failure to give such notice or any defect therein shall not affect the validity of the redemption proceedings.

Purchase of Bonds

The Board or the Board of Liquidation may purchase or cause to be purchased any Bonds of any particular Series or maturity in lieu of redemption of such Bonds (in which event any Bonds so purchased shall be cancelled and shall cease to bear interest as provided in the General Resolution) or for any other purpose pursuant to written instructions given by the Board or Board of Liquidation to the Paying Agent. Such purchases shall be made in such manner as directed by the Board or Board of Liquidation. The Board, the Board of Liquidation or the Paying Agent shall pay the purchase price of such Bonds together with accrued interest thereon from such funds as may be available therefor pursuant to the General Resolution, any Supplemental Resolution, or as otherwise may be made available by the Board or the Board of Liquidation.

Provisions for Transfer, Registration and Assignment

The Series 2014 Bonds may be transferred, registered and assigned only on the registration books of the Paying Agent, and such registration shall be at the expense of the Issuer. A Series 2014 Bond may be assigned by the execution of an assignment form on such Series 2014 Bonds or by other instruments of transfer and assignment acceptable to the Paying Agent. A new Series 2014 Bond or Series 2014 Bonds will be delivered by the Paying Agent to the last assignee (the new registered owner) in exchange for such transferred and assigned Series 2014 Bonds after receipt of such Series 2014 Bonds to be transferred in proper form. Such new Series 2014 Bond or Series 2014 Bonds must be in the denomination of \$5,000 or any integral multiple in excess thereof within a single maturity. Neither the Board of Liquidation nor the Paying Agent shall be required to issue, register the transfer of, or exchange (i) any Series 2014 Bond during a period beginning at the opening of business on the 15th day of the month next preceding an Interest Payment Date and ending at the close of business on the Interest Payment Date, or (ii) any Series 2014 Bond called for redemption prior to maturity during a period beginning at the opening of business fifteen (15) days before the date of the mailing of a notice of redemption of such Series 2014 Bonds and ending on the date of such redemption.

Covenants of the Board

In addition to the Rate Covenant described above under “SECURITY AND SOURCES OF PAYMENT – Rate Covenant and Financial Forecast,” the Board makes other covenants in the General Resolution, including the following:

Payment of Indebtedness; Limited Obligations. The Board and the Board of Liquidation shall promptly pay or cause to be paid when due the principal of (whether at maturity, by acceleration, call for redemption or otherwise) premium, if any, and interest on the Indebtedness,

including the Series 2014 Bonds, at the places, on the dates and in the manner, but only from the sources, provided in the General Bond Resolution.

Limitations on Indebtedness. The Board shall not issue any bonds, notes or other obligations that shall be secured by a pledge of Net Revenues (i) senior to the pledge of Net Revenues securing the Senior Debt, (ii) except in compliance with the General Resolution, on a parity with the pledge of Net Revenues securing the Senior Debt, or (iii) except in compliance with the General Resolution, subordinate to the pledge of Net Revenues securing the Senior Debt.

Operation and Maintenance. The Board shall maintain and operate the Water System in an efficient and economical manner, shall maintain the same in good repair and sound operating condition and shall make all necessary repairs, replacements and renewals.

Free Service, Competing Service, Billing and Enforcement Charges.

i. The Board shall not permit connections to or use of the Water System or provide any services of the Water System without making a charge therefor in accordance with the Board's schedule of rates, fees and charges for the Water System other than those connections, use or services already in existence or as may be required by law.

ii. The Board shall not provide, grant any franchise to provide or give consent for anyone else to provide any services which would compete with the Water System unless the Board determines that such franchise or provision of services would provide services that the Board has determined are not in its best interest to provide and would not materially impair the interests of the holders of Indebtedness.

iii. The Board shall bill customers for the services of the Water System on a regular basis.

iv. If any rates, fees or other charges for the use of or for the services furnished by the Water System shall not be paid after the same shall become due and payable, the Board shall, to the extent permitted by applicable laws and regulations, disconnect the premises from the Water System or otherwise suspend service to such premises until such delinquent rates, fees or other charges and any interest, penalties or charges for reconnection of service to such delinquent customer shall have been paid in accordance with law, the policies of the Board, or a payment plan with respect to such amounts has become effective.

Capital Budget. The Board shall annually adopt a multi-year financial plan for capital expenses encompassing at least the forthcoming 5 fiscal years.

The General Resolution also includes detailed covenants regarding: sale or encumbrance of the System; insurance; damage, destruction, condemnation and loss of title; records and accounts; and inspections and reports. For the full text of all the foregoing covenants and other covenants in the General Resolution, see APPENDIX E – “General Bond Resolution – Particular Covenants.”

SEWERAGE AND WATER BOARD OF NEW ORLEANS

The Sewerage and Water Board was created by Act 6 of the Louisiana Legislature of 1899 as a special board, independent of the City government to construct, maintain and operate the Water System and the Sewerage System for the City. In 1903, the Legislature gave the Board control of and responsibility for the Drainage System. As affirmed by the decision of the Louisiana Supreme Court in *Roberts v. Sewerage and Water Board*, 634 So.2d 341 (La. 1994), the Board is “an autonomous or self-governing legal entity with respect to the management of its business or function of providing water, sewerage and drainage service to customers in Orleans and other parishes.” As such, the Board is legally independent of the City of New Orleans, which has no control over the administration of its activities and finances, except the approval of the City Council and the Board of Liquidation in the case of bond issues and certain rate increases.

Board of Directors

In October 2013, Orleans Parish voters approved a City Charter amendment to reform the governance of the board including requiring professional qualifications, reducing its size, shortening term lengths, and imposing term limits. A selection committee representing local universities and civic associations reviewed the qualifications of Orleans Parish residents who applied for appointment.

The Board will be composed of eleven members, including the Mayor, two members of the Board of Liquidation appointed by the Mayor on the recommendation of the Board of Liquidation, and eight citizens appointed by the Mayor with the advice and consent of the City Council from a list of nominees provided by the Sewerage and Water Board Selection Committee. Among the two members appointed from the Board of Liquidation and the eight citizen members, there will be one member from each councilmanic district within the City and two will be “community advocates” with experience as a community advocate, in consumer protection, or a related field. In addition, each nominee will have experience in architecture, environmental quality, finance, accounting, business administration, laws, public health, urban planning facilities management, public administration, science, construction, business management, community or consumer advocacy, or other pertinent fields. Members will serve staggered initial terms, and will serve no more than two consecutive four-year terms thereafter. The term of any board member in office as of January 1, 2014, was terminated on that date; provided, however, such member(s) will remain in office until a new member (or members) is appointed pursuant to the newly revised R.S. 84071 and §5-301 of the Charter. All members serve without pay.

The Mayor is the *ex-officio* President of the Board and one of the citizen members is elected by the Board to serve as president *pro tempore* in the absence of the Mayor. The members of the board are:

Mitchell J. Landrieu, President, *Mayor*^{*}
William Raymond Manning, President Pro-Tem, *Managing Principal,
Manning Architects*^{*}
Alan C. Arnold, *Retired Financial Services Executive*[†]

^{*} Member of the immediately preceding Board of Directors.

[†] Previously served as a member of the Board of Directors from December 18, 2008 to January 19, 2011.

Robin Barnes, *EVP, Greater New Orleans, Inc.*
Marion Bracy, *VP Facility Planning, Xavier University**
Tamika Duplessis, Ph.D, *Professor, Delgado Community College*
Scott Jacobs, *Insurance Executive, Strategic Comp*
Kerri Kane, *Counsel, Irwin Fritchie Urquhart & Moore LLC**
Mark M. Moody, *Lead Engineer, NASA Space Center**
Joseph Peychaud, *President, St. Katharine Drexel Prep*
Kimberly Thomas, JD, *Project Manager, Jacobs/CSRS*

Each member's term on the Board began on May 22, 2014.

Organizational Structure

The Board appoints and fixes the salaries of the Executive Director (presently filled on an interim basis), Deputy Executive Director, General Superintendent, Deputy General Superintendent, and Special Counsel who hold office at the pleasure of the Board. The Executive Director exercises general administrative functions and managerial authority over the operations and activities of the Board. The Deputy Executive Director assists and advises the Executive Director, and is responsible for the accounting, budgeting, information systems, customer service, personnel, purchasing, risk management, internal audit, administrative services, and support services departments. The General Superintendent is responsible for the engineering, operations, facility maintenance, networks, environmental affairs and plumbing departments. The Deputy General Superintendent assists the General Superintendent. The Board conducted a national search in late 2013 to fill the position of Executive Director. The Board was unable to formally hire its chosen candidate because of statutory restrictions that applied due to the candidate's prior service in the office of the Mayor. The Louisiana House of Representatives and Senate each passed legislation on May 29, 2014, and June 1, 2014, respectively, clearing the statutory restriction and permitting the Board's chosen candidate to assume the position of Executive Director. The Governor signed the legislation on June 20, 2014.

A staff of approximately 1,044 oversees the water, sewerage and drainage systems. Prior to Hurricane Katrina, the Board employed approximately 1,240 employees. Brief biographies of the Interim Executive Director and General Superintendent follow:

Robert K. Miller, Interim Executive Director (2014 to present). Robert Miller joined the Sewerage and Water Board in 2009 as Deputy Executive Director following 26 years at the Louisville Water Company where he served as Vice President and Treasurer and one year as a management consultant to the water and wastewater utility industry. He has a Bachelor of Commerce degree in finance from the University of Louisville and a Master of Business Administration degree in finance from Indiana University. He is a member of the American Water Works Association, where he was a QualServe peer reviewer, past chair of the Finance, Accounting, and Management Controls committee, and past vice-chair of the Business Practices Standards committee. Mr. Miller will return to the role of Deputy Executive Director once the Executive Director position has been filled.

* Member of the immediately preceding Board of Directors.

Joseph R. Becker, General Superintendent (2008 to present). Joseph Becker has been an employee of the Sewerage and Water Board for 27 years and has served as General Superintendent since September 2008. He is a registered Civil and Environmental Engineer in the State of Louisiana and graduated with a Bachelor of Science degree in civil engineering from the University of New Orleans in 1985. Mr. Becker maintains DHH class IV certifications in Wastewater Collection and Water Distribution and is a member of the American Public Works Association, American Water Works Association and the American Society of Civil Engineers.

Employees and Labor Relations

The total number of authorized positions for the Board for Fiscal Year 2014 was 1,058. As of January 1, 2014, the Board had 1,025 full-time employees. The New Orleans Civil Service Commission established the employment policies for classified Sewerage and Water Board employees.

Several vacancies exist in a variety of the Board's departments, especially in those departments that require highly educated and skilled personnel. Immediately following Hurricane Katrina, the City Council suspended the Domicile Policy (which requires Board employees to be domiciled within the City of New Orleans) to aid the Board's efforts to fill open positions. The City Council, however, reinstated the Domicile Policy effective January 1, 2013. In the aftermath of the City Council's action to reinstate the Domicile Policy, hiring of certain technical-level positions at the Board has slowed. In an effort to curtail the effect of the reinstated Domicile Policy, the Board actively recruits at local college and university campuses, job fairs, and trade schools.

A significant portion of the Board's leadership and employees are currently eligible to retire or will be within the next five years. Recognizing the importance of maintaining appropriate staffing levels and maintaining and promoting institutional knowledge, the 2014 budget includes 39 additional positions to increase staffing levels and allow for succession planning and knowledge transfer. See APPENDIX C – "Consulting Engineer Feasibility Report."

Retirement/Pension Plan; Other Postemployment Benefits ("OPEB") Liability

The Pension Trust Fund, established by the Board pursuant to Louisiana Revised Statutes § 11:3821, administers a defined benefit pension plan for all qualifying full-time employees of the Board. The Board maintains exclusive control over the pension plan through the Pension Committee of the Pension Trust Fund. The pension plan provides retirement, death, and disability benefits to recipients. Such benefits vest, at a minimum level, after ten years of service with the Board, and incrementally increase with each year of service beyond ten years. Employees are eligible to retire and begin receiving benefits at age 62. Annual benefits paid to retirees are adjusted based on a cost-of-living adjustment based on the increase in the Consumer Price Index for all urban wage earners published by the U.S. Department of Labor; provided, however such adjustment may not exceed 2% on the first \$10,000 of initial retirement benefits paid out to a retiree.

In the year 2000, the Board attained full actuarial funding of its computed pension liability but, due to several plan changes (implemented in accordance with a pension reciprocity

agreement with the City), the Board had an unfunded pension liability in the amount of \$20,333,835 on June 19, 2002. As of December 31, 2013, the Board's unfunded actuarial accrued pension liability increased to \$62,379,320. The pension funded ratio is 78.4%. As of December 31, 2013, the Board's OPEB liability totalled \$54,778,434. As part of its efforts to reduce its unfunded pension and OPEB liabilities, the Board has begun to evaluate employee contribution levels and the method by which it computes average compensation. For more information regarding the Board's pension and OPEB obligations as of December 31, 2013, see APPENDIX B – "Comprehensive Annual Financial Report of the Sewerage and Water Board."

Risk Management and Insurance

The Board operates a Risk Management Department with these responsibilities:

- i. Administration and claims handling functions for the Board's self-insured Workers' Compensation Benefit Fund;
- ii. Administration and claims handling function of the Board's self-insured general liability program;
- iii. Safety inspections, accident review, and safety training for the Board employees;
- iv. Administration and claims handling functions under the Board's \$350,000 self-insured retention for their auto liability claims, in conjunction with the Board's designated independent claims service; and
- v. Enterprise Risk Management throughout the Board, including the identification and recommendation of insurance to be purchased or renewed.

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The Board maintains the following insurance coverages:

Coverage	Policy Limits	Deductible/Retention Per Occurrence
Vehicle Physical Damage Comprehensive	\$18,942,139	\$250,000
Commercial Crime	\$1,000,000	\$5,000
Property Building/Contents Including Terrorism	\$100,000,000	\$1,000,000
Mobile Equipment	\$6,568,829	\$1,000,000
Boiler & Machinery	\$25,000,000	\$1,000,000
Gross Earnings/ Extra Expense	\$9,000,000	\$1,000,000
Automobile Liability	\$5,000,000	\$350,000
Flood	84 separate policies for individual properties up to \$500,000 per property	84 separate policies for individual properties \$10,000 per property
Public Officials/ Employees Liability Insurance	\$10,000,000	\$250,000

THE WATER SYSTEM

General

Established in 1899, the Water System provides water to the City’s residents, businesses, and governmental entities. The System draws its water supply from the Mississippi River through its four river supply intake systems. The Water System is comprised of two distinct systems which are located on the east and west banks of the Mississippi River (the “East Bank System” and the “West Bank System,” respectively), and, in addition to four river supply intakes, contains two treatment plants (the “Carrollton WTP” and “Algiers WTP,” respectively), storage facilities, and two independent distribution networks.

The Water System serves approximately 383,000 people. The System’s current raw water pumping capacity is approximately 365 million gallons per day (“MGD”) (310 MGD at the Carrollton WTP and 55 MGD at the Algiers WTP). See “THE WATER SYSTEM – Water Pumping and Power.” The System’s current water treatment capacity is approximately 256 MGD (232 MGD at the Carrollton WTP and 24 MGD at the Algiers WTP), and the total water treatment flow of the City averages approximately 142.3 MGD (131 MGD at the Carrollton WTP and 11.3 MGD at the Algiers WTP). See “THE WATER SYSTEM – Water Treatment Plants.” The System also maintains water storage capacity of 45.8 million gallons (“MG”) (35.8 MG at the Carrollton WTP and 10 MG at the Algiers WTP). Once treated, the System’s water is delivered to customers

via the System’s approximately 1,800-mile-long water main network that contains approximately 124.725 service connections. See “THE WATER SYSTEM – Distribution System.”

Water Pumping and Power

The Water System utilizes four separate intake structures to provide the System with the raw water necessary to meet System demands. Together the New River Station and the Old River Station provide for the raw water needs of the Carrollton Plant, although either station alone can meet the normal daily demands of the treatment plant. The Algiers WTP is served by River Station No. 1 and River Station No. 2.

The Board also operates the power plant needed to bring raw water to the Carrollton WTP and the Algiers WTP, and pump the treated water from each WTP to the distribution system. The power plant is located at the Carrollton WTP, and is currently undergoing a series of FEMA-funded improvements to the turbines and boilers. The Corps of Engineers is also completing storm-proofing improvements to the power plant. See APPENDIX C – “Consulting Engineer Feasibility Report.” The primary power source for the Carrollton WTP is local energy provider Entergy. However, the power plant can also support the Carrollton WTP in addition to the demand from the drainage and sewer systems during an emergency. The System also operates a small emergency power-generation station at the Algiers WTP that is capable of generating enough power to support operations at the Algiers WTP.

Water Treatment Plants

The following provides a description of the Water System’s treatment plants, each of which, in the view of the Board, has adequate capacity to serve its geographic area, and, together, have adequate capacity to serve the entire System. See APPENDIX C – “Consulting Engineer Feasibility Letter.”

Carrollton WTP. All water for the East Bank System is treated at the Carrollton WTP. The Carrollton WTP was placed into service in 1905 and is located near the boundary separating Orleans Parish and Jefferson Parish. Raw water is pumped to the Carrollton WTP by the New River Station and the Old River Station. Once treated, the Carrollton WTP’s water is sent to the distribution system via the Claiborne pumping station and the steam driven pumps at the power station building or the Panola pumping station. The Carrollton WTP is the larger of the System’s two water treatment plants, and pumps approximately 131 MGD, nearly 60% of its 232 MGD capacity.

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Fiscal Year	Daily Output (MGD)	
	Average	Maximum
2009	138	148
2010	137	157
2011	139	151
2012	138	163
2013	131	142

Source: Black & Veatch

Algiers WTP. All water for the West Bank System is treated at the Algiers WTP. The Algiers WTP was also placed into service in the early 1900s and serves as the primary distribution point for the West Bank System. Raw water is brought to the Algiers WTP by two dedicated raw water pumping stations. Once treated, the Algiers WTP’s water is sent to the distribution network via two high lift pumping stations. The Algiers WTP pumps approximately 11.3 MGD, nearly 47% of its 24 MGD capacity.

Fiscal Year	Daily Output (MGD)	
	Average	Maximum
2009	10.8	14.0
2010	11.3	15.7
2011	11.7	16.8
2012	11.6	15.5
2013	11.3	15.3

Source: Black & Veatch

Distribution System

The Water System’s distribution network contains nearly 1,800 miles of mains ranging from one to 54 inches in diameter, 29,600 valves, and 23,100 hydrants. The System maintains a water storage facility at each water treatment plant, and is able to store approximately 35.8 MG at the Carrollton WTP and 10 MG at the Algiers WTP. For a discussion of the “non-revenue” water of the Board, see “INVESTMENT CONSIDERATIONS – Future Financial Performance – Ability to Finance Future Projects; Rate Increases.”

Governmental Regulation - Federal

Drinking Water. The Water System is subject to the requirements of the Safe Drinking Water Act of 1974, as amended in 1986 and 1996 by Congress. The 1986 amendments to the Safe Drinking Water Act extended the regulatory agenda of the United States Environmental Protection Agency (“EPA”) to include, among other things, the development of drinking water standards for 83 contaminants, filtration performance standards, and the prohibition of materials in distribution systems and home plumbing that contain lead.

NPDES Permit and Water Treatment System Sediments. The Clean Water Act requires that every discharger of pollutants into navigable waters acquire a National Pollution Discharge Elimination System (“NPDES”) permit from the EPA, or from a state or interstate agency delegated permit program responsibility by the EPA. NPDES permits control the type and quantity of discharge which will be allowed while the discharger is moving toward compliance with the two-step clean-up schedule. The System holds LPDES Permits for the discharge of water treatment plant residuals for both the Carrollton (LA0000086) and Algiers (LA0061191) plants.

Lead Levels. Pursuant to the Safe Drinking Water Act, the Lead and Copper Rule (the “Lead and Copper Rule”) was promulgated by the EPA in 1991. The Lead and Copper Rule establishes maximum contaminant level goals and action levels for lead and copper. If more than 10% of the tap water samples contain lead above the action level of 15 micrograms per liter or copper above 1.3 milligrams per liter, the Water System is required to perform public education and to optimize the corrosion control treatment. If, after optimal corrosion control treatment has been implemented, the lead level or the copper level in the water continues to exceed the action level, the Water System must replace 7% of the lead or copper water lines that it owns. Alternatively, the supplier may demonstrate through testing that individual lead or copper service lines that it owns do not have levels above the applicable action level (called “sampling in lieu of replacement”). The Water System may perform a combination of these to actions to attain the 7% annual replacement level.

The Water System is in full compliance with the Lead and Copper Rule. Based on 2013 results, the System achieved 90th-percentile levels of lead and copper, well below the applicable action levels.

Coliform Levels. The Total Coliform Rule (“TCR”) became effective in 1990. It establishes goals and limits for the presence of coliforms in drinking water. To comply with the TCR, the Water System must not find coliforms in more than 5% of the samples it takes each month to meet EPA’s standards. If more than 5% of the samples contain coliforms, the System must report this violation to the State and the public. If a sample tests positive for total coliforms, the System must collect a set of repeat samples located within 5 or fewer sampling sites adjacent to the location of the routine positive sample within 24 hours. When a routine or repeat sample tests positive for total coliforms, it must also be analyzed for fecal coliforms or E. coli, which are types of coliform bacteria that are directly associated with fresh feces. A positive result for fecal coliforms or E. coli can signify an acute violation of the TCR, which necessitates rapid State and public notification because it represents a direct health risk. Often, an acute violation due to the presence of fecal coliform or E. coli will result in a “boil water” notice. The System must also take at least 5 routine samples the next month of operation if any sample tests positive for total coliforms.

The Water System is in compliance with the TCR.

Disinfectants. Stage 1 of the Disinfectants/Disinfection By-Products Rule (“D/DBPR”) was promulgated in 1998, and became effective on January 1, 2002. Stage 2 of the rule was promulgated in January 2006, and became effective on March 6, 2006. These rules establish limits on levels in drinking water of various types of disinfectants commonly used in water treatment processes.

The Water System is in compliance with both Stage 1 and Stage 2 of the D/DBPR.

Surface Water Treatment. Surface water treatment standards are set out, in part, by the EPA in its Interim Enhanced Surface Water Treatment Rule (the “Interim ESWTR”), which was promulgated in December 1998, and became effective on January 1, 2002. The Interim ESWTR establishes treatment requirements to combat certain microbial pathogens in drinking water. If water samples show levels in excess of monitoring criteria, the Interim ESWTR requires that the System revise its operating procedures and conduct follow-up investigations.

The EPA’s Long-Term Enhanced Surface Water Treatment Rule (“Long-Term ESWTR”) supplements existing regulations by targeting additional treatment requirements to higher risk systems. This rule also contains provisions to reduce risks from uncovered finished water reservoirs and to ensure that systems maintain microbial protection when they take steps to decrease the formation of disinfection byproducts that result from chemical water treatment.

The Water System is in compliance with all requirements of the Interim ESWTR and the Long-Term ESWTR.

Consumer Confidence Reports. The Safe Water Drinking Act, as amended in 1996, requires the Water System to issue an annual water quality report to its customers. The System has complied with this requirement in substance and form since 1996.

Recycled Wastewater. The Filter Backwash Recycling Rule (“FBRR”), which became effective in December 2003, governs the process of recycling waste water generated by the backwashing of drinking water filters. The FBRR is required by the Safe Drinking Water Act as one method of reducing the risks posed to consumers by microbial contaminants that may be present in public drinking water supplies.

The Carrolton WTP operates in compliance with the treatment requirements of the FBRR. The Algiers WTP, however, does not have the capacity to comply with the FBRR; thus, it discharges filter backwash and wastewater by pipe to the Mississippi River pursuant to LPDES permit LA0061191.

Source Water Assessment. The Safe Drinking Water Act, as amended in 1996, requires each state to develop a source water assessment program designed to protect source water prior to treatment. The source water assessment for the Water System was completed in 2001.

Arsenic. The EPA established the Arsenic Rule (the “Arsenic Rule”) in 2001. The Arsenic Rule establishes a maximum allowable limit of arsenic in drinking water (1 microgram per liter). The Water System is in compliance with the Arsenic Rule.

Governmental Regulation - State

Department of Environmental Quality. Part 2, Title 30 of the Louisiana Revised Statutes, the “Louisiana Environmental Quality Act,” created the Department of Environmental Quality (the “DEQ”). The DEQ has jurisdiction over matters affecting the regulation of air quality, water pollution control, solid waste disposal, radiation, the protection and preservation of scenic rivers and streams, and the management of hazardous waters. The Secretary of the DEQ is

authorized to establish pollution standards for waters of the State and to control or prohibit the discharge of polluting substances into State waters and to otherwise promulgate rules and regulations for the protection of the environment.

The Secretary of the DEQ has adopted water quality criteria, approved by the EPA under the Clean Water Act, which regulate the temperature, chemical and bacteriological content of waterways in the State. Specific criteria are established for various zones. The regulations provide that the failure of any stream or other waterway to meet the criteria shall not be the result of the discharge of waste to the water body. Violators are subject to prohibiting orders enforceable in the courts and to criminal penalties. Civil damages are recoverable by the Secretary for violations resulting in the killing of fish or other wildlife or the rendering of a water body unfit to support such wildlife.

Emergency Rule. The State of Louisiana Department of Health and Hospitals – Office of Public Health, recently established a new temporary emergency rule focused on minimizing the opportunity for pathogenic amoeba to colonize within the water distribution systems within the State. The rule requires systems to maintain minimum disinfection levels, and to conduct additional disinfectant residual sampling in certain areas. The Water System recently began to conform its operations to this new rule, and data of the System indicates that it is in compliance with the rule’s requirements.

CAPITAL IMPROVEMENT PROGRAM

Proposed Capital Improvement Program

The Board’s staff annually prepares a Capital Improvement Program calling for expenditures, exclusive of prorated interest, for a ten-year budgetary period. The program includes a comprehensive set of projects needed to upgrade and maintain the Water System’s facilities to ensure that the Board is in compliance with all applicable local, state, and federal regulations and requirements. The CIP does not include projects designed to increase the System’s capacity; its current capacity is sufficient to meet existing and projected system demands. The proposed Capital Improvement Program reflects current cost estimates and inflationary trends in construction costs for projects over the next six years, as forecasted by the Board’s Financial Consultant. See APPENDIX D – “FINANCIAL CONSULTANT’S FEASIBILITY REPORT.”

The CIP is managed by the General Superintendent’s office. In creating the CIP budget, the General Superintendent’s office receives capital project requests from each department of the Board. The requested projects are ranked by a committee consisting of the General Superintendent, Deputy General Superintendent, Chief of Engineering, Chief of Networks, and Planning and Budget. Each project is ranked in order of priority on a scale of 1 to 10, with those assigned a score of 10 being the highest priority projects. The reviewing committee evaluates each requested capital project for factors related to customer service; regulatory compliance; system reliability; system repair/enhancement; operational flexibility; and system growth. Regulatory compliance and system repair/replacement factors are generally given greater weight. Furthermore, projects already under way, or that have designated sources of funding, will generally receive the highest ranking.

The CIP forecast for fiscal years 2014-2019 calls for over \$529 million (in 2014 dollars) in capital projects, which represents approximately 63% of the total projected expenditures of the ten-year CIP budget. Of this \$529 million, the Board anticipates that approximately \$230 million will come from external sources (e.g., FEMA and State funds) and approximately \$299 million will come from internal sources (e.g., bond proceeds and revenue funded capital). See “SECURITY AND SOURCE OF PAYMENT – Additional Bonds and Other Parity Indebtedness.” Key projects in the CIP to be pursued in fiscal years 2014-2019 include:

- Water Treatment Plant and Finished Water Pumping Station Rehabilitation;
- Distribution system replacement and rehabilitation; and
- Meter replacement project to introduce automated meter reading system to customers.

Components of these projects are under way, and expected to continue through the term of the current CIP.

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**WATER SYSTEM
PROJECTED CAPITAL IMPROVEMENTS (a)**

WATERWORKS		2014	2015	2016	2017	2018	2019	Total Six-Year Program
*110	Normal Extensions & Replacements	\$21,463,000	\$32,830,000	\$24,820,000	\$18,345,000	\$14,645,000	\$19,645,000	\$131,748,000
*112	Modifications to Oak St Raw Water Intake Station	0	500,000	0	0	0	0	500,000
*122	Sycamore and Claiborne Filter Rehabilitation	6,100,000	2,800,000	7,950,000	5,000,000	0	3,000,000	24,850,000
135	Improvements to Chemical System	250,000	3,000,000	100,000	0	0	0	3,350,000
156	Advanced Water Treatment (Carr.)	360,000	12,620,000	9,620,000	12,000	60,000	0	22,672,000
157	Advanced Water Treatment (Algiers)	1,900,000	2,700,000	6,750,000	0	0	0	11,350,000
159	Water Plant Security Improvements	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	12,000,000
175	State-Funded Capital Improvements	64,777,000	15,000,000	15,000,000	15,000,000	15,000,000	15,000,000	139,777,000
TOTAL WATERWORKS		\$96,850,000	\$71,450,000	\$66,240,000	\$40,357,000	\$31,705,000	\$39,645,000	\$346,247,000
WATER DISTRIBUTION								
*214	Normal Extensions & Replacements	\$1,430,000	\$1,430,000	\$1,450,000	\$1,450,000	\$1,475,000	\$1,475,000	\$8,710,000
*216	Water System Replacement Program	1,800,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	6,800,000
221	Feeder Main Extensions-General	600,000	600,000	600,000	600,000	600,000	600,000	3,600,000
*239	Mains D P W Contracts	3,200,000	3,200,000	3,200,000	3,200,000	3,200,000	3,200,000	19,200,000
TOTAL WATER DISTRIBUTION		\$7,030,000	\$6,230,000	\$6,250,000	\$6,250,000	\$6,275,000	\$6,275,000	\$38,310,000
OTHER								
600	Water Share of Power Projects	\$69,930,000	\$280,000	\$280,000	\$280,000	\$280,000	\$280,000	\$71,330,000
701	Water Reserve for Emergencies	700,000	700,000	700,000	700,000	700,000	700,000	4,200,000
800	Water Share - General Budget Items	16,908,000	11,009,000	12,715,000	10,390,000	11,522,000	6,811,000	69,355,000
TOTAL OTHER		\$87,538,000	\$11,989,000	\$13,695,000	\$11,370,000	\$12,502,000	\$7,791,000	\$144,885,000
TOTAL WATER DEPARTMENT		\$191,418,000	\$89,669,000	\$86,185,000	\$57,977,000	\$50,482,000	\$53,711,000	\$529,442,000

* Replacement Capital

(a) The improvements for 2014-2019 are based on the 2014-2023 Capital Program approved December 18, 2013.

Adequacy of Revenues to Finance Proposed Capital Improvements

Future capital improvements for the Water System will be financed with funds from (i) cash on hand, (ii) the proceeds of Additional Bonds, (iii) FEMA reimbursements, and (iv) other miscellaneous sources. The proposed program of capital improvements to Water System facilities anticipates *average* total expenditures of \$88,240,333 annually through 2019 (in 2014 dollars). Participation by others and operating transfers are projected to offset some of the capital program costs. Participation by others consists of moneys from governmental agencies for upgrade, repair, and replacement of Water System facilities.

The Financial Consultant's Feasibility Letter presents a summary of the adequacy of present revenue sources to finance projected operating and capital requirements of the Water System. Total revenue requirements consist of operation and maintenance expenditures, debt service, and capital requirements. See APPENDIX D – "Financial Consultant's Feasibility Report."

SERVICE CHARGES AND CUSTOMER BASE

Water Service Charges

Water rates are fixed by the Board but may not become effective, except as hereinafter noted, unless and until approved by the Board of Liquidation and the City Council. Prior to any such adjustment in the rates, the Board must hold at least three public hearings in joint session for the purpose of discussing the rates. The rates are required by law to be equal and uniform for each grade or class of customers. The rates are designed to allocate the operating, maintenance and capital costs of the Water System to each customer class, based upon the cost of providing water to the class.

So long as any Water Revenue Bonds are outstanding, the Board is required by statute and by the Series Resolution authorizing the issuance of the Bonds to fix water rates sufficient to enable the Board to meet the Rate Covenant. See "SECURITY AND SOURCE OF PAYMENT – Rate Covenant and Financial Forecast." If the Board should ever fail to increase water rates to the extent necessary to satisfy the Rate Covenant, the Board of Liquidation may compel it to do so by appropriate judicial proceedings. The Board of Liquidation has never instituted such judicial proceedings.

Water rates are composed primarily of a monthly service charge based upon the size of the water meter and monthly quantity charges based upon water consumption. Additional charges are levied for fire connections, dual service (combined fire and domestic service), water supplied from fire hydrants for temporary use, fire protection hose lines and water supplied to the Port of New Orleans. On July 18, 2002, a rate increase to generate 12% in additional revenues, which was approved in 1998, was implemented by the Sewerage and Water Board. Following Hurricane Katrina, the Board implemented a program of five annual rate increases. These increases had been developed and proposed in 2005, but Hurricane Katrina struck before they could be approved. As part of the initial rate increase, the rate structure was modified to four blocks from three blocks, with the previous first block being split into two blocks. The initial rate increase became effective November 1, 2007 and increased the volumetric rate targeting 21% in additional revenue. The

following rate increases became effective July 1 of 2008, 2009, 2010, and 2011 and were targeted to generate 17%, 5%, 5%, and 4% in additional revenue, respectively.

In late 2012, the Board, the Board of Liquidation, and the City Council adopted an eight-year series of annual 10% rate increases effective January 1, 2013. The rate increases are expected to generate approximately \$263 million of additional revenues for the Board through 2020.

The following tables provide a schedule of charges and surcharges of the Water System commencing January 1, 2014 for (i) general service private users, (ii) dual-service users, and (iii) unmetered fire services.

Ready to Serve Charge: General Service

Meter Size (Inches)	<u>Total Monthly Charge (\$) – Service Charge</u>						
	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
5/8	4.91	5.40	5.94	6.53	7.18	7.90	8.69
3/4	6.00	6.60	7.26	7.99	8.79	9.67	10.64
1.0	7.62	8.38	9.22	10.14	11.15	12.27	13.50
1-1/2	12.58	13.84	15.22	16.74	18.41	20.25	22.28
2.0	16.58	18.24	20.06	22.07	24.28	26.71	29.38
3.0	37.51	41.26	45.39	49.93	54.92	60.41	66.45
4.0	65.34	71.87	79.06	86.97	95.67	105.24	115.76
6.0	128.26	141.09	155.20	170.72	187.79	206.57	227.23
8.0	189.97	209.87	229.87	252.86	278.15	305.97	336.57
10.0	257.73	283.50	311.85	343.04	377.34	415.07	465.58
12.0	302.50	332.75	366.03	402.06	442.89	487.18	535.90
16.0	402.93	443.22	487.54	536.29	586.92	648.91	713.80

Total Monthly Charge (\$) – Quantity Charge (billed per 1,000 gallon increments)

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
First 3,000 gallons	3.26	3.59	3.95	4.35	4.79	5.27	5.80
Next 17,000 gallons	5.57	6.13	6.74	7.41	8.15	8.97	9.87
Next 980,000 gallons	4.38	4.82	5.30	5.83	6.41	7.05	7.76
Over 1,000,000 gallons	3.67	4.04	4.44	4.88	5.37	5.91	6.50
Wholesale Customers (all usage)	3.50	3.85	4.24	4.66	5.13	5.64	6.20

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Ready to Serve Charge: Dual Service

Meter Size (Inches)	<u>Total Monthly Charge (\$) – Service Charge</u>						
	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
5/8	6.66	7.33	8.06	8.87	9.76	10.74	11.81
3/4	8.11	8.92	9.81	10.79	11.87	13.06	14.37
1.0	10.65	11.72	12.89	14.18	15.60	17.16	18.88
1-1/2	16.58	18.24	20.06	22.07	24.28	26.71	29.38
2.0	23.72	26.09	28.70	31.57	34.73	38.20	42.02
3.0	52.64	57.90	63.69	70.06	77.07	84.78	93.26
4.0	91.96	101.16	111.28	122.41	134.65	148.12	162.93
6.0	179.08	196.99	216.69	238.36	262.20	288.42	317.26
8.0	266.20	292.82	322.10	354.31	389.74	428.71	471.58
10.0	360.58	396.64	436.30	479.93	527.92	580.71	638.78
12.0	423.50	465.85	512.44	563.68	620.05	682.06	750.27
16.0	563.86	620.25	682.28	750.51	825.56	908.12	998.93

Total Monthly Charge (\$) – Quantity Charge (billed per 1,000 gallon increments)

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
First 3,000 gallons	3.26	3.59	3.95	4.35	4.79	5.27	5.80
Next 17,000 gallons	5.57	6.13	6.74	7.41	8.15	8.97	9.87
Next 980,000 gallons	4.38	4.82	5.30	5.83	6.41	7.05	7.76
Over 1,000,000 gallons	3.67	4.04	4.44	4.88	5.37	5.91	6.50
Wholesale Customers (all usage)	3.50	3.85	4.24	4.66	5.13	5.64	6.20

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Ready to Serve Charge: Unmetered Fire Service

Meter Size (Inches)	<u>Total Monthly Charge (\$) – Service Charge</u>						
	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
2.0	11.13	12.24	13.46	14.81	16.29	17.92	19.71
3.0	15.13	16.64	18.30	20.13	22.14	24.35	26.79
4.0	27.83	30.61	33.67	37.04	40.74	44.81	49.29
6.0	48.40	53.24	58.56	64.42	70.86	77.95	85.75
8.0	64.13	70.54	77.59	85.35	93.89	103.28	113.61
10.0	101.64	111.80	122.98	135.28	148.81	163.69	180.06
12.0	131.89	145.08	159.59	175.55	193.11	212.42	233.66
16.0	181.50	199.65	219.62	241.58	265.74	292.31	321.54

Total Monthly Charge (\$) – Quantity Charge (billed per 1,000 gallon increments)

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
First 3,000 gallons	3.26	3.59	3.95	4.35	4.79	5.27	5.80
Next 17,000 gallons	5.57	6.13	6.74	7.41	8.15	8.97	9.87
Next 980,000 gallons	4.38	4.82	5.30	5.83	6.41	7.05	7.76
Over 1,000,000 gallons	3.67	4.04	4.44	4.88	5.37	5.91	6.50
Wholesale Customers (all usage)	3.50	3.85	4.24	4.66	5.13	5.64	6.20

Water for building, paving, or other temporary uses is subject to the same quantity charges listed above. A minimum charge for such service of \$199.21/month, however, is charged, which covers the use of up to 51,200 gallons of water. This charge must be paid in advance.

In the event the effective date of an increase in charges and/or surcharges falls during a customer’s billing cycle, then the increases shall be pro-rated and billed only with respect to the number of days in the billing cycle which fall on or after the effective dates set forth above.

Service Charge Comparison

The Board’s water service charges for a typical residential customer with a 5/8” meter connection and 5,300 gallon/month water usage are comparable to those of other water utilities in the region. As shown below, the monthly water service charge for a residential customer using 5,300 gallons of water is \$27.50, which amounts to \$330.00 per year. The estimated median income of Orleans Parish is \$38,764, which means a typical residential customer spends approximately 0.85% of median household income on water services, an amount that is well below the 2.0% guideline established by the U.S. EPA that is commonly used in the industry to evaluate the affordability of service rates.

Monthly Water Bill

City	Monthly Bill (5,300 gallons/month)
Birmingham	\$38.54
Atlanta	37.15
New Orleans	27.50
Houston	27.25
Jackson	22.74
Baton Rouge	22.00
St. Louis	20.49
Memphis	17.02
Dallas	16.75
Nashville	14.98
Little Rock	14.04
Mobile	12.60

Source: Raftelis

The water service bill for the average customer will increase from \$27.50/month to \$44.34/month from fiscal year 2014 to fiscal year 2019. The Board expects the average water bill for the representative communities to also increase during this period. The magnitude of rate increases for the representative communities is unknown and may be higher or lower than those anticipated for the System. National survey results based on the *AWWA/RFC 2012 Water and Wastewater Rate Survey* show that median typical residential water bills have increased approximately 5.0% per year from 1996 to 2012, and more recently approximately 6.6% from 2010 to 2012. See APPENDIX D – “Financial Consultant’s Feasibility Report.”

The Board’s sewerage service charges for a typical residential customer with a 5/8” meter and 5,300 gallon/month water usage are also comparable to those of other wastewater utilities in the region. As shown below, the monthly sewerage service charge for a residential customer using 5,300 gallons of water is \$36.02, which amounts to \$432.24 per year. The estimated median income of Orleans Parish is \$38,764, which means a typical residential customer spends approximately 1.12% of median household income on wastewater services, an amount that is well below the 2% guideline established by the U.S. EPA that is commonly used in the industry to evaluate the affordability of service rates.

Monthly Wastewater Bill

City	Monthly Bill (5,300 gallons/month)
Atlanta	\$93.07
Birmingham	57.11
New Orleans	36.02
Little Rock	35.58
St. Louis	32.56
Houston	32.06
Nashville	31.72
Jackson	31.67
Dallas	30.37
Baton Rouge	29.02
Mobile	22.58
Memphis	12.02

Source: Raftelis

Collection of Sanitation Fees by the Board

The City assesses a sanitation fee upon each customer of the Board for solid waste collection and recycling services provided by the City for each customer. The fee is \$24 per month for residential, business, professional, or service office and institutional uses and \$48 per month for commercial, industrial, and manufacturing uses. The fee is included in each customer’s bill from the Board and paid directly to the Board. Pursuant to Codified Ordinances of the City and by agreement with the City (the “Cooperative Endeavor Agreement”), the Board remits moneys collected by the Board that are attributable to the City’s sanitation fee (less any fees incurred by the Board in collecting such moneys) to the City. Sanitation fees collected by the Board do not constitute Revenues, and thus are not part of the Net Revenues pledge.

Pursuant to Section 138-57 of the City’s Codified Ordinances and a Cooperative Endeavor Agreement, the Board is now obligated to discontinue a customer’s water service if that customer fails to pay the City’s sanitation fee. To assist customers who may otherwise become delinquent on their sanitation fees, the City maintains a Reduced Sanitation Rate Program through which qualifying customers may become exempt from any sanitation fee rate increase in excess of the applicable rate that was in effect on December 1, 2000. This exemption may apply for up to 12 months for a qualified applicant. The Cooperative Endeavor Agreement provides that other than discontinuing water service, the collection of sanitation fees by the Board shall not impair or affect, in any way, the Board’s ability to collect fees for its water and sewerage services. The newly created requirement that the Board discontinue water service of customers with delinquent sanitation fees is not expected to materially affect the Board’s ability to generate anticipated revenues.

Customer Demand

As residents who fled the City during and after Hurricane Katrina continue to return to the City, the Board expects its customer base to grow by approximately 2% annually. In view of this expected customer-base increase coupled with declining per capita demand and assumed demand elasticity due to the approved annual rate increases, it is anticipated that the Water System will have increased water sales of approximately 4% from fiscal year 2014 to fiscal year 2019. Historical and Projected water sales for that period are shown below.

WATER SYSTEM HISTORICAL CUSTOMERS, SALES, AND SALES PER CUSTOMER

	Fiscal Year				
	2009	2010	2011	2012	2013
Single Family Residential					
Customers	94,547	100,798	102,979	105,537	106,804
Sales (1,000,000 gal)	6,196	6,276	6,592	6,461	6,539
Sales per Customer (1,000 gal)	66	62	64	61	61
Multifamily Residential					
Customers	4,267	4,416	4,439	4,467	4,521
Sales (1,000,000 gal)	832	810	788	767	776
Sales per Customer (1,000 gal)	195	183	178	172	172
Commercial					
Customers	9,558	9,872	9,918	9,969	10,089
Sales (1,000,000 gal)	3,570	3,682	3,683	3,694	3,738
Sales per Customer (1,000 gal)	374	373	371	371	371
Industrial					
Customers	21	20	17	19	19
Sales (1,000,000 gal)	80	53	42	44	45
Sales per Customer (1,000 gal)	3,810	2,650	2,471	2,316	2,368
Dual Service & Metered Fire Service					
Customers	1,247	1,321	1,392	1,443	1,460
Sales (1,000,000 gal)	2,630	2,832	2,821	2,786	2,819
Sales per Customer (1,000 gal)	2,109	2,144	2,027	1,931	1,931
Totals					
Customers	109,640	116,427	118,745	121,435	122,893
Sales (1,000,000 gal)	13,308	13,653	13,926	13,752	13,917

**WATER SYSTEM
PROJECTED CUSTOMERS, SALES, AND SALES PER CUSTOMER**

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Single Family Residential						
Customers	108,940	111,119	113,341	115,608	117,920	120,278
Sales (1,000,000 gal)	6,536	6,534	6,598	6,662	6,728	6,794
Sales per Customer (1,000 gal)	60	59	58	58	57	56
Multifamily Residential						
Customers	4,611	4,703	4,797	4,893	4,991	5,091
Sales (1,000,000 gal)	776	775	783	791	798	806
Sales per Customer (1,000 gal)	168	165	163	162	160	158
Commercial						
Customers	10,291	10,497	10,707	10,921	11,139	11,362
Sales (1,000,000 gal)	3,737	3,735	3,772	3,809	3,846	3,884
Sales per Customer (1,000 gal)	363	356	352	349	345	342
Industrial						
Customers	19	19	19	19	19	19
Sales (1,000,000 gal)	45	45	45	45	45	45
Sales per Customer (1,000 gal)	2,368	2,368	2,368	2,368	2,368	2,368
Dual Service & Metered Fire Service						
Customers	1,489	1,519	1,549	1,580	1,612	1,644
Sales (1,000,000 gal)	2,818	2,817	2,844	2,872	2,900	2,929
Sales per Customer (1,000 gal)	1,892	1,854	1,836	1,818	1,799	1,782
Totals						
Customers	125,350	127,857	130,413	133,021	133,369	136,036
Sales (1,000,000 gal)	13,911	13,906	14,042	14,179	14,317	14,457

Billing Procedures

Water service charges are billed and collected by the Board. The residential, multi-residential, commercial, and industrial meters are read and billed monthly. All revenue applications are processed and supported by the Information Systems Department on the Board's computer network.

The Board delivers one monthly bill to each customer detailing the amounts owed by that customer for services provided by the Sewerage System, the Water System, and the City's sanitation services, respectively. In the event of a partial payment of amounts owed by customers under the current billing system, the payment is first applied to delinquent sewer and water balances, then to current sewer and water balances, then to delinquent sanitation balances, and finally to current sanitation balances. The Board will be implementing a new billing system and

intends to change the process for applying payment to sewer, water, and sanitation charges on a pro-rata basis.

Collection Procedures

Currently the Board's automated collection enforcement system takes effect after an account is at least 30 days past the due date and has a balance of at least \$75.00. The delinquent action consists of a 10-day notice of termination of service to the service address of the customer of record and also to the mailing address if different. In the case of multi-residential or commercial customers, a notice is posted on the front door of the premises. In the event of any billing dispute, the notice of termination of service also advises the manner in which a customer may request an impartial evidentiary hearing before a Customer Review Officer, who has full authority to order adjustment of the bill if necessary. The Board's average annual collection rate since 2010 is approximately 98%.

The Board administers its Water Help Program for qualifying customers in need of assistance with their water service bills. Importantly, this assistance program is only available to customers in a single-family dwelling. The program is funded in part by voluntary one dollar customer contributions to which the Board provides matching funds. There are approximately 1,400 participants in the Water Help Program.

It is the policy of the Board to write off unpaid final delinquent accounts after three years.

“Non-Revenue Water” of the System

As discussed in the Consulting Engineer's Feasibility Report in APPENDIX E under the heading “WATER SYSTEM PLANNING INITIATIVES AND COMPLIANCE-Water Accountability,” the Board has a high percent (approximately 75%) of “non-revenue water”: i.e., water that is either (i) metered and accounted for but provided at no cost or “Unmetered Use” (water that is categorized as unidentified leaks, accounted for leaks, or unmetered water used in firefighting or the flushing of sewers). The Unmetered Use accounted for approximately 69% of the Board's total pumped water in 2012. That discussion in the Consulting Engineer's Feasibility Report describes several initiatives that the Board is currently planning or conducting to address the issue of non-revenue water.

Largest Customers of the Water System for 2013

The Water System does not depend on one or several high volume customers for a large portion of its revenue; instead, the System has a diverse customer base. As shown in the chart below, not one of the Water System's ten-largest customers accounted for more than 1% of the System's total fiscal year 2013 revenue, and all of the top ten, combined, only accounted for approximately 5.3% of the Water System's revenues.

<u>ACCOUNT NAME</u>	<u>TYPE OF BUSINESS</u>	<u>NUMBER OF ACCOUNTS</u>	<u>GALLONS USED 2013 (12 months)</u>	<u>2013 WATER REVENUE</u>	<u>% OF WATER REVENUE</u>
1. Tulane University	University	57	265,664,800	\$601,593	0.93%
2. University of New Orleans	University	6	285,390,000	517,945	0.80
3. New Orleans Hilton	Hotel	5	200,721,600	373,550	0.58
4. NASA	Government	4	206,175,000	355,122	0.55
5. Housing Authority of New Orleans	Housing	157	160,266,000	342,517	0.53
6. Entergy Thermal	Utility	1	190,557,000	327,024	0.51
7. Tulane Medical	Hospital	7	159,780,000	292,900	0.45
8. LSU Medical	Hospital	17	133,903,200	280,245	0.44
9. Royal Orleans OMNI	Hotel	3	145,101,600	254,790	0.40
10. Hyatt Regency Hotel	Hotel	2	143,176,800	250,555	0.39

Source: The Board

FINANCIAL OPERATIONS

The Board derives its revenues from water sales and delinquent fees for water services, which account for 94.7% of the Water System’s total operating revenues, and fees and other revenues, which account for 5.3% of the Water System’s total operating revenues. The Water System’s operating revenues have steadily increased over the past five fiscal years primarily due to population growth.

Funds for the operation, maintenance, and debt service requirements of the Water System are obtained from water service charges. The balance of revenue remaining after meeting these costs may be used for cash financing of capital improvements as required and other lawful purposes. See “SECURITY AND SOURCE OF PAYMENT – Special Funds and Application of Revenues.”

Management Discussion of Remaining Effects of Hurricane Katrina

The devastation from floodwaters following the failure of the federal levee system during Hurricane Katrina had an enormous impact on the economy of the City of New Orleans and the region. Thousands of residents were displaced to other parts of the country and have been slow to return or are not likely to return at all. Businesses suffered damages partly as a result of the loss of their workforce. Many of those businesses that remain or have returned to the City have reduced operations due to the workforce shortage.

Nearly nine years after the storm, the City is showing strong and continuing signs of economic recovery: New Orleans has now regained 82% of its 2004 population; visitor spending in 2012 exceeded pre-Katrina levels; New Orleans was second amongst largest cities in population growth rate, according to the US Census Bureau; and the City has averaged a yearly growth rate of 4.5% since 2009. Water system revenues have increased by 16% since Katrina as a result of rate increases and modest population recovery.

With respect to the Sewerage System, the East Bank Treatment Plant was hit by an eighteen-foot wave from the storm surge as well as high winds from a tornado. Extensive damage to the East Bank Treatment Plant rendered it unusable for several months. The East Bank

Treatment Plant has been completely repaired and rebuilt, and the Board is in the final stages of increasing the height of a protective berm that will protect the plant from future storm surges. East Bank sewer pump stations also suffered significant wind and water damage. All of the East Bank sewer pump stations have been repaired and are working at the same or better efficiency than prior to Hurricane Katrina; many have been or are in the process of being elevated to mitigate the risk of future flood damage.

The Water System's power plant at the Carrolton Water Treatment Plant suffered significant damage during the efforts to dewater the city due to damage to the boilers from contamination by polluted saltwater. Emergency repairs were completed immediately after the storm and the Board is in the process of a \$150 million retrofit of the power plant to relocate and increase capacity of raw water intakes; upgrade the turbines, boilers, and all mechanical, instrumentation, and controls; harden the power complex and electrical and mechanical systems within the power complex; and harden the power distribution network and emergency fuel storage tank.

There was also significant damage done to the Board's underground water distribution and sewer collection infrastructure. With funding provided from FEMA, the Board is spending nearly \$50 million repairing the sanitary sewer collection system and approximately \$200 million for the potable water system for Katrina related defects. The Board has approximately 429 FEMA-approved project worksheets to fund repair and replacement work for Hurricane Katrina-related damages to the Sewerage System, the Water System, and the Drainage System. As project work is assigned to contractors, the Board and the contractors clearly identify which portions of the project work is eligible and non-eligible for reimbursement from FEMA. Contractor invoices are clearly annotated to differentiate eligible and non-eligible costs. Upon completion of work, Board staff performs an extensive pre-closeout review of the documentation related to applicable project worksheets prior to submitting the documentation to the State of Louisiana for review. Approximately 119 projects have been completed and submitted to the State and approximately 39 projects have been closed out by the State. There have been no adverse findings by the State, and Board management anticipates no significant risk of "clawback" of funds by FEMA.

The Drainage System's pump stations incurred significant electrical and mechanical damage and were repaired quickly after the levees were restored. Despite the scope and severity of the damage to the Sewerage System, the Water System, and the Drainage System, each has been restored to full regulatory compliance.

To assist local political subdivisions including the Board with current operating expenses and the payment of debt service on various obligations, the State and the federal government put in place borrowing programs designed to provide immediately available revenues to such political subdivisions. The Board continued to make the required debt service payments on its indebtedness, due in part to loans from the State of Louisiana. For more information on the amounts borrowed by the City and its component entities and independent boards pursuant to these programs, see "DEBT STATEMENT – Hurricane-Related Borrowing of the Board."

Operating Revenues

Water System operating revenue consists of sales revenues based on the schedule of water service charges and delinquent fees shown in a following table. Overall, operating revenues are expected to increase at an average compound rate of 10.4% between fiscal years 2014 and 2019.

Historical operating revenues are also shown in a following table.

Non-Operating Revenues

Water System non-operating revenue includes interest earned on the investment of available funds, and other minor items of revenue. Earned interest comes from investments in the Water System Fund and the capital projects and Construction Fund. Historical non-operating revenues are also shown in a following table. Non-operating revenues of the Board attributable to the Water System are minimal. The Board does not anticipate that such revenues will materially increase from fiscal year 2014 to fiscal year 2019.

Operation and Maintenance Expenses

The Board utilizes a system of accounts designed to group expenses by function for budget purposes. Under the present system of accounts, expenses are categorized under the classifications of operating expenses, non-operating expenses, or other budgeted expenditures and transfers. Management and general expenses include wages, materials and supplies, services, and other costs. Operations expenses encompass the costs of collecting, pumping, treating, and distributing water. Other expenses include such items as general insurance, outside services employed, social security, worker's compensation insurance, pension and medical insurance contributions, and miscellaneous expenditures. Historical operation and maintenance expenses are shown in a following table.

The Board anticipates its annual operating budget to increase at an annual rate of 5.2% between fiscal years 2014 and 2019. This is part of the Board's efforts to bring the Water System's operating expenses in line with national standards, and enable it to more efficiently and sustainably operate and maintain the System.

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Financial Information Relating to the Water System – Cash and Equivalents

The Board reported the following cash and cash equivalents balances in its Water System funds as of December 31, 2013 (rounded to the nearest dollar):

Unrestricted and undesignated cash and cash equivalents	\$16,029,725
Designated cash, cash equivalents, and investments	\$13,346,275
Customer Deposits	\$10,106,417
Restricted cash and cash equivalents for capital projects	\$ 2,586,668
Health insurance reserve	\$ 775,834
Debt service reserve	\$ 5,291,590

Source: Sewerage and Water Board of New Orleans, 2013 Comprehensive Annual Financial Report.

Debt Service Requirements

The Financial Consultant's Feasibility Letter in APPENDIX D calculates the actual debt service requirements on the Series 2014 Bonds. To complete the capital program as presently contemplated, future authorizations for additional Indebtedness are required. The projections assume water rate increases as detailed in Exhibit 4 of APPENDIX D.

Historical Financial Operations

NOTE: HISTORICAL DATA INCLUDED HEREIN IS PRESENTED FOR INFORMATION PURPOSES ONLY AND IS NOT A FORECAST OF FUTURE OPERATIONS. ADOPTED AND PROPOSED RATE INCREASES, BOND ISSUES, FEDERAL MATCHING FUNDS, PROPOSED CAPITAL IMPROVEMENTS AND OTHER COSTS MAY SIGNIFICANTLY CHANGE THE REVENUES AND EXPENDITURES OF THE WATER SYSTEM FROM HISTORICAL INFORMATION.

Historical financial operations of the Water System consist of water service charges, fees, and other sources, operation and maintenance expenditures, and debt service charges which are summarized from 2009 through 2013 in the following table.

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WATER SYSTEM HISTORICAL REVENUES, EXPENSES, DEBT, AND DEBT SERVICE COVERAGE (1)

	Fiscal Year				
	2009	2010	2011	2012	2013
Revenues					
Operating Revenues					
Water Sales and Delinquent Fees	\$ 50,677,054	\$ 55,079,772	\$ 59,890,312	\$ 60,256,304	\$ 64,398,609
Plumbing and Inspection Fees	242,224	373,213	379,036	343,903	321,518
Subtotal: Water Sales and Fees	\$ 50,919,278	\$ 55,452,985	\$ 60,269,348	\$ 60,600,207	\$ 64,720,127
Other Revenues	\$ 1,721,396	\$ 3,245,693	\$ 4,429,221	\$ 3,234,003	\$ 3,253,430
Additional Revenue	-	-	-	-	-
Total Operating Revenues	\$ 52,640,674	\$ 58,698,678	\$ 64,698,569	\$ 63,834,210	\$ 67,973,557
Non-Operating Revenues	\$ 282,135	\$ 188,220	\$ 187,212	\$ 219,089	\$ 303,719
O&M Expense Reimbursements	16,600,790	6,251,855	11,514,936	7,617,063	1,981,568
Total Non-operating Revenues	\$ 16,882,925	\$ 6,440,075	\$ 11,702,148	\$ 7,836,152	\$ 2,285,287
Total Revenues	\$ 69,523,599	\$ 65,138,753	\$ 76,400,717	\$ 71,670,362	\$ 70,258,844
Expenses					
Operating Expenses					
O&M Expenditures	\$ 51,983,869	\$ 58,180,210	\$ 64,677,227	\$ 61,988,096	\$ 64,170,161
Depreciation & Amortization	13,894,896	13,966,864	13,811,991	11,341,531	16,162,085
Provision for Bad Debt	(1,143,599)	3,053,826	1,658,080	1,150,450	1,072,550
Total Operating Expenses	\$ 64,735,166	\$ 75,200,900	\$ 80,147,298	\$ 74,480,077	\$ 81,404,796
Net Revenues	\$ 4,788,433	\$ (10,062,147)	\$ (3,746,581)	\$ (2,809,715)	\$ (11,145,952)
Less: Transfers to Rate Stabilization	\$ -	\$ -	\$ -	\$ -	\$ -
Plus: Transfers from Rate Stabilization	-	-	-	-	-
Plus: Depreciation & Amortization	13,894,896	13,966,864	13,811,991	11,341,531	16,162,085
Plus: Provision for Bad Debt	(1,143,599)	3,053,826	1,658,080	1,150,450	1,072,550
Rate Covenant Net Revenues	\$ 17,539,730	\$ 6,958,543	\$ 11,723,490	\$ 9,682,266	\$ 6,088,683
Senior Debt Service					
Senior Debt Payment	\$ 3,886,268	\$ 3,905,618	\$ 3,917,393	\$ 3,928,380	\$ 3,919,043
Total Senior Debt Service	\$ 3,886,268	\$ 3,905,618	\$ 3,917,393	\$ 3,928,380	\$ 3,919,043
Senior Debt Service Coverage	4.51	1.78	2.99	2.46	1.55
Rate Covenant Net Revenue After Senior Debt Service	\$ 13,653,462	\$ 3,052,925	\$ 7,806,097	\$ 5,753,886	\$ 2,169,640
Ending Balance of Available Funds (2)	\$ 20,141,196	\$ 23,661,968	\$ 18,494,226	\$ 24,416,595	\$ 39,482,417
<i>Days of Cash on Hand</i>	141	148	104	144	225

Source: Raftelis

(1) The data for this schedule comes primarily from the Board's Comprehensive Annual Financial Reports (CAFRs).

(2) For 2009 through 2012, the balance was assumed to be the unrestricted and undesignated cash and cash equivalents and the customer deposits from the CAFRs, and in 2013 the total also included the cash and cash equivalent designated for capital projects, which was not previously segregated in the Board's CAFR.

Projected Financial Operations

The following table reflects projected financial operations for the Water System based on expected water service charges, delinquent fees, and other sources, operation and maintenance expenditures, and debt service charges for fiscal years 2014 through 2019. For a discussion of the assumptions underlying the projections below, see APPENDIX D – “Financial Consultant’s Feasibility Report.”

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Forecast Statement of Revenues, Expenses, Debt, and Debt Service Coverage

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Revenues						
Operating Revenues						
Water Sales and Delinquent Fees (1)	\$ 70,541,914	\$ 77,565,067	\$ 86,157,725	\$ 95,702,278	\$ 106,304,177	\$ 118,080,553
Plumbing and Inspection Fees	321,517	321,517	321,517	321,517	321,517	321,517
Subtotal: Water Sales and Fees	<u>\$ 70,863,431</u>	<u>\$ 77,886,584</u>	<u>\$ 86,479,242</u>	<u>\$ 96,023,795</u>	<u>\$ 106,625,694</u>	<u>\$ 118,402,070</u>
Other Revenues (2)	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503
Additional Revenue (3)	1,585,419	1,743,651	1,926,377	2,128,303	2,351,450	2,598,054
Total Operating Revenues	<u>\$ 75,681,353</u>	<u>\$ 82,862,738</u>	<u>\$ 91,638,123</u>	<u>\$ 101,384,601</u>	<u>\$ 112,209,646</u>	<u>\$ 124,232,628</u>
Non-Operating Revenues	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501
Total Non-operating Revenues	<u>\$ 280,501</u>	<u>\$ 280,501</u>	<u>\$ 280,501</u>	<u>\$ 280,501</u>	<u>\$ 280,501</u>	<u>\$ 280,501</u>
Total Revenues	<u>\$ 75,961,854</u>	<u>\$ 83,143,239</u>	<u>\$ 91,918,624</u>	<u>\$ 101,665,102</u>	<u>\$ 112,490,147</u>	<u>\$ 124,513,129</u>
Expenses						
Operating Expenses						
O&M Expenditures (4)	\$ 68,888,066	\$ 71,680,615	\$ 74,911,802	\$ 78,241,157	\$ 81,708,983	\$ 85,243,635
Depreciation & Amortization (5)	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473
Provision for Bad Debt (6)	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261
Total Operating Expenses	<u>\$ 83,881,801</u>	<u>\$ 86,674,350</u>	<u>\$ 89,905,537</u>	<u>\$ 93,234,892</u>	<u>\$ 96,702,717</u>	<u>\$ 100,237,370</u>
Net Revenues	<u>\$ (7,919,946)</u>	<u>\$ (3,531,111)</u>	<u>\$ 2,013,086</u>	<u>\$ 8,430,210</u>	<u>\$ 15,787,430</u>	<u>\$ 24,275,759</u>
Less: Transfers to Rate Stabilization	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Plus: Transfers from Rate Stabilization	-	-	-	-	-	-
Plus: Depreciation & Amortization	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473
Plus: Provision for Bad Debt	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261
Rate Covenant Net Revenues	<u>\$ 7,073,788</u>	<u>\$ 11,462,624</u>	<u>\$ 17,006,821</u>	<u>\$ 23,423,945</u>	<u>\$ 30,781,165</u>	<u>\$ 39,269,494</u>
Senior Debt Service - 2014 Issue						
Existing Debt paid in 2014 (7)	\$ 687,021					
Proposed Series 2014 (8)	2,142,392	\$ 3,500,000	\$ 5,501,250	\$ 7,700,000	\$ 7,693,000	\$ 7,700,000
Total Senior Debt Service	<u>\$ 2,829,414</u>	<u>\$ 3,500,000</u>	<u>\$ 5,501,250</u>	<u>\$ 7,700,000</u>	<u>\$ 7,693,000</u>	<u>\$ 7,700,000</u>
Senior Debt Service Coverage - 2014 Issue	<u>2.50</u>	<u>3.28</u>	<u>3.09</u>	<u>3.04</u>	<u>4.00</u>	<u>5.10</u>
Senior Debt Service - Programmatic						
Historical 2014 Debt Service	\$ 2,829,414	\$ 3,500,000	\$ 5,501,250	\$ 7,700,000	\$ 7,693,000	\$ 7,700,000
Projected Future Bonds (9)	-	-	-	4,380,696	8,761,392	13,404,930
Total Senior Debt Service	<u>\$ 2,829,414</u>	<u>\$ 3,500,000</u>	<u>\$ 5,501,250</u>	<u>\$ 12,080,696</u>	<u>\$ 16,454,392</u>	<u>\$ 21,104,930</u>
Senior Debt Service Coverage - Programmatic (10)	<u>2.50</u>	<u>3.28</u>	<u>3.09</u>	<u>1.94</u>	<u>1.87</u>	<u>1.86</u>
Total Debt Service Requirements	<u>\$ 2,829,414</u>	<u>\$ 3,500,000</u>	<u>\$ 5,501,250</u>	<u>\$ 12,080,696</u>	<u>\$ 16,454,392</u>	<u>\$ 21,104,930</u>
Total Debt Service Coverage (11)	<u>2.50</u>	<u>3.28</u>	<u>3.09</u>	<u>1.94</u>	<u>1.87</u>	<u>1.86</u>
Rate Covenant Net Revenues	<u>\$ 7,073,788</u>	<u>\$ 11,462,624</u>	<u>\$ 17,006,821</u>	<u>\$ 23,423,945</u>	<u>\$ 30,781,165</u>	<u>\$ 39,269,494</u>
Less: Transfers from Rate Stabilization	-	-	-	-	-	-
Less: Grants	-	-	-	-	-	-
Adjusted Rate Covenant Net Revenues	<u>\$ 7,073,788</u>	<u>\$ 11,462,624</u>	<u>\$ 17,006,821</u>	<u>\$ 23,423,945</u>	<u>\$ 30,781,165</u>	<u>\$ 39,269,494</u>
Total Debt Service Coverage on Adjusted Rate Covenant Net Revenues (12)	<u>2.50</u>	<u>3.28</u>	<u>3.09</u>	<u>1.94</u>	<u>1.87</u>	<u>1.86</u>
Revenue after Debt Service	<u>\$ 4,244,375</u>	<u>\$ 7,962,624</u>	<u>\$ 11,505,571</u>	<u>\$ 11,343,248</u>	<u>\$ 14,326,772</u>	<u>\$ 18,164,563</u>
Less: GO Zone Repayment	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836
Less: Revenue Funded Capital	-	3,000,000	3,000,000	4,000,000	5,000,000	8,000,000
Less: Repayments	3,891,044	3,891,044	2,186,000	436,000	436,000	-
Total Income/(Deficit)	<u>(287,505)</u>	<u>430,744</u>	<u>5,678,736</u>	<u>6,266,413</u>	<u>8,249,937</u>	<u>9,523,728</u>
Ending Balance of Available Funds	<u>\$ 40,026,658</u>	<u>\$ 40,457,403</u>	<u>\$ 46,136,138</u>	<u>\$ 52,402,551</u>	<u>\$ 60,652,488</u>	<u>\$ 70,176,216</u>
<i>Days of Cash on Hand</i>	212	206	225	244	271	300

¹Based on 2013 actual revenues with growth, rate increase, and resistance factors. See Explanatory Note 5 for more detail.

²Primarily consists of reconnect and reset fees (over \$2.3 million of total in 2013).

³Includes additional revenue collected due to field account reviews and enhanced school system billing. See Explanatory Note 5 for more detail.

⁴Based on the 2014 budget with annual increases, additional O&M to reach more sustainable O&M levels, and efficiency savings. See Explanatory Note 6 for more detail.

⁵Based on the average of the last two years in historical schedule. The Board anticipates collapsing Depreciation and Amortization into a single line item going forward.

⁶Based on the average of the five years in historical schedule.

⁷This debt service will be paid June 1, 2014 prior to the closing of the refunding on the existing outstanding debt.

⁸Based on pricing information provided by the FA dated 5/9/14.

⁹Annual bond issues with two years of capitalized interest are expected throughout the forecast period. See Explanatory Note 8 for more detail.

¹⁰Rate covenant requires coverage of 1.25 on Senior Debt Service.

¹¹Rate covenant requires coverage of 1.10 on Total Debt Service.

¹²Rate covenant requires coverage of 1.00 on Total Debt Service after excluding certain revenues, such as operating grants.

Financial Policies

The Board intends to acquire, control, report, and disburse financial assets according to these policy statements. The policy statements are intended to provide policy objectives and establish more rigorous standards than those required by General Resolution, and may be amended from time to time. **These policies are not a part of the General Resolution or the contract with holders of the Series 2014 Bonds.**

Financial Planning

The Board will annually develop and maintain separate ten-year financial plans that identify the financial resources needed to achieve the objectives of the strategic plan; identify options for creation of resources; identify shortages between what is needed and what may be funded; and, describe the consequences of under-funding. The capital requirements for the financial plan will be based on management's understanding of all facilities that will be needed during the ten-year planning horizon. The financial plan will be reviewed by an outside expert for completeness and reasonableness at least once every five years.

Financial Budgeting

The Board of Directors will adopt operating and capital budgets that it projects will enable the Sewerage and Water Board to maintain coverage at a minimum of 150% of senior debt service and 125% of total debt service.

Debt Management

The Board will not issue long-term debt obligations or utilize long-term debt proceeds to finance current operations of the Board. The Board will not issue long-term debt obligations that involve derivative financial instruments. Water System debt obligations may be issued only if: (i) the maximum annual aggregate debt service for senior obligations multiplied by 1.25 will not exceed the annual net revenues of the System; and (ii) the maximum annual aggregate debt service for all obligations multiplied by 1.10 will not exceed the annual net revenues of the System.

Reserves Management

The Sewerage and Water Board will maintain an Operating Reserve Fund for the Water System, the Sewerage System, and the Drainage System, each with not less than 180 days of projected operating expenses.

Ratemaking

A water rate study will be prepared at least every five years based on the American Water Works Association M1 Water Rates Manual. A sewer rate study will be prepared at least every five years based on the Water Environment Federation in the Manual of Practice 27: Financing and Charges for Wastewater Systems.

The Executive Director will identify to the Board any and all occasions when the Board is not in compliance with this policy and will develop and present a plan to the Board within 60 days to restore full compliance within one year.

FINANCIAL CONSULTANT’S FEASIBILITY LETTER

Raftelis Financial Consultants, Inc.’s projections of operation and maintenance expenses are shown on the Financial Consultant’s Feasibility Letter in APPENDIX D and are categorized by the present system of accounts. Estimates of future expenses are based on analysis of past trends in Water System costs recognizing the existing City civil service pay plan and provide an allowance for continuing inflation.

Included in the Financial Consultant’s Feasibility Letter is the opinion of the Financial Consultant regarding the adequacy of water service rates to produce revenues required for (i) operations and maintenance of the Water System and (ii) the payment of debt service on the Series 2014 Bonds and future Outstanding Senior Parity Indebtedness. See APPENDIX D – “Financial Consultant’s Feasibility Report.”

CONSULTING ENGINEER FEASIBILITY REPORT

Black & Veatch Corporation’s findings and conclusions relating to the conditions of the Water System and its future operations are shown in the Consulting Engineer’s Feasibility Report in APPENDIX E attached hereto.

DEBT STATEMENT

Short-Term Debt of the Sewerage and Water Board

The Sewerage and Water Board of New Orleans has no outstanding short-term indebtedness other than normal accounts payable or as otherwise stated in this Official Statement.

Revenue Bonds of the Board

The City, acting by and through the Board, is authorized to issue Water Revenue Bonds, Sewerage Revenue bonds, and Drainage System Bonds secured by and payable solely from revenues received from the imposition of water charges, sewerage charges, and an ad valorem property tax levied for the operation and maintenance of the Drainage System, respectively, and from the amounts held on deposit in the funds and accounts established under the resolutions pursuant to which such bonds were or will be issued.

At or about the time of issuance of the Series 2014 Bonds, it is anticipated that the City, on behalf of the Board, will issue a series of Sewerage Revenue Bonds pursuant to the General Sewerage System Revenue Bond Resolution, adopted by the Board on May 21, 2014, and by the City and the Board of Liquidation on June 5, 2014, and May 29, 2014, respectively. The Sewerage Revenue Bonds will not be secured by the General Resolution or by any pledge of the Net Revenues or the Funds created under the General Resolution.

Any such bonds issued for the benefit of the Water System shall be issued as provided in the General Resolution. See “SECURITY AND SOURCE OF PAYMENT – Additional Bonds and Other Parity Senior Indebtedness.”

Hurricane-Related Borrowing of the Board

As part of the recovery efforts following Hurricanes Katrina and Rita (See “INVESTMENT CONSIDERATIONS – Hurricanes Katrina and Rita and other Weather-Related Risks”), the Board received special authorization to borrow funds from various sources for various purposes. The State issued \$200,000,000 of General Obligation Gulf Tax Credit Bonds, Series 2006-A and \$200,000,000 of General Obligation Match Bonds, Series 2006-B (the “State Bonds”) and loaned the proceeds to various entities, including the Board, to assist in the payment of debt service coming due on the respective obligations of each entity. In addition, the Federal Government acting through the Federal Emergency Management Agency (“FEMA”) pursuant to the Robert T. Stafford Disaster Relief and Emergency Assistance Act (the “Stafford Act”), as amended, loaned the City and its component entities funds for current operations related to essential services, evidenced by one or more notes of such entities.

The Board borrowed \$77,465,247 of proceeds from the State Bonds (the “CEA GO Zone Indebtedness”). Of the CEA GO Zone Indebtedness, \$45,965,247 was used to make debt service payments on Drainage System Special Tax Bonds, Sewerage Service Revenue Bonds, and Water Revenue Bonds that were due on December 1, 2006, June 1, 2007, and June 1, 2008, respectively. The CEA GO Zone Indebtedness attributable to the Water System is payable from surplus moneys held by the Board in the Water System Fund after the payment of all debt service obligations on any outstanding Senior Debt and Subordinate Debt. The CEA GO Zone Indebtedness matures on July 15, 2026, and, as of December 1, 2013, the outstanding principal amount was \$69,917,529.

The Board also borrowed \$61,956,747 as a Special Community Disaster Loan under provisions of the Stafford Act. The proceeds of those loans were used by the Board to pay certain current operating expenses of the Board. Pursuant to Section 4502 of the U.S. Troop Readiness, Veterans’ Care, Katrina Recovery, and Iraq Accountability Appropriations Act of 2007, FEMA was given authority to forgive Stafford Act loans relating to Hurricane Katrina under certain circumstances. In 2013, FEMA forgave all remaining principal and accrued interest for the Special Community Disaster Loan.

BOARD OF LIQUIDATION, CITY DEBT

The Board of Liquidation was created by the Louisiana Legislature in 1880 and made a “body corporate,” separate and distinct from the City, in 1890. The Series 2014 Bonds are being sold through the Board of Liquidation, which also approves their issuance.

The Board is required to pay to the Board of Liquidation monthly from revenues of the Water System amounts not less than one-twelfth of the annual payment of principal and interest on the Series 2014 Bonds and any additional bonds payable from the revenues of the Water System, and amounts required to be deposited to the Reserve Fund. The Board of Liquidation is empowered

to compel, by appropriate judicial proceedings, the Board to fix water rates which will produce net revenues sufficient to pay such debt service and to fund such reserve fund.

The Board of Liquidation is composed of nine members: the Mayor and the two City Councilmembers-at-large, who serve *ex officio*, and six members, referred to as the “syndicate” members, appointed in the manner hereinafter described. The syndicate members have traditionally been selected from leaders of the business, financial and professional community of New Orleans. All members of the Board of Liquidation serve without pay. Further information about the Board of Liquidation, its membership and financial data may be found on its website at <http://www.bolcd.com>.

The incumbent members of the Board of Liquidation, who serve until their successors are appointed, their terms of office, and their principal occupations are:

Mary K. Zervigon, President --
Attorney. Former Chairman of the Louisiana Tax
Commission
(Term: 2/20/14-12/31/2025)

Richard P. Wolfe, Vice President --
Attorney
(Term: 1/20/05-12/31/2015)

Mitchell J. Landrieu, ex officio --
Mayor, City of New Orleans
(Term: 5/04/2014-5/06/2018)

Jason R. Williams, ex officio --
Councilmember-at-large, City of New Orleans
(Term: 5/04/2014-5/06/2018)

Alan C. Arnold --
President, MidSouth Realty Management, Inc.
(Term: 12/18/2008-12/31/2019)

William Raymond Manning--
Managing Principal, Manning Architects
(Term: 1/20/2011-12/31/2021)

Stacy S. Head, ex officio --
Councilmember-at-large, City of New Orleans
(Term: 5/04/2014-5/06/2018)

Mark M. Moody --
Engineer, NASA
(Term: 1/20/2011-12/31/2017)

Henry F. O'Connor, Jr.
Attorney
(Term: 11/1/2012-12/31/2023)

INVESTMENT CONSIDERATIONS

Hurricanes Katrina and Rita and other Weather-Related Risks

Hurricane Katrina struck the Central Gulf Coast near New Orleans, Louisiana as a Category 3 hurricane on August 29, 2005. Failure of several sections of the federal levee system resulted in flooding that inundated approximately 80% of the City with water up to 20 feet deep in some places. Hurricane Rita struck near the Texas-Louisiana border on September 24, 2005 as a Category 3 hurricane. Storm surge associated with Hurricane Rita reopened some of the levee breaches caused by Hurricane Katrina and reflooded parts of New Orleans.

Although water and sewer treatment plants on the West Bank of New Orleans continued to operate, Hurricane Katrina left the majority of the Board’s facilities inoperable, destroyed over 500 vehicles and pieces of equipment, approximately 65% of the fleet, completely disrupted normal communication channels, and put the lives of many employees who were on duty in jeopardy. For a fuller discussion of the effects of Hurricane Katrina on the Board and its operations, see “FINANCIAL OPERATIONS – Management Discussion.”

Because of the interruption of water, sewer and drainage service and the limited return of evacuated customers, the Board experienced a substantial reduction in water and sewer service

revenues, as well as drainage revenues which are ad valorem tax based, following the hurricanes. While water service charges for fiscal year 2013 exceeded those for fiscal year 2004 (immediately before the storms) by approximately 16%, the loss of revenues between fiscal years 2005 and 2012 had a significant impact on the financial condition of the Board and the physical condition of its facilities and equipment. For additional information, see APPENDIX C – “Consulting Engineer Feasibility Report.”

Levees and Flood Protection

Coastal Louisiana, including the City, is susceptible to hurricanes wherein winds and flooding have from time to time caused significant damage, particularly in the case of Hurricane Katrina. Subsequent to Hurricane Katrina, the U.S. Army Corps of Engineers (the “Corps”) undertook a project consisting of the planning, design and construction of a flood protection system to the Metropolitan New Orleans Area. The improvements to flood protection system, known as the Hurricane and Storm Damage Risk Reduction System (“HSDRRS”), consists of a \$14.5 billion system of levees, floodwalls, and pumps designed to eliminate nearly all flooding from 100-year storm events and significantly reduces flood risks from 500-year storm events. According to data generated by the Corps, a storm more severe than Hurricane Katrina would only cause modest flooding as compared to floods caused by Hurricane Katrina.

A 100-year storm is an event that has a 1% chance of occurring in any given year. The Corps designed the HSDRRS based on computer-generated models of 152 storms of varying paths, speeds, rainfall volumes, intensities, and radius. Based on data derived from these models, the Corps was able to determine the necessary structural specifications to protect Metropolitan New Orleans Area from 100-year storms. The HSDRRS involves a variety of innovative improvements to levees, floodwalls, outfall canals, interim closure structures, and pump stations in and around the Metropolitan New Orleans Area.

The Corps continues to explore further improvements to the HSDRRS in the Metropolitan New Orleans Area, while also working with officials in New Orleans Parish to improve drainage infrastructure as part of the Southeast Louisiana Urban Drainage program, which is critical in protecting the Metropolitan New Orleans Area from flooding caused by rain-only storm events.

No assurance can be given that the proposed flood protection system improvements will prevent wind and flooding resulting from future significant weather events.

Future Financial Performance – Ability to Finance Future Projects; Rate Increases

All financial and other information presented in this Official Statement has been provided by the Board from its records, except information expressly attributed to other sources. The presentation of information, including tables of receipts from rates, charges, and other sources, is intended to show recent historical information, and is not intended to indicate future or continuing trends in the financial position or the affairs of the Board or the Water System except as otherwise indicated in this Official Statement. No representation is made that past experience, as might be shown by such financial and other information, will necessarily continue or be repeated.

The Board's ability to fulfill its obligations under the Consent Decree and comply with other state and federal legal requirements depends, in part, on its ability to finance future construction either through external borrowing, funds on deposit, or funds raised through future rate increases. No assurance can be given that unforeseen factors may prevent such additional financings from being completed.

As discussed in the Consulting Engineer's Feasibility Report in APPENDIX E under the heading "WATER SYSTEM PLANNING INITIATIVES AND COMPLIANCE-Water Accountability," the Board has a high percent (approximately 75%) of "non-revenue water": i.e., water that is either (i) metered and accounted for but provided at no cost or "Unmetered Use" (water that is categorized as unidentified leaks, accounted for leaks, or unmetered water used in firefighting or the flushing of sewers). The Unmetered Use accounted for approximately 69% of the Board's total pumped water in 2012. That discussion in the Consulting Engineer's Feasibility Report describes several initiatives that the Board is currently planning or conducting to address the issue of non-revenue water.

The Board's ability to raise rates is limited by the procedural requirement that any increase be approved by the Board of Liquidation and the New Orleans City Council. The Board is currently authorized to increase Water System rates by 10% annually through 2020. There is no assurance that, upon the expiration of the currently authorized rate increases in 2020, any subsequent rate increases will be approved. As a result, the Board, depending on its financial position at the time and several other factors, could find itself unable to generate sufficient revenues to fully operate the Water System and meet the Rate Covenant.

Use of Water System Revenues to Provide Financial Support for the Sewerage System or the Drainage System

In addition to the Water System, the Board also operates a Sewerage System and a Drainage System. Each system has its own source of revenue, and the Board operates each system as a distinct business enterprise; however, certain administrative expenses are allocated among the systems for accounting purposes. The Board may transfer Water System funds to either of the Sewerage System and/or the Drainage System; provided, however, that any such transfer may be made (i) only out of excess funds then held in the Water System Fund described herein (i.e., only after other deposits and transfers required to be made from Net Revenues of the System have been made as required in the General Resolution), and (ii) only to the extent such transfer is then permitted by applicable law.

Regulatory Matters

Although the operations of the Water System and the rates established for the Water System are not currently directly regulated by the State of Louisiana or the United States, such operations and rates can be adversely affected at any time by laws enacted by the Louisiana State Legislature or Congress or by rules, regulations, orders, or determinations by state or federal agencies that may have the effect of increasing expenses of the Water System or impairing the Board's ability to generate sufficient revenues to fully operate the Water System and meet the Rate Covenant.

Limitations on Remedies Available to Bondholders

The remedies available to the owners of the Series 2014 Bonds upon an event of default under the Series 2014 Bond Resolution are in many respects dependent upon judicial actions which are often subject to discretion and delay. Under existing constitutional and statutory law and judicial decisions, including specifically in the United States Bankruptcy Code, 11 U.S.C. § 101, et seq. (the “Bankruptcy Code”), the remedies provided in the Series 2014 Bond Resolution may not be readily available or may be limited. The various legal opinions delivered concurrently with the delivery of the Series 2014 Bonds will be qualified as to the enforceability of the various legal instruments by limitations imposed by general principles of equity and by bankruptcy, reorganization, insolvency or other similar laws affecting the rights of creditors generally.

The enforceability of the rights and remedies of the owners of the Series 2014 Bonds, and the obligations incurred by the Issuer in issuing the Series 2014 Bonds, are subject to the Bankruptcy Code and applicable bankruptcy, insolvency, reorganization, moratorium, or similar laws relating to or affecting the enforcement of creditors’ rights generally, now or hereafter in effect to the extent constitutionally applicable; equity principles which may limit the specific enforcement under Louisiana law of certain remedies; the exercise by the United States of America of the powers delegated to it by the federal Constitution; and the exercise of the sovereign police powers of the State of Louisiana or its governmental bodies. Consistent with the Contracts Clauses of the Louisiana and United States Constitutions, in a bankruptcy proceeding or due to the exercise of powers by the federal government or the government of the State of Louisiana, bondowners could be subject to judicial discretion and the interpretation of their rights in bankruptcy or otherwise, which consequently may entail risks of delay, limitation, or modification of their rights. Under current Louisiana law, no political subdivision, including the Issuer, may file for protection under Chapter 9 of the Bankruptcy Code unless such filing is approved by the Louisiana State Bond Commission and the Governor and Attorney General of Louisiana. Further, no political subdivision, after filing for bankruptcy protection, may carry out a plan of readjustment of debts approved by the bankruptcy court until such plan is approved by the Louisiana State Bond Commission and the Governor and Attorney General of Louisiana.

The obligations of the Issuer and the Board under the Series 2014 Bond Resolution may be secured on a parity with other obligations of the Issuer and the Board so that any proceeds that might be derived from the exercise of remedies would be required to be shared among the owners of the Series 2014 Bonds and the holders of any additional parity bonds.

For the foregoing reasons, in a bankruptcy context, the pledge of the Net Revenues of the Water System by the Issuer and the Board to secure the obligations with respect to the Series 2014 Bonds may be ineffective as to certain revenues or under certain circumstances.

Limited Secondary Market

There can be no guarantee that there will be a secondary market for the Series 2014 Bonds or, if a secondary market exists, that any Series 2014 Bonds can be sold for a particular price. Occasionally, because of general market conditions, lack of current information, adverse history, or economic prospects connected with a particular issue, secondary marketing practices in connection with a particular issue are suspended or terminated. Additionally, prices of issues for which a

market is being made will depend upon the then-prevailing circumstances. Such prices could be substantially different from the original purchase price.

INVESTING IN THE SERIES 2014 BONDS INVOLVES CERTAIN RISKS. POTENTIAL INVESTORS IN THE SERIES 2014 BONDS ARE RESPONSIBLE FOR CONDUCTING AN INDEPENDENT INVESTIGATION OF MATTERS RELATING TO THE FINANCIAL ASPECTS OF THE SERIES 2014 BONDS, THE WATER SYSTEM, THE ISSUER, THE BOARD AND THE SECURITY FOR THE SERIES 2014 BONDS TO DETERMINE IF AN INVESTMENT IN THE SERIES 2014 BONDS, AND THE RISKS ASSOCIATED THEREWITH, IS CONSISTENT WITH THEIR INVESTMENT OBJECTIVES. POTENTIAL INVESTORS SHOULD NOT RELY ON ANY PARTY TO THE TRANSACTION WITH RESPECT TO THE INVESTIGATION OF ANY SUCH MATTERS. PROSPECTIVE PURCHASERS SHOULD CONFER WITH THEIR OWN LEGAL AND FINANCIAL ADVISORS BEFORE CONSIDERING A PURCHASE OF THE SERIES 2014 BONDS.

THIS OFFICIAL STATEMENT HAS BEEN PREPARED IN CONNECTION WITH THE INITIAL OFFERING AND SALE OF THE SERIES 2014 BONDS TO THE PURCHASERS ON THE DATE HEREOF AND IS NOT INTENDED FOR USE IN CONNECTION WITH ANY SUBSEQUENT SALE, REOFFERING OR REMARKETING OF THE BONDS. SUBSEQUENT PURCHASERS MUST THEREFORE RELY ON THEIR OWN EXAMINATION OF THE OFFERING, INCLUDING THE MERITS AND THE RISKS INVOLVED.

TAX EXEMPTION

Interest on Series 2014 Bonds

The delivery of the Series 2014 Bonds is subject to the joint legal opinion of Foley & Judell, L.L.P. and Auzenne & Associates, L.L.C., Co-Bond Counsel, each of New Orleans, Louisiana, to the effect that interest on the Series 2014 Bonds is excluded from gross income of the owners for federal income tax purposes under existing law. See APPENDIX F – “Proposed Form of Legal Opinion.”

Louisiana Taxes

The opinion of Co-Bond Counsel will state that under the Act, the Series 2014 Bonds are exempt from all taxation in Louisiana for state, parish, municipal or other local purposes.

Alternative Minimum Tax Consideration

Interest on the Series 2014 Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals or corporations under the Code. Interest on the Series 2014 Bonds will, however, be included in the adjusted current earnings (for example, the income, including interest on obligations such as the Series 2014 Bonds, used in reports or statements to shareholders or owners or in reports to creditors) of certain corporations, and the alternative minimum taxable income of such corporations must be increased by 75% of the excess of such corporation’s adjusted current earnings over its alternative minimum taxable income (determined without regard to such adjustment and prior to reduction for certain net operating losses).

General

The Code imposes a number of requirements that must be satisfied for interest on state and local obligations to be excluded from gross income for federal income tax purposes. These requirements include limitations on the use of bond proceeds and the source of repayment of bonds, limitations on the investment of bond proceeds prior to expenditure, a requirement that excess arbitrage earned on the investment of certain bond proceeds be paid periodically to the United States, except under certain circumstances, and a requirement that information reports be filed with the Internal Revenue Service.

The joint opinion of Co-Bond Counsel will assume continuing compliance with the covenants in the Series 2014 Bond Resolution pertaining to those sections of the Code which affect the exclusion from gross income of interest on the Series 2014 Bonds for federal income tax purposes and, in addition, will rely on representations by the City with respect to matters solely within the knowledge of the City, which Co-Bond Counsel has not independently verified. If the City should fail to comply with the covenants in the Series 2014 Bond Resolution or if the foregoing representations should be determined to be inaccurate or incomplete, interest on the Series 2014 Bonds could become included in gross income from the date of original delivery of the Series 2014 Bonds, regardless of the date on which the event causing such inclusion occurs.

Owners of the Series 2014 Bonds should be aware that the ownership of tax-exempt obligations may result in collateral federal income tax consequences to corporations with Subchapter C earnings and profits and passive investment income that exceeds 25% of their gross receipts, financial institutions, property and casualty insurance companies, individual recipients of Social Security or Railroad Retirement benefits and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations. In addition, certain foreign corporations doing business in the United States may be subject to a “branch profits tax” on their effectively connected earnings and profits. These categories of owners should consult their own tax advisors as to the applicability of these consequences.

Except as stated above, Co-Bond Counsel will express no opinion as to any federal, state or local tax consequences resulting from the ownership of, receipt of interest on or disposition of the Series 2014 Bonds.

THE FOREGOING DISCUSSION OF CERTAIN FEDERAL AND STATE INCOME TAX CONSEQUENCES IS PROVIDED FOR GENERAL INFORMATION ONLY. INVESTORS SHOULD CONSULT THEIR TAX ADVISORS AS TO THE TAX CONSEQUENCES TO THEM IN LIGHT OF THEIR OWN PARTICULAR INCOME TAX POSITION, OF ACQUIRING, HOLDING OR DISPOSING OF THE SERIES 2014 BONDS.

Qualified Tax-Exempt Obligations (Non-Bank Deductibility)

The Tax Reform Act of 1986 revised Section 265 of the Code so as to generally deny financial institutions 100% of the interest deductions that are allocable to tax-exempt obligations acquired after August 7, 1986; however, an exception is permitted under the Tax Reform Act of 1986 and the American Recovery and Reinvestment Tax Act of 2009 for certain qualified tax-exempt obligations which allows financial institutions to continue to treat the interest on such

obligations as being subject to the 20% disallowance provision under prior law if the Issuer, together with certain subordinate entities, reasonably expects that it will not issue more than \$30,000,000 of governmental purpose bonds in a calendar year and designates such bonds as “qualified tax-exempt obligations” pursuant to the provisions of Section 265(b)(3)(B) of the Code. The Series 2014 Bonds are **not** designated as “qualified tax-exempt obligations” pursuant to Section 265(b)(3)(B) of the Code.

Changes in Federal and State Tax Law

Tax legislation, administrative actions taken by tax authorities, and court decisions may cause interest on the Series 2014 Bonds to be subject, directly or indirectly, to federal income taxation or to be subject to State income taxation, or otherwise prevent the beneficial owners of the Series 2014 Bonds from realizing the full current benefit of the tax status of such interest. In addition, such legislation or actions (whether currently proposed, proposed in the future or enacted) could affect the market price or marketability of the Series 2014 Bonds. For example, ongoing negotiations between the Executive and Legislative Branches of the United States Government to resolve federal budget deficits may result in the enactment of tax legislation that could significantly reduce the benefit of, or otherwise affect, the exclusion of gross income for federal income tax of interest on all State and local obligations, including the Series 2014 Bonds. It cannot be predicted whether or in what form any such tax legislation might be enacted or whether, if enacted, it would apply to bonds issued prior to enactment. In addition, regulatory actions are from time to time announced and proposed, and litigation is threatened or commenced which, if implemented or concluded in a particular matter, could adversely affect the market value of the Series 2014 Bonds. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Series 2014 Bonds or the market value thereof would be impacted thereby. Prospective purchasers of the Series 2014 Bonds should consult their own tax advisors regarding any pending or proposed federal or State tax legislation, regulations or litigation, and its impact on their individual situations. The opinions expressed by Bond Counsel are based upon existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Series 2014 Bonds, and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any pending or proposed federal or State tax legislation, regulations or litigation.

Original Issue Premium

All of the Series 2014 Bonds (“Premium Bonds”) were offered and sold to the public at a price in excess of their stated redemption price at maturity (the principal amount). That excess constitutes bond premium. For federal income tax purposes, bond premium is amortized over the period to maturity of a Premium Bond, based on the yield to maturity of that Premium Bond (or, in the case of a Premium Bond callable prior to its stated maturity, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the lowest yield on that Premium Bond), compounded semiannually. No portion of that bond premium is deductible by the owner of a Premium Bond. For purposes of determining the owner’s gain or loss on the sale, redemption (including redemption at maturity) or other disposition of a Premium Bond, the owner’s tax basis in the Premium Bond is reduced by the amount of bond premium that is amortized during the period of ownership. As a result, an owner may realize taxable gain for federal income tax purposes from the sale or other disposition of a Premium Bond for an amount equal to or less than

the amount paid by the owner for that Premium Bond. A purchaser of a Premium Bond in the initial public offering at the price for that Premium Bond stated on the inside cover of this Official Statement who holds that Premium Bond to maturity (or, in the case of a callable Premium Bond, to its earlier call date that results in the lowest yield on that Premium Bond) will realize no gain or loss upon the retirement of that Premium Bond.

Owners of Premium Bonds should consult their own tax advisers as to the determination for federal income tax purposes of the amount of bond premium properly accruable or amortizable in any period with respect to the Premium Bonds and as to other federal tax consequences and the treatment of bond premium for purposes of state and local taxes on, or based on, income.

LITIGATION

There is not now pending, or to the best of the Board's knowledge, threatened any litigation restraining or enjoining the issuance or delivery of the Series 2014 Bonds, the proceedings and authority under which they are being issued, nor is the creation, organization, or existence of the Board being contested. Nor is there any litigation pending or, to the best of the Board's knowledge, threatened which (i) in any manner questions the right of the Board to operate the Water System or its right to conduct its activities in accordance with the provisions of the Act and the General Resolution, or (ii) if determined adversely to the Board, would have a material adverse impact on the financial condition of the Board.

The Board is subject to a variety of suits and proceedings arising out of its ordinary course of operations, some of which may be adjudicated adversely to the Board. Any such litigation currently pending is of a routine nature and does not affect the right of the Board to conduct its business or the validity of its obligations.

UNDERWRITING

The Series 2014 Bonds are being purchased by Goldman, Sachs & Co., of New York, New York (the "Representative") on behalf of itself and as the Representative of the Underwriters, at a purchase price of \$110,711,984.46 (representing the principal amount of the Series 2014 Bonds, plus a net original issue premium of \$7,699,182.65, and less Underwriters' discount of \$512,198.19).

The Underwriters and their respective affiliates are full-service financial institutions engaged in various activities, which may include sales and trading, commercial and investment banking, advisory, investment management, investment research, principal investment, hedging, market making, brokerage and other financial and non-financial activities and services.

In the ordinary course of their various business activities, the Underwriters and their respective affiliates, officers, directors and employees may purchase, sell or hold a broad array of investments and actively trade securities, derivatives, loans, commodities, currencies, credit default swaps and other financial instruments for their own account and for the accounts of their customers, and such investment and trading activities may involve or relate to assets, securities and/or instruments of the issuer (directly, as collateral securing other obligations or otherwise) and/or persons and entities with relationships with the issuer. The Underwriters and their respective

affiliates may also communicate independent investment recommendations, market color or trading ideas and/or publish or express independent research views in respect of such assets, securities or instruments and may at any time hold, or recommend to clients that they should acquire, long and/or short positions in such assets, securities and instruments.

As stated herein, the Series 2014 Bonds are being issued for the purpose of paying the outstanding principal amount of the Prior Bonds, paying the costs of extensions, enlargements, betterments, alterations, renewals and replacements to the Water System, funding a deposit to the Debt Service Reserve Fund, funding capitalized interest and paying the costs of issuance.

Morgan Stanley, parent company of Morgan Stanley & Co. LLC., an underwriter of the Series 2014 Bonds, has entered into a retail distribution arrangement with Morgan Stanley Smith Barney LLC. As part of the distribution arrangement, Morgan Stanley & Co. LLC may distribute municipal securities to retail investors through the financial advisor network of Morgan Stanley Smith Barney LLC. As part of this arrangement, Morgan Stanley & Co. LLC may compensate Morgan Stanley Smith Barney LLC for its selling efforts with respect to the Series 2014 Bonds.

Loop Capital Markets LLC (“LCM”), one of the Underwriters of the Series 2014 Bonds, has entered into distribution agreements with each of UBS Financial Services Inc. (“UBSFS”) and Deutsche Bank Securities Inc. (“DBS”) for the retail distribution of certain securities offerings at the original issue prices. Pursuant to each distribution agreement (if applicable to this transaction), each of UBSFS and DBS will purchase Series 2014 Bonds from LCM at the original issue prices less a negotiated portion of the selling concession applicable to any Series 2014 Bonds that such firm sells.

LEGAL MATTERS

The joint approving opinion of Foley & Judell, L.L.P. and Auzenne & Associates, L.L.C., Co-Bond Counsel, will be given with respect to the Series 2014 Bonds. Each opinion of Co-Bond Counsel is limited to the matters set forth therein and Co-Bond Counsel is not passing upon the accuracy or completeness of this Official Statement. The approving opinion of Co-Bond Counsel is limited to the matters set forth therein, and Co-Bond Counsel is not passing upon the accuracy or completeness of this Official Statement. Co-Bond Counsel’s opinion is based on existing law, which is subject to change. Such opinion is further based on factual representations made to Co-Bond Counsel as of the date thereof. Co-Bond Counsel assumes no duty to update or supplement its opinion to reflect any facts or circumstances that may thereafter come to Co-Bond Counsel’s attention, or to reflect any changes in law that may thereafter occur or become effective. Moreover, Co-Bond Counsel’s opinion is not a guarantee of a particular result and is not binding on third parties, the courts or regulatory bodies; rather, such opinion represents Co-Bond Counsel’s professional judgment based on a review of existing law and in reliance on the representations and covenants that each deems relevant to such opinion.

A manually executed original of such opinion will be delivered to the Underwriters on the date of payment for and delivery of the Series 2014 Bonds. The form of said legal opinion appears in APPENDIX F to this Official Statement. For additional information regarding the opinions of Co-Bond Counsel, see the preceding section titled “TAX EXEMPTION.” The

compensation of Co-Bond Counsel is contingent upon the sale and delivery of the Series 2014 Bonds.

Certain other legal matters will be passed upon for the Sewerage and Water Board by its special counsel, Nolan P. Lambert, New Orleans, Louisiana, and for the Underwriters by their co-counsel, Squire Patton Boggs (US) LLP and Breazeale, Sachse & Wilson, L.L.P., Baton Rouge, Louisiana.

FINANCIAL STATEMENTS

The combined financial statements of the Sewerage and Water Board of New Orleans, for the year ended December 31, 2013, included in APPENDIX B to this Official Statement, have been examined by Postlethwaite & Netterville, to the extent and for the periods indicated in their report thereon, dated as of April 22, 2014.

The audited financial statements included in this Official Statement have been included in reliance upon said reports.

CONTINUING DISCLOSURE

The Board will, pursuant to a Continuing Disclosure Certificate with respect to the Series 2014 Bonds, covenant for the benefit of Series 2014 Bond owners to provide certain financial information and operating data relating to the Board by not later than August 31 in each year, with the first report due not later than August 31, 2015 (the “Annual Report”), and to provide notices of the occurrence of certain enumerated events, which, in some cases, will only be provided if deemed by the Board to be material. The Annual Report will be filed by the Board with the Electronic Municipal Market Access system (“EMMA”) of the Municipal Securities Rulemaking Board (and with any future Louisiana officially designated State Information Depository). Any notices of material events will be filed by the Issuer with EMMA (and with any future Louisiana officially designated State Information Depository). The specific nature of the information to be contained in the Annual Report or the notices of material events is set forth herein under the caption APPENDIX G – “Form of Continuing Disclosure Certificate.” These covenants have been made in order to assist the Underwriters in complying with S.E.C. Rule 15c2-12 (b)(5) (the “Rule”).

The Board’s designated Dissemination Agent for the above information is the Secretary of the Board of Liquidation, Room 8E17, City Hall, 1300 Perdido Street, New Orleans, Louisiana 70112 (telephone 504-658-1410).

Except as provided in the Continuing Disclosure Certificate, the Issuer has not undertaken to provide all information investors may desire to have in making decisions to hold, sell or buy the Series 2014 Bonds. The Issuer has complied in all material respects with all of its prior undertakings under the Rule during the past five years, except for, from time to time various instances of noncompliance, including: (i) it failed to file on a timely basis event notices relating to changes to ratings assigned to the insurers of insured bonds or to the underlying ratings, (ii) it filed its Annual Report for fiscal year 2011 four days late at the time of a mandatory hurricane evacuation that made timely filing impossible, (iii) certain data for fiscal year 2009 were not reported in the applicable Annual Report, but were later included in the Board’s fiscal year 2010 Annual Report, (iv) certain data relating to Water System revenues for the years 2005 and 2006 were not included in

any Annual Report relating to fiscal years 2008 through 2012 as they were for other years because Hurricanes Katrina and Rita made it impossible for the Issuer to compile and report those data for those years, (v) certain amounts reported with respect to annual operating revenue for the Water System in the years 2009, 2010, and 2012, and for the Sewerage System in the years 2009, 2010, 2011, and 2012 were inaccurate, and (vi) certain Annual Reports filed by the Issuer were not properly matched with all required CUSIP numbers. The foregoing description of instances of non-compliance by the Issuer with continuing disclosure undertakings should not be construed as an acknowledgment that any such instance was material. The Issuer has instituted additional policies and procedures designed to ensure future compliance with its continuing disclosure obligations.

Furthermore, Act 463 of the 2014 Regular Session of the Louisiana Legislature provides additional procedures designed to ensure compliance with the Rule. Such legislation, which will be effective August 1, 2014, requires public entities, such as the Board of Liquidation and the Issuer, to keep certain records demonstrating compliance with the Rule. Additionally, auditors for public entities in Louisiana are required to review the public entities compliance with such record-keeping requirements, review a sampling of the EMMA filings, and report on the auditor's findings in the annual audited financial statements of such entity.

FINANCIAL ADVISORS

This Official Statement has been prepared under the direction of the Board of Liquidation and with the assistance of Public Financial Management, Inc., Memphis, Tennessee, and CLB Porter, L.L.C., New Orleans, Louisiana, employed by the Board of Liquidation to perform professional services in the capacity of co-financial advisors (the "Co-Financial Advisors"). The Co-Financial Advisors have reviewed and commented on certain legal documentation, including the Preliminary Official Statement and the Official Statement. The Co-Financial Advisors have not audited, authenticated or otherwise verified the information set forth in the Official Statement, or any other information available to the Board of Liquidation, with respect to the appropriateness, accuracy or completeness of disclosure of such information or other information, and no guaranty, warranty or other representation is made by the Co-Financial Advisors respecting such accuracy and completeness of information or any other matter related to such information and the Official Statement.

VERIFICATION OF MATHEMATICAL COMPUTATIONS

Robert Thomas, CPA LLC (the "Verification Agent") will verify from the information provided to them the mathematical accuracy as of the date of delivery of the Series 2014 Bonds of the mathematical computations contained in the provided schedules which evidence that the anticipated receipts from the securities and cash deposits listed in the Co-Financial Advisors' schedules, to be held in escrow, will be sufficient to pay, when due, interest and call premium, if any, on the Prior Bonds. The Verification Agent will express no opinion on the assumptions provided to them, nor as to the exclusion from gross income for federal income tax purposes of the interest on the Series 2014 Bonds.

RATINGS

Standard & Poor's Ratings Services and Fitch Ratings, Inc., have assigned their ratings of "BBB+," and "BBB," respectively, to the Series 2014 Bonds. Such ratings reflect only the views of such organizations and are not a recommendation to buy, sell or hold the Series 2014 Bonds. Any desired explanation of the significance of such ratings should be obtained from the rating agency furnishing the same, at the following addresses: Standard & Poor's Public Finance Ratings, Lincoln Plaza, Suite 3200, 500 N. Akard, Dallas, TX 75201, telephone 214-871-1400; or Fitch Ratings, 111 Congress Avenue, Suite 2010, Austin, TX 78701, telephone 888-262-4820. The Board of Liquidation, the Board and the City may have furnished to such rating agencies information relating to the Series 2014 Bonds and the City, certain of which information and materials have not been included in this Official Statement. Generally, a rating agency bases its rating on the information and materials so furnished and on its own investigations, studies and assumptions. A rating may be changed, suspended or withdrawn as a result of changes in, or unavailability of, information. There is no assurance that a rating will not be changed or withdrawn entirely if, in the judgment of the rating agency issuing the rating, circumstances so warrant. Any such changes or withdrawals of any rating could have an adverse effect on the market price for the Series 2014 Bonds. Neither the Board, or the Board of Liquidation, nor the City, together or individually, sought a rating of the Series 2014 Bonds from any other rating agency.

ADDITIONAL INFORMATION

For any additional information concerning the City, the Board, or the Board of Liquidation, please address Mr. David W. Gernhauser, Secretary, Board of Liquidation, City Debt, Room 8E17, City Hall, 1300 Perdido Street, New Orleans, Louisiana 70112-2197, telephone (504-658-1410). For additional information concerning the Series 2014 Bonds, please address Ms. Lisa Daniel, Public Financial Management, Inc., 530 Oak Court Dr., Suite 160, Memphis, Tennessee 38117, telephone (901-682-8356) and Mr. Shawn Barney, CLB Porter, L.L.C., 650 Poydras St., Suite 1400, New Orleans, Louisiana 70130, telephone (504-299-3411).

CERTIFICATION AS TO OFFICIAL STATEMENT

At the time of payment for and delivery of the Series 2014 Bonds, the City will furnish the Underwriters (1) a certificate signed by the Secretary of the Board of Liquidation to the effect that on the date of the Preliminary Official Statement, on the date of the Official Statement and on the date of the delivery of the Series 2014 Bonds, (a) the descriptions and statements of or pertaining to the Board of Liquidation, and the revenue bonds issued for the Board contained in the Official Statement were and are true and complete in all material respects; (b) insofar as such matters are concerned, the Official Statement did not and does not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements herein, in light of the circumstances under which they are made, not misleading; (c) insofar as the descriptions and statements, including financial data, or pertaining to governmental and non-governmental entities other than the City, and their activities, contained in the Official Statement are concerned, such descriptions, statements and data have been obtained from sources which the Board of Liquidation believes to be reliable and the Board of Liquidation has no reason to believe that they are untrue or incomplete in any material respect, and (2) a certificate signed by the Director of Finance of the City to the effect that on the date of the Preliminary Official Statement, on the date of the Official

Statement and on the date of the delivery of the Series 2014 Bonds, (a) the descriptions and statements, including financial statements, of or pertaining to the City contained in the Official Statement (other than the matters covered by the certificates of the Secretary of the Board of Liquidation and the Executive Director of the Board) were and are true and correct in all material respects, (b) insofar as the City and its affairs, including its financial affairs, are concerned, the Official Statement did not and does not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements herein, in light of the circumstances under which they were made, not misleading, and (3) a certificate signed by the Executive Director of the Board to the effect that on the date of the Preliminary Official Statement, on the date of the Official Statement and on the date of delivery of the Series 2014 Bonds, (a) the descriptions and statements, including financial statements, of or pertaining to the Board contained in the Official Statement (other than the matters covered by the certificates of the Secretary of the Board of Liquidation and the Director of Finance of the City) were true and correct in all material respects, (b) insofar as the Board and its affairs, including its financial affairs, are concerned, the Official Statement did not and does not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements herein, in light of the circumstances under which they were made, not misleading, and (c) other than as set forth herein, there has been no material adverse change in the financial condition of the Board since December 31, 2013, the date of the last audited financial statements of the Board appearing in the Official Statement.

MISCELLANEOUS

This Official Statement has been deemed to be final by the City as of its date, within the meaning of the Rule of the Securities and Exchange Commission.

Potential purchasers of the Series 2014 Bonds should consult their own tax advisors as to the consequences of investing in the Series 2014 Bonds. Also, see “TAX EXEMPTION” herein.

BOARD OF LIQUIDATION, CITY DEBT

/s/ David W. Gernhauser

David W. Gernhauser,
Secretary

Appendix A

Financial and Statistical Data

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**FINANCIAL AND STATISTICAL DATA
RELATIVE TO THE CITY OF NEW ORLEANS
AND THE PARISH OF ORLEANS, STATE OF LOUISIANA**

The City of New Orleans (the “City”) and the Parish of Orleans (the “Parish”) have the same boundaries and are located in southeastern Louisiana, approximately 110 miles from the mouth of the Mississippi River. The City does not have the power of annexation; however, its boundaries contain a relatively large amount of undeveloped open lands, much of which is reclaimed wetlands. The City occupies an area of approximately 363.5 square miles, of which approximately 199.4 square miles are land and approximately 164.1 square miles are water. The developed area of the City consists of approximately 75 square miles.

The City is one of the largest seaports in the United States, a major trade and service market, and a world-wide tourist and convention center. The manufacturing base is relatively small. The oil and gas industry plays an important role in the City’s economy. Several major oil companies, financial institutions, law firms, utilities, government agencies, universities, and hospitals have office buildings in the central business district and are among the largest employers within the City.

Population

The actual population of the City, from time to time, may be larger than its basic resident population as a result of an influx of commuters, tourists, visitors and convention attendees. The New Orleans Metropolitan Statistical Area (the “MSA”), as now defined by the U.S. Office of Management and Budget, includes Jefferson, Orleans, Plaquemines, St. Bernard, St. Charles, St. John the Baptist and St. Tammany Parishes. A history of the population of the City and the MSA is provided below. The decline in population between the 2000 Census and the 2013 estimate is largely a result of Hurricane Katrina.

**Population of New Orleans and the New Orleans
Metropolitan Statistical Area**

	<u>1950</u>	<u>1960</u>	<u>1970</u>	<u>1980</u>	<u>1990</u>	<u>2000</u>	<u>2010</u>	<u>2013</u>
New Orleans	570,445	627,525	593,471	557,927	496,938	484,674	343,829	378,715
MSA*	754,856	969,326	1,125,058	1,282,717	1,264,391	1,316,510	1,167,764	1,240,977

(* Restated to reflect inclusion of Plaquemines Parish in 1993.)

Sources: Bureau of the Census, U.S. Department of Commerce.

Assessed Valuations

The following table sets forth the assessed value of taxable property in the City and homestead exemptions for the years 2005-2014.

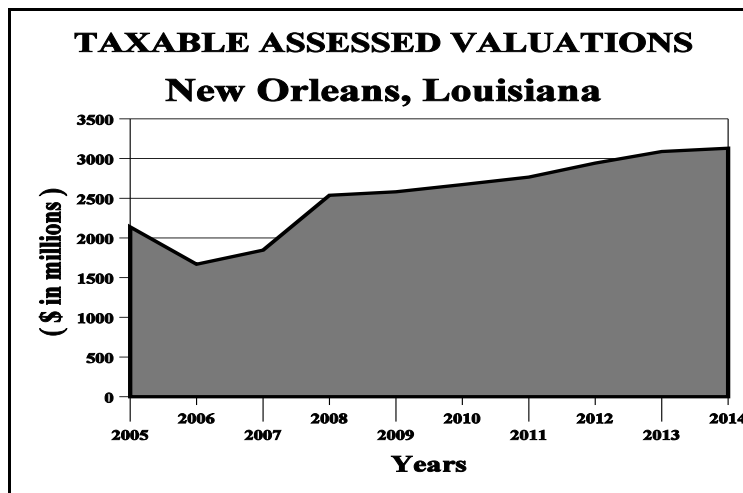
Assessed Value of Property in the City

Tax Year	Real Property	Personal Property	Public Service Property	Total Assessed Valuation	Less: Homestead Exemptions	Taxable Assessed Valuation
2005	\$1,967,375,676	\$465,782,621	\$171,451,660	\$2,604,609,957	\$465,989,854	\$2,138,620,103
2006	1,432,380,307	394,823,507	170,463,560	1,997,667,374	328,776,640	1,668,890,734
2007	1,650,948,720	344,397,546	139,643,310	2,134,989,576	288,851,693	1,846,137,883
2008	2,295,689,798	393,879,207	145,035,610	2,834,604,615	297,101,026	2,537,503,589
2009	2,353,204,380	405,715,110	152,439,600	2,911,363,090	330,225,920	2,581,137,170
2010	2,489,812,690	387,333,971	163,911,580	3,041,058,241	369,086,386	2,671,971,855
2011	2,586,081,540	385,699,970	167,557,410	3,139,338,920	372,613,310	2,766,725,610
2012	2,760,973,210	390,952,232	183,003,600	3,334,929,042	392,534,175	2,942,394,867
2013	2,915,068,780	413,120,240	193,722,510	3,521,911,530	433,616,519	3,088,295,011
2014	2,992,593,440	405,514,430	181,055,280	3,579,163,150	448,696,881	3,130,466,269

Sources: Tax Commission (2005-2007); Department of Finance, City of New Orleans (2008-2014).

(Note: Hurricane Katrina occurred August 29, 2005 and impacted the 2006 tax rolls.)

Unlike other municipalities in Louisiana, homestead exemptions are applicable to most taxes levied in the City, pursuant to the provisions of the Louisiana Constitution. For additional information, see Tax Rates and Tax Rate Adjustments in this Appendix.



Tax Rates and Tax Rate Adjustments

The Louisiana Constitution and statutory authority supplemental thereto provide (*for millage other than general obligation bond millage*) that the total amount of *ad valorem* taxes collected by any taxing authority in a reappraisal year (which occurs at least every four years) shall not be more or less than the total amount collected in the preceding year, solely because of reappraisal, and the *ad valorem* taxes or millages are to be increased or decreased to achieve this result. There is a statutory procedure by which a millage, if reduced, may be readjusted upward to the prior authorized millage rate.

The following table shows, in summary, the millages levied in the City and Parish for the years 2010 through 2014:

<u>Purpose</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>
	(\$ per \$1,000 of Taxable Assessed Value)				
City:					
General Purposes*	10.85	13.91	13.91	13.91	13.91
City Services	0.87	1.19	1.19	1.19	1.19
Debt Service on General Obligation Bonds	25.50	25.50	25.50	25.50	25.50
Fire and Police	4.66	6.40	6.40	6.40	6.40
Police (1)	3.98	5.26	5.26	5.26	5.26
Fire (1)	5.21	5.21	5.21	5.21	5.21
Audubon Park Zoo	0.32	0.32	0.32	0.32	0.32
Aquarium	2.99	2.99	2.99	2.99	2.99
Library	3.14	3.14	3.14	3.14	3.14
Capital Improvements & Infrastructure Trust Fund	1.82	1.82	1.82	1.82	1.82
Economic Development & Housing	1.82	1.82	1.82	1.82	1.82
Parkway & Recreation	2.18	3.00	3.00	3.00	3.00
Streets (Traffic Control Devices)	1.38	1.90	1.90	1.90	1.90
Sewerage and Water Board:					
Drainage System (Act 617 of 1977)	4.71	4.71	4.71	4.71	4.71
Drainage System (Ord. 6289, M.C.S.)	4.66	4.66	4.66	4.66	4.66
Drainage System (R-81-29)	<u>7.06</u>	<u>7.06</u>	<u>7.06</u>	<u>7.06</u>	<u>7.06</u>
Total City Tax Rates	<u>81.15</u>	<u>88.89</u>	<u>88.89</u>	<u>88.89</u>	<u>88.89</u>
Orleans Law Enforcement District	2.90	2.90	2.90	2.90	2.90
Orleans Parish School Board	<u>44.12</u>	<u>44.12</u>	<u>44.12</u>	<u>44.81</u>	<u>45.31</u>
Total Parishwide Tax Rates	<u>128.17</u>	<u>135.91</u>	<u>135.91</u>	<u>136.60</u>	<u>137.10</u>
Orleans Levee District (Eastbank)	11.67	11.67	11.67	11.67	11.67
Algiers Levee District (Westbank)	12.76	12.76	12.76	12.56	12.56
Downtown Development District (2)	14.76	14.76	14.76	14.76	14.76
New Orleans Regional Business Park (3)	20.85	20.85	20.85	--	--
Garden District Security	11.62	16.00	16.00	11.00	11.00
Touro Bouligny	7.80	7.80	7.80	7.80	7.80

* Tax securing the proposed bonds.

(1) No homestead exemption. (2) Tax levied only on certain real property in the central business area of the City. (3) Tax levied on certain real property within the District, excluding residential real property.

Neighborhood based special taxing districts have been created by the Louisiana Legislature in portions of Orleans Parish. These special taxing districts have been authorized, upon voter approval, to impose parcel fees on the real property located within the boundaries of the respective district to be used for various purposes solely within such district. Parcel fees are not listed above.

Property Taxpayers

The following list includes the names and the 2014 assessed valuations of the ten largest property taxpayers in the City:

	<u>Name of Taxpayer</u>	<u>Type of Business</u>	<u>2014 Assessed Valuation</u>
1.	Entergy	Utility	\$107,943,160
2.	Capital One, National Association	Financial Services	48,490,500
3.	BellSouth	Utility	44,074,250
4.	Marriott Hotel	Hotel	29,944,200
5.	Harrah's New Orleans Casino & Hotel	Tourism	28,806,030
6.	JPMorgan Chase Bank, N.A.	Financial Services	21,448,700
7.	International Rivercenter	Retail Shopping; Hotel	18,523,840
8.	C S & M Associates	Commercial Real Estate	16,764,800
9.	Folgers Coffee Company	Coffee Roasting Plant	15,856,300
10.	201 St. Charles Place		<u>12,999,920</u>
	Total		<u>\$344,851,700</u>

Source: Department of Finance, City of New Orleans.

The ten largest property taxpayers accounted for approximately 10.61% of the City's 2014 taxable assessed valuation.

Property Tax Collections

The following table shows property tax levied in each year from 2005 through 2014 and the amounts collected, and the percentage of such levy that has been collected since the date the taxes were imposed (through March 31, 2014), as reported by the City Finance Department:

Property Tax Levies and Collections (Amounts in Thousands)

<u>Tax Year</u>	<u>Total Levied</u>	<u>Collected through March 31, 2014 (includes cleared receivables)</u>		<u>Balance Due at March 31, 2014</u>		<u>Collected During 2014 Amount</u>
		<u>Amount</u>	<u>Percent</u>	<u>Amount</u>	<u>Percent</u>	
<u>Real Estate Taxes</u>						
2005	267,327	263,994	98.75	3,333	1.25	81
2006*	219,991	217,985	99.09	2,006	0.99	55
2007	250,462	247,306	98.74	3,156	1.27	357
2008	269,746	266,544	98.81	3,202	1.21	392
2009	275,869	272,204	98.67	3,665	1.35	322
2010	309,800	305,392	98.58	4,408	1.46	775
2011	339,370	333,804	98.36	5,566	1.71	1,782
2012	362,262	354,585	97.88	7,677	2.31	11,661
2013	382,902	366,327	95.67	16,575	5.61	354,494
2014	393,304	353,315	89.83	39,989	10.17	353,315

* Due to Hurricane Katrina related legislation, billing was delayed from mid-December 2005 to mid-May 2006.

<u>Tax Year</u>	<u>Total Levied</u>	<u>Collected through October 31, 2013 (includes cleared receivables)</u>		<u>Balance Due at October 31, 2013</u>		<u>Collected During 2013</u>
		<u>Amount</u>	<u>Percent</u>	<u>Amount</u>	<u>Percent</u>	<u>Amount</u>
<u>Personal Property Taxes</u>						
2005	106,354	100,809	94.79	5,545	5.21	0
2006*	99,477	95,157	95.66	4,320	4.34	0
2007	82,046	77,967	95.03	4,079	4.97	0
2008	67,548	64,074	94.86	3,474	5.14	0
2009	69,935	66,562	95.18	3,373	4.82	0
2010	74,530	70,750	94.93	3,780	5.07	45
2011	78,996	75,783	96.95	3,213	4.07	136
2012	81,685	79,197	96.95	2,488	3.05	99
2013	87,058	84,616	97.19	2,442	2.81	206
2014	84,620	78,086	92.28	6,534	7.72	78,086

2009 and prior personal property receivables are considered prescribed and no longer legally enforceable during 2014.

* Due to Hurricane Katrina related legislation, billing was delayed from mid-December, 2005 to mid-May, 2006.

Source: Department of Finance, City of New Orleans (unaudited).

Sales and Other Taxes

The general 2½% sales and use tax is the City’s largest single source of revenue available to be used to pay operating expenses. In addition, the State of Louisiana (the “State”), the Regional Transit Authority, and the Orleans Parish School Board levy general sales and use taxes of 4%, 1% and 1½%, respectively, within the boundaries of the Parish. The total sales tax levied on goods sold or used (excluding hotel and motel rooms) in the Parish is 9%. The various sales taxes are not levied on the same sales of goods and services and have different related exemptions. Any increase in the City’s sales tax rate would require legislative approval and an affirmative vote in a City election.

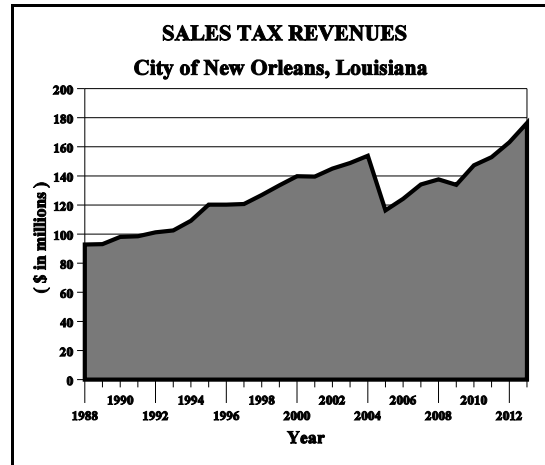
Six public agencies share in the taxation of hotel/motel rooms in the Parish. The rate of taxation of each of the respective agencies is as follows: (a) the State - 2%, (b) the Louisiana Stadium and Exposition District (the “LSED”) - 4%, (c) the City - 1½%, (d) the School Board - 1½%, (e) the Regional Transit Authority (the “RTA”) - 1% and (f) the Ernest N. Morial-New Orleans Exhibition Hall Authority (the “NOEH”) - 3%, plus the proceeds from the “hotel/motel tax” and “food and beverage tax” authorized by the voters on November 21, 1987, and effective April 1, 1988, and which serves as security for outstanding special tax bonds of the NOEH.

Effective November 1, 1990, the City began collection of a Hotel Occupancy Privilege Tax upon persons occupying hotel rooms in the City for the purpose of funding tourism promotion by the New Orleans Tourism Marketing Corporation, a nonprofit economic development corporation.

The Constitution prohibits political subdivisions of the State from levying a severance tax, income tax or a tax on motor fuel.

Hurricane Katrina had an impact on the collections of the sales and use taxes of the City; however, annual collections in 2012 and 2013 exceeded pre-Katrina levels. The following table shows annual revenues of the City’s general purpose sales and use tax:

<u>Calendar Year</u>	<u>Sales Tax Revenues</u> (in thousands)	<u>Calendar Year</u>	<u>Sales Tax Revenues</u> (in thousands)
1988	\$ 92,876	2001	\$139,511
1989	93,063	2002	145,009
1990	98,077	2003	148,855
1991	98,483	2004	153,851
1992	101,221	2005	116,339
1993	102,530	2006	124,229
1994	109,167	2007	134,114
1995	120,229	2008	137,581
1996	120,240	2009	133,868
1997	120,652	2010	147,300
1998	126,899	2011	152,840
1999	133,490	2012	163,128
2000	139,770	2013	176,326*



*Figure unaudited.

Sources: *Annual Financial Reports*, City of New Orleans.

Default Record

The City has never defaulted in the payment of its outstanding bonds.

Audit Report

Included in Appendix “C” hereto is a copy of the audited financial statements of the City for the fiscal year ended December 31, 2012, audited by of Postlethwaite & Netterville, A Professional Accounting Corporation, and their report, dated as of June 27, 2013, is included therein. The audited financial statements pertaining to the City which are included in this Official Statement have been included in reliance upon said report; however, such Auditors have not consented to inclusion of the financial statements herein and have not performed any additional review procedures related thereto. The Auditors did not perform any procedures relating to any of the information in this Official Statement.

Budget

Included in Appendix “D” to this Official Statement is a summary of the general fund budget, as adopted, for the City for the fiscal year ending December 31, 2014. The City’s Operating Budget in its entirety has been approved by the City Council and signed by the Mayor. It is available for viewing and download on the City's website (www.nola.gov/finance).

Balances

The City reported the following balances in its various funds and accounts as of March 30, 2014:

<u>Name of Fund</u>	<u>Balances</u>		
	<u>Cash</u>	<u>Investments</u>	<u>Total</u>
General Fund	\$ 87,329,832	\$ 381,217	\$ 87,711,049
Neighborhood Housing Impr.	1,874,098	1,899,888	3,773,986
NO Economic Development	3,548,156	1,068,702	4,616,858
Environmental Disaster Litigation	319,519	--	319,519
Environmental Impr. Revlving Fund	(68,285)	805,795	737,510
Miscellaneous Donations	246,282	--	246,282
Housing & Environment Improvmt	1,925,166	--	1,925,166
Sidewalk Pavement Rev. Fund	--	2,070	2,070
NO Special Events Fd	227	--	227
Adopt-A-Pothole/Streets	283	--	283
NOPD Crime Prevention	937	--	937
Sanitation Recycling Exp.	135	70,205	70,340
NO Film Comm. Trust	69,610	157,755	227,365
National League of Cities	5,851	--	5,851
Music & Entertainment Comm.	74,879	115,939	190,818
Mayor's Off. of Tourism & Arts	238,294	--	238,294
Parking Management Fund	171,228	617,466	788,694
Library Special Revenue Fund	13,935,821	--	13,935,821
Totals	<u>\$109,672,033</u>	<u>\$5,119,037</u>	<u>\$114,791,070</u>

Source: Department of Finance, City of New Orleans. All figures unaudited.

ECONOMIC INDICATORS

Per Capita Personal Income

A comprehensive revision of the estimates of Per Capita Personal Income by State were published in November 2013 by the Bureau of Economic Analysis of the U.S. Department of Commerce. The recent trends in *revised* per capita personal income for Orleans Parish, Louisiana, and the Nation are indicated in the following table:

	<u>Per Capita Personal Income*</u>				
	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
Orleans Parish	\$47,757	\$40,920	\$41,172	\$42,371	\$43,030
Louisiana	37,799	36,378	37,217	38,623	40,057
United States	40,873	39,357	40,163	42,298	43,735

* *The City has experienced the Nation's fastest Per Capita Personal Income growth since 2005.* Source: Forbes.
Source: U.S. Department of Commerce, Bureau of Economic Analysis. November 21, 2013.

(The personal income level for the United States is derived as the sum of the county estimates; it differs from the national income and product accounts (NIPA) estimate of personal income because by definition, it omits the earnings of Federal civilian and military personnel stationed abroad and others. It can also differ from the NIPA estimate because of different data sources and revision schedules.)

The Louisiana Workforce Commission has issued *revised* annual average statistics not seasonally adjusted for various employment areas within Louisiana. The annual average figures for Orleans Parish were reported as follows:

<u>Year</u>	<u>Labor Force</u>	<u>Employment</u>	<u>Unemployment</u>	<u>Parish Rate</u>	<u>State Rate</u>
2008	131,880	124,713	7,167	5.4	4.4
2009	144,959	133,792	11,167	7.7	6.6
2010	146,327	133,426	12,901	8.8	7.4
2011	150,104	137,150	12,954	8.6	7.2
2012	151,058	139,212	11,846	7.8	6.5
2013	156,213	144,753	11,460	7.3	6.2

The preliminary figures for March 2014 for the City were reported as follows:

<u>Month</u>	<u>Labor Force</u>	<u>Employment</u>	<u>Unemployment</u>	<u>Parish Rate</u>	<u>State Rate</u>
03/14	154,733	146,509	8,224	5.3	4.5*

The preliminary figures for the New Orleans MSA for March 2014 were reported as follows:

<u>Month</u>	<u>Labor Force</u>	<u>Employment</u>	<u>Unemployment</u>	<u>Parish Rate</u>	<u>State Rate</u>
03/14	554,586	529,483	25,103	4.5	4.5*

* Seasonally adjusted rate was 4.5.

Source: Louisiana Workforce Commission. April 25, 2014.

The following table shows the composition of the employed work force not seasonally adjusted in the MSA.

**Nonfarm Wage and Salary Employment by Major Industry
(Employees in Thousands)**

	<u>Preliminary Mar 2014</u>	<u>Revised Feb 2014</u>	<u>Preliminary Mar 2013</u>
Mining & Logging	7.7	7.7	7.5
Construction	31.8	30.9	30.9
Manufacturing	28.8	29.3	29.1
Trade, Transportation, & Utilities	109.9	109.2	109.2
Information	7.6	7.5	9.2
Financial Activities	27.6	27.6	26.9
Professional and Business Services	73.4	72.6	71.4
Education and Health Services	86.9	87.3	84.2
Leisure and Hospitality	82.0	82.0	77.9
Other Services	20.5	20.4	19.8
Government	74.9	74.9	76.5
Total	<u>551.1</u>	<u>549.4</u>	<u>542.6</u>

Source: Louisiana Workforce Commission.

Largest Employers

The names of several of the largest private employers located in the City and their approximate number of local employees were reported as follows:

<u>Employer</u>	<u>Type of Business</u>	<u>Approximate Number of Employees</u>
Ochsner Health System	Health Care	13,300
Tulane University	Higher Education	4,189
Children's Hospital	Health Care	3,500
Acme Truck Line	Transportation	3,250
Pan-American Life Insurance Group	Life Insurance	1,389
Boh Bros. Construction Co. LLC	General Contractor	1,300
Laitram	Manufacturing	1,011
Georges Enterprises	Food, Investments, Real Estate	750
Premier Automotive Group	Automotive Dealerships	650
Ray Brandt Automotive and Collision	Automotive Dealerships/Collision Repairs	550

Source: New Orleans CityBusiness 2013-2014 Book of Lists.

Note: This list excludes some major employers who declined to supply employment information. The list also excludes State and local governmental employers.

No assurance may be given that any employer listed will either continue to locate in the City or maintain employment at the level stated.

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The following table shows the composition of the employed work force, not seasonally adjusted, in the City for the periods indicated.

ANNUAL AVERAGE ORLEANS PARISH CONCURRENT ECONOMIC INDICATORS, 2009, 2010, 2011, 2012 AND THIRD QUARTER 2013 *(All data not seasonally adjusted.)*

ORLEANS PARISH					
EMPLOYMENT	2009	2010	2011	2012	2013:3
Total	168,587	170,413	173,986	177,038	177,470
Agriculture, Forestry, Fishing, and Hunting	26	22	32	39	68
Mining	3,618	3,253	2,867	2,391	2,446
Utilities	1,163	918	906	921	922
Construction	5,285	5,388	5,419	5,357	5,604
Manufacturing	5,929	4,959	4,536	4,031	4,048
Wholesale Trade	4,002	3,881	3,896	3,750	3,533
Retail Trade	12,284	12,057	12,428	12,926	13,723
Transportation and Warehousing	7,885	7,827	8,259	8,448	8,524
Information	3,033	3,644	3,724	4,700	3,981
Finance and Insurance	5,546	5,475	5,468	5,409	5,107
Real Estate and Rental and Leasing	2,222	2,241	2,460	2,587	2,679
Professional and Technical Services	13,815	14,410	14,709	14,671	15,924
Management of Companies and Enterprises	3,404	3,335	3,396	3,348	3,076
Administrative and Waste Services	9,248	9,338	9,439	9,864	9,906
Educational Services	20,530	20,829	20,997	21,303	21,371
Health Care and Social Assistance	20,858	20,796	21,171	21,239	20,246
Arts, Entertainment, and Recreation	4,696	4,955	4,975	5,056	5,246
Accommodation and Food Services	27,309	28,949	31,410	33,162	33,354
Other Services, except Public Administration	5,046	5,082	5,277	5,509	5,432
Public Administration	12,222	12,796	12,308	12,154	12,111
EARNINGS (\$ in Thousands)	Annual	Annual	Annual	Annual	Quarterly
Total	\$8,345,790	\$8,495,490	\$8,695,793	\$8,681,404	\$2,096,766
Agriculture, Forestry, Fishing, and Hunting	651	582	832	925	480
Mining	464,398	457,342	468,700	378,313	87,760
Utilities	75,613	62,992	59,338	60,962	14,326
Construction	282,951	277,992	303,632	280,623	69,572
Manufacturing	371,651	347,694	312,078	246,665	62,412
Wholesale Trade	259,132	256,367	261,481	257,833	60,274
Retail Trade	327,778	329,070	337,523	358,194	91,607
Transportation and Warehousing	438,754	432,784	442,060	460,806	107,821
Information	179,392	219,928	212,131	252,275	51,541
Finance and Insurance	402,903	421,229	447,832	460,077	97,335
Real Estate and Rental and Leasing	87,414	90,643	99,529	105,506	28,274
Professional and Technical Services	1,034,419	1,097,435	1,134,831	1,138,698	286,284
Management of Companies and Enterprises	277,857	253,922	302,939	284,757	58,456
Administrative and Waste Services	335,288	373,362	388,368	374,450	80,203
Educational Services	1,068,251	1,090,133	1,110,765	1,134,340	284,458
Health Care and Social Assistance	976,605	944,806	957,888	969,161	242,487
Arts, Entertainment, and Recreation	195,013	210,190	193,151	202,420	52,180
Accommodation and Food Services	647,413	694,634	750,433	809,174	192,286
Other Services, except Public Administration	164,896	168,093	174,815	180,855	45,169
Public Administration	740,668	758,141	725,732	719,794	182,764

Source: Louisiana Workforce Commission.

Construction

The New Orleans CityBusiness Top Construction Projects 2014, published on February 21, 2014, lists the top construction projects taking place within the MSA. The following construction projects are partially or wholly within the city limits of New Orleans:

PROJECTS	TOTAL COSTS
Orleans Parish Public School Rebuild	\$1.8 Billion
University Medical Center	\$1.06 Billion
New Orleans Street Repairs	\$1.0+ Billion
Veterans Affairs Hospital	\$995 Million
Dyno Nobel Ammonia Plant	\$850 Million
Nine Mile Point Power Plant	\$721 Million
Permanent Closure and Pump Stations	\$614 Million
Iberville Redevelopment	\$600 Million
Orleans Parish Prison	\$224 Million
South Market District	\$200 Million

Housing

The Real Estate Market Data Center for the Institute for Economic Development & Real Estate of the University of New Orleans periodically publishes its *Real Estate Market Analysis New Orleans and Northshore Regions*, a recent edition being dated April 2014 (the “Analysis”). According to the Analysis, average prices in this sector of the market continue to rise. Average prices rose across all three major submarket sectors for the second year running.

Single family home prices in the Parish between 2012 and 2013 rose at an average of just over 9.4% from \$255,446 to \$279,369. This was driven largely due to strong price appreciation for homes located in traditionally high demand Central Orleans neighborhoods such as Uptown, Lakeview/Lakefront, City Park, French Quarter/Faubourgs and Mid-City. Unit sales in the Parish rose 9.7% from 2,302 in 2012 to 2,525, in 2013, while at the same time aggregate dollar volume of sales increased 20%, from \$588.0 million to \$705.4 million

Average prices rose in fifteen of seventeen MLS neighborhoods comprising Central Orleans at appreciation rates ranging from 3.59% in the Garden District (from \$410,000 to \$425,041) to 44.8% in the Ninth Ward/ Bywater area (\$55,386 to \$77,299). Double digit price appreciation for broker assisted sales also occurred in the Carrollton area (34.21%), Marigny/Bywater (29.27%) and Uptown/Fountainbleau (18.72%). Some neighborhoods experienced fairly significant price compression through 2013. This included neighborhoods such as the Peoples-St. Bernard area (-0.43%) and the Lakefront area (-1.88%).

In Eastern New Orleans, between 2012 and 2013 unit sales rose from 376 to 414 (10.1%) and aggregate dollar volume rose from \$39.6 million to \$44.3 million (11.9%). At the same time average prices rose by just over 1.7% (from \$105,472 to \$107,232) and average marketing time dropped from 129 days in 2012 to 123 days in 2013 or by just over 6%. Average prices increased in five of the six MLS neighborhoods that encompass Eastern New Orleans ranging from 0.09% (from \$57,737 to \$57,787) in West Chef Menteur Highway neighborhood to 26.99% (from \$95,102 to \$120,772) in East New Orleans. In the East Chef Menteur Highway neighborhood average prices among 94 broker assisted sales recorded approximately 10.07% increase (from \$94,455 to \$103,965), while in Morrison Road, average prices among 92 units sold decreased by 2.5% from \$76,079 in 2012 to \$74,180 in 2013. The Lake Forest Neighborhood accounted for the largest volume of unit and dollar volume of sales. In this MLS average home prices rose 2.21% (from \$149,622 to 152,924). This MLS area encompasses one of the largest geographic sectors of the New Orleans region south of Lake Pontchartrain and includes a fairly large inventory of housing which was destroyed or received significant storm damage. As such, price movements in this area can be expected to be somewhat erratic depending upon the type and number of units which reenter inventory from one year to the next.

Sale volumes on the Westbank of Orleans Parish between 2012 and 2013 rose by 12.0% and 31.2% in units and aggregate dollar volume, respectively. At the same time, the average price of a single family home edged up 17.1% from \$136,832 to \$160,240 as average marketing time shortened from 107 to 101 days. Average prices in the Algiers and Lakewood MLS neighborhoods rose by 18.01% and 3.6%, respectively, while in the English Turn area average prices among 32 broker assisted sales fell by approximately 0.11% (from \$514,594 to \$514,016). The Algiers and Lakewood areas of Algiers offer a rather wide variety and mix of affordable workforce housing in the region. The development of the Federal City project should help to fuel demand for some of this inventory and bring some stability to this market sector's single family housing prices which have been in steady decline since 2007.

Education

Elementary and secondary education in the Parish is provided by public, charter, parochial and private schools. The trend in the membership at end of session, average daily membership, and average daily attendance of the public schools located in the Parish follows:

<u>Year</u>	<u>Membership End of Session</u>	<u>Average Daily Membership</u>	<u>Average Daily Attendance</u>
1996-97	80,218	82,304.5	74,211.5
1997-98	80,509	81,712.4	73,822.8
1998-99	80,237	80,969.5	73,531.2
1999-00	78,128	79,245.5	74,826.5
2000-01	74,880	75,575.9	70,535.5
2001-02	71,294	71,897.2	66,397.0
2002-03	68,077	68,778.4	63,041.4
2003-04	66,041	66,682.3	61,961.3
2004-05	63,702	63,969.9	59,721.4
2005-06*	10,930	51,305.1	50,634.7
2006-07	25,454	24,705.2	23,929.7
2007-08	31,222	31,476.8	28,551.0
2008-09	35,743	36,279.5	33,288.6
2009-10	39,966	40,308.7	37,126.5
2010-11	41,630	41,771.3	38,820.7

* Average student counts reflect abnormalities resulting from the disruption of schools from Hurricane Katrina.

Source: *Annual Financial and Statistical Reports*, Louisiana Department of Education.

In addition to the children attending public schools in the City, there are approximately 18,556 students attending private and parochial schools in the City.

According to the state-run New Orleans Recovery School District, an intermediate educational unit created in 2003 by the State legislature for the purpose of governing public schools in failing school districts, primarily Orleans Parish, there are 43,630 public school students in the City.

Institutions of higher education located in the City include:

<u>Institution</u>	<u>Fall Enrollment</u>					
	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>
University of New Orleans	11,436	11,724	11,276	10,903	10,071	9,323
Tulane University	11,157	11,799	12,622	13,359	13,401	13,462
Loyola University New Orleans	4,634	4,910	4,982	5,179	5,105	4,864
Southern University at New Orleans	3,105	3,141	3,166	3,245	3,480	3,176
Xavier University of Louisiana	3,204	3,320	3,391	3,399	3,177	3,121
Dillard University	851	1,017	1,188	1,249	1,307	1,183
Our Lady of Holy Cross College	1,296	1,305	1,260	1,212	1,171	1,260
	<u>35,683</u>	<u>37,216</u>	<u>37,885</u>	<u>38,643</u>	<u>37,712</u>	<u>36,389</u>

Source: *The Times-Picayune*.

These seven institutions educate students in fields such as engineering, health care, public administration, urban studies, law, business, psychology, social sciences, communications, nursing, music, computer information systems, criminal justice, pharmacy, education, and theology. In addition, Delgado Community College, with a 2013 Fall enrollment of 18,684, the LSU Health Sciences Center-New Orleans, with a 2013 Fall enrollment of 2,831, and other similar facilities educate persons in various trades. Also, the acute care hospitals previously listed under the “Largest Employers” have research and teaching facilities and staff to educate, train and employ physicians and medical personnel who come from numerous foreign and domestic locations.

Tourism

The City is a major convention and tourist center. In 2004, the City attracted approximately 10.1 million visitors and in 2013, 9.3 million visitors, reaching 92% of the Pre-Katrina figure. Visitor's spent over \$6.5 billion in 2013, the highest spending in the City's history. The City's distinctive music and festivals, including Mardi Gras, all contribute to its attractiveness to tourists.

The City is Number 6 on the list of 2013 top ten cities in the United States and Canada, according to the Travel+Leisure magazine and their annual World's Best Awards. This is the fourth consecutive year that the City has been named to the list. The City has also made the domestic (5th) list of TripAdvisor's 2014 Travelers' Choice Destination List. In Travel+Leisure magazine's Best of 2013 Awards, the City was named Number 1 Favorite City and Best City to Visit. The City's music scene also ranked Number 1.

The **Aquarium of the Americas** (the "Aquarium") is a three story structure of approximately 168,104 gross square feet housing more than one million gallons of fresh and salt water. Visitors can view 66 separate aquarium displays ranging from 500 gallons to 500,000 gallons. Adjacent to the Aquarium is the Entergy/IMAX Theatre containing approximately 60,000 square feet of enclosed building space. The Aquarium is located at the foot of Canal Street in the French Quarter area of the City. The Aquarium is dedicated to the conservation and exploration of aquatic environments of the western hemisphere and adjacent waters.

Over 10,000 specimens of marine life representing 530 species are presented in exhibits at the Aquarium. The Aquarium is completing a new renovation designed to enhance the experience for visitors of all ages.

The **Audubon Insectarium** (the "Insectarium") is located at the historic U.S. Custom House on Canal Street in downtown New Orleans. At over 23,000 square feet of space, the Insectarium is North America's largest free-standing museum celebrating 1 million known species of insects and their relatives. Visitors can experience unique and creative experiences at the Insectarium in one-of-a-kind, highly-interactive exhibits. There are approximately 100 live arthropod species throughout the Insectarium, as well as alligators and a variety of fish. The Insectarium consists of 13 gallery rooms containing more than 70 live animal enclosures, 30 mounted specimen cases and a multisensory immersive theater experience.

The **Audubon Zoo** (the "Zoo") encompasses 58 developed acres housing hundreds of species of animals in naturalistic habitats. Visitors can experience a mix of exotic animals from all around the world, as well as hands-on animal encounters, engaging educational programs, lush gardens, and animal-themed amenities. The Zoo is located on the 6500 block of Magazine Street in historic uptown New Orleans. The Zoo is committed to wildlife conservation and dedicated to highlighting the importance of protecting endangered species and supporting the many conservation efforts under way at Audubon Nature Institute. Over 2,000 of the world's rarest animals are on display, ranging from amphibians to terrestrial invertebrates to mammals to reptiles.

The Zoo was named to TripAdvisor's list of the Top 10 Zoos in the U.S. for 2012, as selected by its members.

The **Mercedes-Benz Superdome** (the “Superdome”) is an architecturally unique multi-purpose facility located adjacent to the New Orleans Central Business District. It was completed in August 1975 and was once the largest enclosed stadium arena in the world. It has a seating capacity of approximately 73,000, depending upon the seating configuration used, and can accommodate athletic events as well as conventions, trade shows, major exhibits, circuses and other large public meetings. Exhibition space on the Superdome floor totals 162,434 square feet and there are also six club rooms with a total of 74,068 square feet, 12 meeting rooms and parking facilities for approximately 5,000 automobiles and 250 buses. The Superdome recently completed \$360 million in enhancements. The Superdome’s major tenant is the **New Orleans Saints**, a National Football League professional football team. In 2010, the New Orleans Saints won Super Bowl XLIV with a victory over the Indianapolis Colts. The Saints have played their home games, with the exception of the 2005 season, in the Superdome since its completion in 1975. Since Hurricane Katrina, the Superdome has been substantially renovated inside with improvements adding comfort and luxury to the stadium. The Superdome hosted the 2012 Division I College Football BCS Championship Game, the 2012 NCAA Men’s Final Four and the 2013 NFL Super Bowl.

On October 3, 2011, Mercedes-Benz and the New Orleans Saints reached a 10 year naming rights agreement. The name of the Superdome was changed from the Louisiana Superdome to its current name as a result.

The **Smoothie King Center**, a \$110 million sports and entertainment facility on a 13 acre site south of the Louisiana Superdome, opened on October 30, 1999. The center has a floor area of approximately 24,650 square feet of column-free space, and approximately 18,500 padded armchair seats which are adaptable for specific events, including basketball, hockey and concerts. The permanent ice facility measures approximately 85 feet by 200 feet. **The Pelicans**, a National Basketball Association professional basketball team, and other basketball games are played in the Arena, along with the **New Orleans Voodoo**, an Arena Football League professional football team, concerts, family shows and other entertainment. As part of a recent lease extension with the Pelicans, \$50 million in improvements are planned for the Center to be complete in two phases. The completion of phase one was completed in October 2013, and includes 16 new loge boxes in the lower level, upgraded concession stands, new 12,000 square foot Chairmans club, expanded Capital One club, 56 suites upgraded and new locker rooms. Phase two is expected to begin in the spring of 2014, after the Pelicans’ season ends, and will include outside renovations.

On February 6, 2014, Smoothie King and the New Orleans Pelicans reached a 10 year naming rights agreement. The name of the Center was changed from the New Orleans Arena to its current name as a result.

The **National World War II Museum**, formally the **D-Day Museum** (the “Museum”), is an attraction with great attendance. Veterans from every military service have attended this world class facility. A \$300 million expansion is currently under way, and is expected to be completed in 2015. This expansion will quadruple the size of the original Museum. For additional information, see <http://www.ddaymuseum.org>.

Tourism in the City not only includes conventions but also major events such as **Mardi Gras**, the **Jazz and Heritage Festival**, **Voodoo Fest**, the **Essence Music Festival**, the **Bayou Classic football game**, the **New Orleans Bowl**, the **Sugar Bowl**, and periodically, the **Super Bowl**, which was held in the City in 2013. Adults may continue to find entertainment in the river boat and land based **casinos** located in the area. Harrah's Casino is located in the Heart of the City and includes more than 3,800 slot machines, casino table games and more than 20 poker tables. Churchill Downs Inc. owns the Fair Grounds Race Course, a horse racing facility that includes 606 reel and video games.

Conventions

The City has ranked among the top five cities nationwide as a destination city for conventions and is home to the 6th largest convention center in the nation. Convention attendance in the Greater New Orleans area increased dramatically since 1981, but has struggled to recover since Hurricane Katrina. The construction of large facilities such as the Ernest N. Morial Convention Center (the "Convention Center"), the Superdome, and hotels including over 1,000 public meeting rooms permitted growth.

The Convention Center was planned and operated as part of the 1984 World Exposition and opened for convention activity in January 1985. The Convention Center has accommodated major conventions and trade shows that have brought delegates, spouses and guests to the City. The Convention Center underwent a \$60 million renovation after Katrina that included new flooring and furnishings on all three levels, premium design and architectural finishes, upgraded lighting, high speed wi-fi, a 4,000 seat Conference Auditorium, 12 separate/combinable exhibit halls, and 140 meeting rooms. A \$52 million renovation project on the Convention Center began in December 2011, and was completed in January 2013. The NFL Shop of Super Bowl XLVII opened immediately after a ribbon cutting ceremony that included representatives from the City of New Orleans and the NFL.

Airport

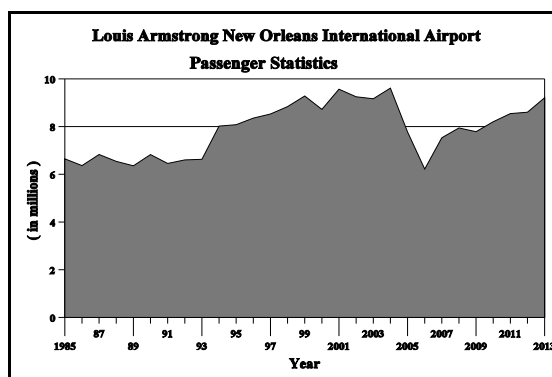
The **Louis Armstrong New Orleans International Airport** (the "Airport") is the principal source of transportation of the millions of visitors who come to the City annually. The number of domestic passengers (enplaned and deplaned) rose from approximately 6.6 million in 1985 to approximately 9.6 million in 2004. Since then, the number of domestic passengers has declined to approximately 9.2 million in 2013. In 2004, approximately 4.9 million passengers were enplaned at the Airport. Enplanements drastically decreased in the final four months of calendar year 2005 following Hurricane Katrina, and only reached 3.9 million. Katrina disrupted normal operations at the Airport until September 13, 2005, when it reopened to commercial flights. In the days after the storm, approximately 5,000 military and civilian personnel were based at the Airport. During this period, activity was restricted to humanitarian flights and rescue missions, and one Airport concourse was used as a makeshift medical center to treat sick and injured evacuees. In 2005, the total number of passengers equaled approximately 6,218,419, compared to approximately 7,967,997 in 2008, or an increase of approximately 27.8%. The number of passengers has continued to increase since 2008; the number of passengers in 2013 was 9,207,636.

The Airport is currently served by the following domestic carriers: American Airlines; Air Tran Airways; Delta Air Lines; Frontier; JetBlue; Midwest; Southwest; United Airlines; and US Airways. Of these, Southwest accounts for approximately 38% of the Airport’s passenger market and is classified as the largest carrier at the Airport. Prior to Hurricane Katrina, the Airport averaged 166 flights daily to 42 cities with approximately 21,000 seats. In December 2005, the Airport had 56 flights daily to 21 cities. In 2012, the Airport offered 137 daily departures to 36 cities across the United States, with an average daily seat capacity of 16,948.

The Airport is also currently served by the following international carriers: Aeromexico; Air Canada; Spirit Airlines; and WestJet.

Domestic freight and mail is handled at the Airport by American, Delta, Frontier, Southwest, United, US Airways, Federal Express, and UPS. Air Cargo for 2004 totaled approximately 80,938.35 metric tons, compared to approximately 42,085.31 metric tons handled in 2013.

Prior to Super Bowl XLVII, the Airport completed a \$300 million modernization and expansion project, which included expanding its ticketing lobby, an additional six gates and a consolidated rental car facility.



Port

The Board of Commissioners of the Port of New Orleans (the “Dock Board”) is authorized and empowered under the Constitution and laws of the State of Louisiana, to administer the public wharves, docks, sheds, and landings of the port of New Orleans which are owned and operated, or which may be purchased, acquired, or operated by the Dock Board; to construct new wharves and other structures when necessary; to erect sheds and other structures on such wharves and landings; to place and keep these wharves and landings, sheds, and other structures in good condition; to provide mechanical facilities for the use of such wharves, landings, sheds, and other structures; to finance, erect, and operate all basins, locks, canals, and warehouse elevators, and to charge for the use of all facilities administered by it, and for all services rendered by it, such fees, rates, tariffs, or other charges as it may establish. The Dock Board may issue revenue bonds for any authorized purpose payable out of the income, revenues, and receipts derived or to be derived from the properties and facilities owned, leased, mortgaged, or pledged to, maintained or operated by the Dock Board or received by the Dock Board from these properties and facilities, or from contracts or agreements relating to these properties and facilities, including but not limited to lease or sublease agreements, sale agreements, loan agreements, pledge agreements, or other financing agreements.

In 2011, the Port added Royal Caribbean Cruise Line to its two distinct cruise terminals, Carnival Cruises and Norwegian Cruise Line. Once a year, the American Canadian Caribbean Line provides two 14 days cruises from the Port, traveling to and from Mid-America and the Gulf. In October 2013, the Norwegian Jewel debuted in New Orleans. The 2,376 - passenger ship will offer cruises starting on October 13, 2013 to April 13, 2014. Beginning April 20, 2014 New Orleans largest cruise ship, the 3,646 passenger Carnival Dream, will offer year-round seven day services to three different itineraries. Not only has the City reached Pre-Katrina numbers, but it also set a new passenger record with 987,860 passengers in 2013.

In addition to the large cruise lines, inland cruising has returned to the City, with options to cruise various segments of the Mississippi River from New Orleans to St. Paul, Minnesota.

There have been many expansion and renovation projects in progress in connection with the Port to facilitate cargo operations. The Port recently completed its \$7.7 million expansion and renovation project to the Alabo Street Wharf, as well as its \$17.5 million improvement project of the Julia Street Terminal. Expansion of the Napoleon Avenue Container Terminal Complex has been completed, and construction of the Mississippi River Intermodal Terminal and Yard Improvements, a 12 acre freight rail intermodal terminal and a 4 acre cargo marshalling yard near the Napoleon Terminal Complex, is currently underway. A new riverfront cold storage facility at the Henry Clay Avenue Terminal was completed and opened in July 2012. Additional design and construction projects are to begin within the year.

Activity at the Port may be limited or decrease as a result of factors outside the control of the City, such as labor relations, tariffs, economic and river conditions and other matters.

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Recent National Recognition of the City and Region

The City and the Greater New Orleans Region have recently been recognized by multiple publications for various achievements and accomplishments, including the following:

General

- GNO, Inc. was ranked as the #2 Economic Development Organization in the U.S. in 2013 [*Business Facilities*]
- Greater New Orleans is the #2 Boomtown in America in 2013, due to population and GDP growth [*Bloomberg*]
- New Orleans was ranked the #2 “Aspirational” City in the USA based on economy, demographics and quality of life [*Daily Beast, July 30, 2013*]
- New Orleans was named the #1 City (of 475) for Employment, Income, and Population [*NerdWallet, June 10, 2013*]
- Greater New Orleans was named the 2012 #3 Big City Winning IT Jobs Battle [*Forbes*]
- Greater New Orleans was named the #1 Most Improved Metro in the USA [*Wall Street Journal*]
- Greater New Orleans was named #2 in Post - Recession Performance in the USA in 2013 [*Brookings Inst.*]
- New Orleans was ranked a Top 20 “City of Possibility” in the World (1 of only 2 in USA) [*Good Magazine*]
- Greater New Orleans is #6 for creating middle-income jobs in the USA [*Forbes*]

Talent / Workforce

- New Orleans was ranked 12th among U.S. Cities in percentage of work force focused on infrastructure [The Brookings Institution]
- New Orleans was ranked No. 2 on the list of Best Cities for Working Mothers, 2012 [*Forbes*]
- New Orleans grew faster than any other major U.S. city in the 15 months after the 2010 decennial headcount [*U.S. Census Bureau*]
- New Orleans was ranked #1 on the list of “America’s Biggest Brain Magnets” for attracting people under 25 with college degrees [*Forbes*]
- Greater New Orleans is #1 in the USA for In-Migration of “Workers in their Prime” (35-49 years old) [*Forbes*]

Entrepreneurship

- New Orleans was ranked the #6 Best City for Young Entrepreneurs [*Under30CEO.Com*]
- New Orleans Leads the USA by 56% in number of startups-per-capita [*GNO Community Data Center*]
- Louisiana was rated the #2 State in the USA to Start a Company [*Tax Foundation + KPMG*]

Quality of Life

- New Orleans received the 2012 World Tourism Award [*Reed Travel Exhibitions*]
- New Orleans named America's Overall Favorite City of 2012 [*Travel + Leisure*]
- New Orleans named the 2012 Best American City to Visit [*Travel + Leisure*]
- New Orleans was ranked in the Top 10 Cities in the U.S. in the 2012 Readers' Choice Awards [*Condé Nast Traveler*]
- New Orleans was ranked #5 destination in Top U.S. Cities in the U.S. & Canada [*Travel + Leisure*]
- New Orleans was ranked #1 Nightlife Destination in the World [*Travel + Leisure*]
- New Orleans was named "Americas Best City for School Reform" [*Thomas B. Fordham Institute*]
- New Orleans ranked in the Top 5 "Most Affordable Cities for Households" in the USA [*Intuit*]

For further information, see the website of Greater New Orleans, Inc., a regional economic development alliance, at <http://gnoinc.org/news/awards-and-rankings/>.

Appendix B

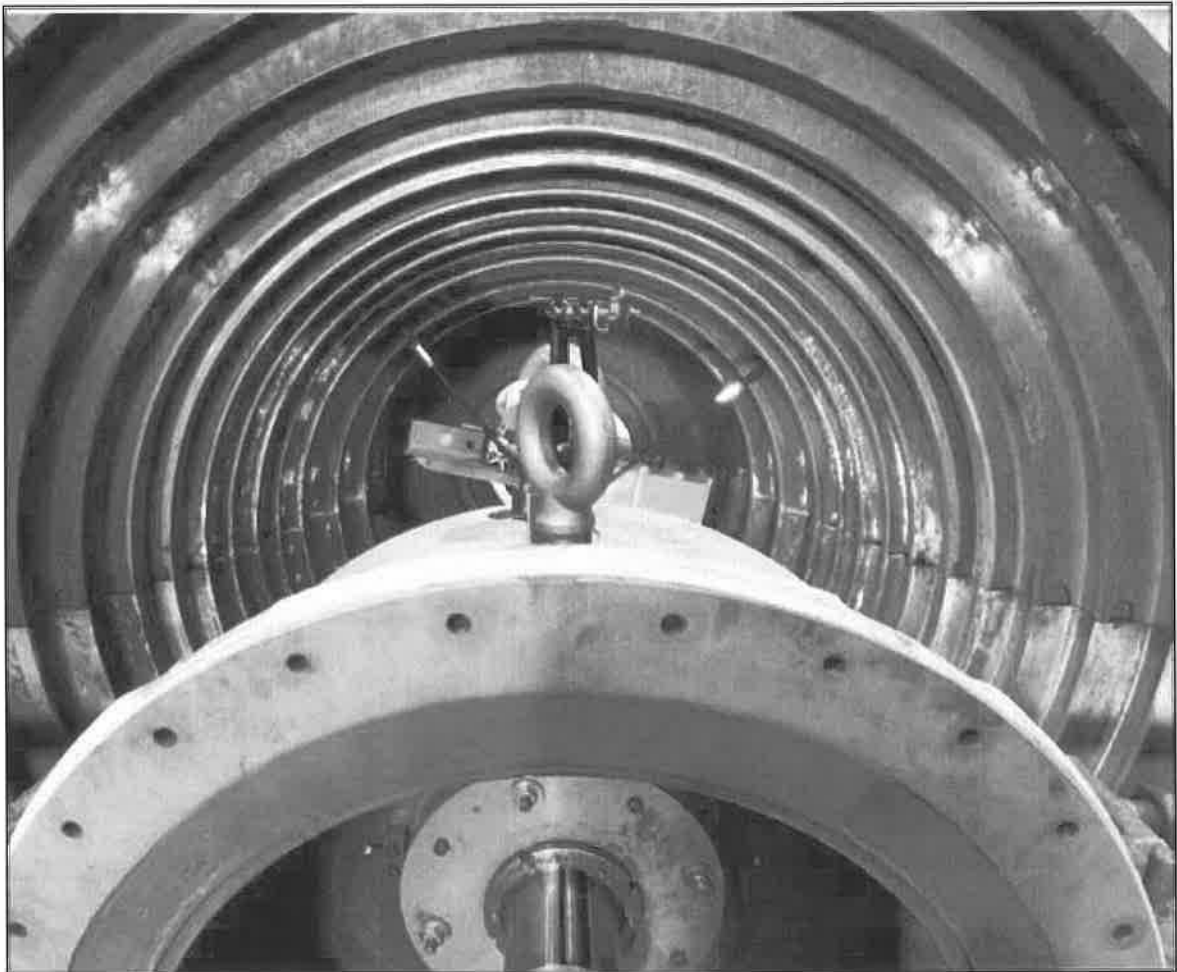
**Comprehensive Annual Financial Report
of the Sewerage and Water Board**

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Sewerage and Water Board

OF NEW ORLEANS, LOUISIANA



**COMPREHENSIVE ANNUAL
FINANCIAL REPORT
FOR THE YEAR ENDED
DECEMBER 31, 2013**

About The Cover

Turbine No. Four, at the Board's Water Purification and Power Plant, has a futuristic look, but is actually a 1920 vintage turbine-generator set that has been serving the citizens of New Orleans since the 1950s.

The turbine is capable of producing as much as 20 megawatts of 25 cycle power used to run the 25 cycle water distribution pumps and 25 cycle power drainage pumps located throughout the city. The Sewerage and Water Board's redundant, unique system is comprised of pumps, some with 25 cycle driven motors and some with 60 cycle driven motors. The benefit of the Sewerage and Water Board's system is that if during a storm or severe rain event, 60 cycle commercial power is lost because of overhead power line failure or other reasons, the Board has underground feeders which are protected from wind or storm damage that still have the ability to power and run 25 cycle drainage pumps.

Since Turbine No. Four is a permanently mounted structure, it was necessary to work inside of the turbine casing with portable machinery, for the purpose of refurbishing it and bringing it from a Katrina-damaged diminished capacity back to original condition and capacity of 20 megawatts.

**SEWERAGE AND WATER BOARD
OF NEW ORLEANS**

**Comprehensive Annual Financial Report
For The Year Ended
December 31, 2013**

**Prepared by:
Finance Administration
Ethel H. Williams
Finance Administrator**

Mission, Vision, and Values

Our mission is to provide safe drinking water to everyone in New Orleans; to remove waste water for safe return to the environment; to drain away storm water; to provide water for fire protection; to provide information about products and services; and to do all of this continuously at a reasonable cost to the community.

Our vision is to have the trust and confidence of our customers for reliable and sustainable water services.

We believe in these values as the foundation for how we will perform our mission and pursue our vision:

- We will focus on our customers and stakeholders.
- We will treat each customer and employee with dignity and respect.
- We will value each employee, their work, and their commitment.
- We will be truthful, trustworthy and transparent.
- We will be knowledgeable and diligent in the performance of our duties.
- We will use financial resources prudently.
- We will be accountable for our performance.
- We will continuously improve our performance.
- We will ensure that the systems that provide our services remain viable for future generations.
- We will remain on the job and will be prepared for storms and other risks.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

Comprehensive Annual Financial Report
Year ended December 31, 2013

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SEWERAGE AND WATER BOARD OF NEW ORLEANS

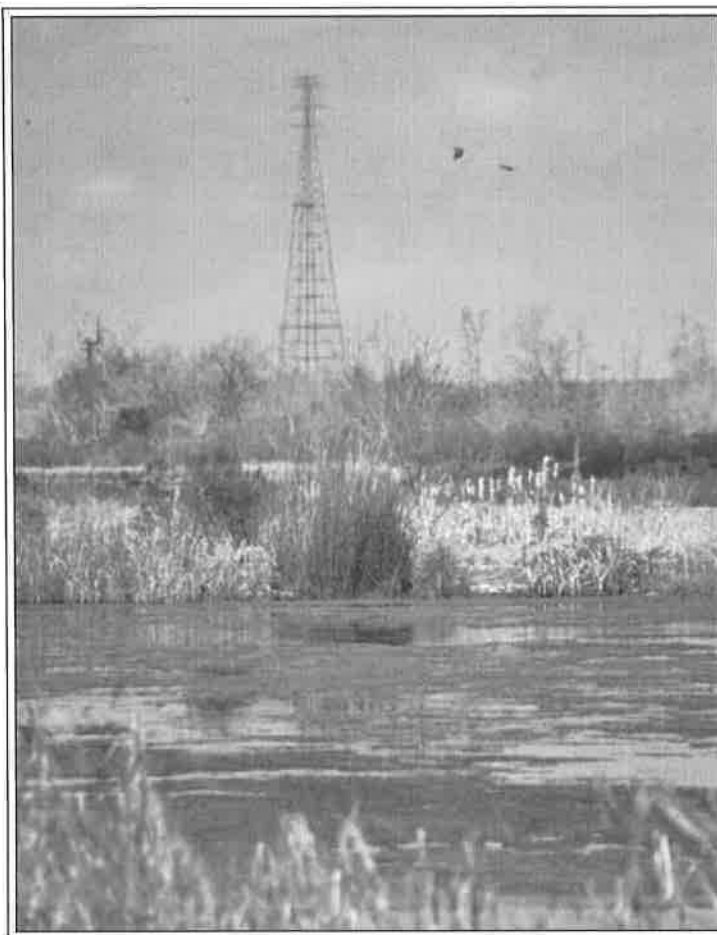
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A view overlooking the wetlands project shows some of the vegetation and wildlife already returning to Bayou Bienvenue. The project—near the East Bank Sewage Treatment Plant --is designed as a demonstration to show the positive impact that treated wastewater can have on the environment when used properly. The project will work to restore the wetlands and grow native trees that act as a natural barrier to storm surges.



Work is underway by the Corps of Engineers to strengthen and storm proof the Boiler Room of the Power Plant. This post-Katrina work will structurally strengthen the building in the event of another catastrophic storm. This project provides for storm proofing the Carrollton Power Plant and the Old River and New River water intake buildings. It will provide protection for the power production and distribution system.

I N T R O D U C T O R Y S E C T I O N



"RE-BUILDING THE CITY'S WATER SYSTEMS FOR THE 21ST CENTURY"

Sewerage & Water Board OF NEW ORLEANS

MITCHELL J. LANDRIEU, *President*
WM. RAYMOND MANNING, *President Pro-Tem*

625 ST. JOSEPH STREET
NEW ORLEANS, LA 70165 • 504-529-2837 OR 52W-ATER
www.swbno.org

April 22, 2014

TO: THE HONORABLE PRESIDENT AND MEMBERS OF THE
SEWERAGE AND WATER BOARD OF NEW ORLEANS

We are pleased to present the Comprehensive Annual Financial Report of the Sewerage and Water Board of New Orleans for the year ended December 31, 2013. Responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures, rest solely with the Sewerage and Water Board. It is our belief that the data, as presented, is accurate in all material aspects and is presented in a manner designed to fairly set forth the financial position, results of operations, and cash flows of the Board's Enterprise and Pension Trust Funds. All disclosures necessary to enable the reader to gain an understanding of the Sewerage and Water Board's financial activities have been included.

COMPREHENSIVE ANNUAL FINANCIAL REPORT SECTIONS

The Comprehensive Annual Financial Report is presented in four (4) major sections: Introductory, Financial, Statistical and Supplemental. The Introductory Section includes the transmittal letter and listings of the officers, members and committees of the Board of Directors. This section also includes the Board's organizational chart and a reproduction of the 2012 Certificate of Achievement for Excellence in Financial Reporting awarded by the Government Finance Officers Association. The Financial Section includes the independent auditors' report, along with the basic financial statements, required supplementary information, accompanying notes and other supplementary information. The individual fund statements for the Enterprise and Pension Trust Funds are included. Required supplementary includes management's discussion and analysis and a schedule of pension funding progress and contributions. The Statistical Section includes selected financial and demographic information, generally in a multi-year presentation. Additional information relative to the Sewerage and Water Board's operations is included in a Supplemental Section.

The independent audit of the financial statements of the Sewerage and Water Board was part of a broader, federally mandated "Single Audit" designed to meet the special needs of federal grantor agencies. The standards governing Single Audit engagements require the independent auditor to report not only on the fair presentation of the financial statements, but also on the audited government's internal controls and compliance with legal requirements, with special emphasis on internal controls and legal requirements involving the administration of federal awards. These reports are available in the Sewerage and Water Board's separately issued Single Audit Report. The Board's internal control over financial reporting is a process designed by, or under the supervision of, the Board's executive director and financial administrator, and effected by the Board of Directors, management, and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. The Board's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Board;

I-1

Members of the Board: MARION BRACY • KERRI KANE • WM. RAYMOND MANNING • MARK M. MOODY • MITCHELL J. LANDRIEU
GLEN PILIE • FLORENCE W. SCHORNSTEIN • CHARLES F. WEBB • BEVERLY WRIGHT, PHD • LOYCE P. WRIGHT
"An Equal Opportunity Employer"

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Board are being made only in accordance with authorizations of management and Board of Directors; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Board's assets that could have a material effect on the financial statements.

Because of the inherent limitations of internal control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may not be prevented or detected on a timely basis. Also, projections of any evaluation of the effectiveness of the internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The Sewerage and Water Board meets the criteria for classification as an "other stand-alone government" as described in Governmental Accounting Standards Board Statement No. 61. The reporting entity includes the Enterprise Fund and the Pension Trust Fund. The Enterprise Fund is composed of three (3) independent systems: Water, Sewerage and Drainage.

GAAP require that management provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement MD&A and should be read in conjunction with it. The Sewerage and Water Board's MD&A can be found immediately following the report of the independent auditors.

PROFILE OF THE SEWERAGE AND WATER BOARD OF NEW ORLEANS

Sewerage and Water Board of New Orleans is a political subdivision created in 1899 by Louisiana State Statutes. The Board is charged with construction, operation, and maintenance of Water, Sewerage and Drainage Systems for the City of New Orleans. By agreement, approximately 2,550 acres of adjoining Jefferson Parish is served by the Board's drainage facilities for which Jefferson Parish pays its pro rata share of expenses. In addition, the Board provides sewerage services to Jefferson Parish businesses the majority of which are restaurants located in the West End neighborhood near the Lakefront. Additionally, the Board provides water and sewerage services to the Plaquemines Parish Industrial Park. The Sewerage and Water Board was established as a "special board" operating independently of city government. The Mayor of New Orleans serves as the President of the Board of Directors which is composed of three (3) representatives of the City Council, two (2) members of the Board of Liquidation, City Debt and seven (7) appointees as designated by the State Statutes, as of December 31, 2013. Effective January 1, 2014, the Board's makeup is changed to eleven members, including the Mayor to serve as the President of the Board of Directors, two (2) members of the Board of Liquidation, City Debt and eight (8) citizens, as designated by the State Statutes. The initial terms of office shall be staggered from one year to four years, as designated by State Statutes, as well.

ECONOMIC CONDITION AND OUTLOOK

The Board's service area includes the Civil Parish of Orleans in the state of Louisiana and covers 364 square miles. Based on the 2010 census, the population of Orleans Parish was 369,250. Major industries include tourism, oil and gas, transportation, health and other services, such as legal, education and entertainment. According to the December 2013 issue of the Metropolitan Report, Economic Indicators for the New Orleans Area (UNO Report), in the first three quarters of 2013, the New Orleans Metropolitan Statistical Area (MSA) economy had a modest growth over the same period in 2012. Total employment increased slightly by 1% or by approximately 4,600 jobs.

Employment growth in the New Orleans area for the next two years will continue to increase displaying a fair amount of seasonality. By the third quarter of 2015, the area will have approximately 534,000 jobs, according to the UNO report (See Figure 1).



FIGURE 1

Year to Date Analysis

Over last year, employment in the Professional and Business Services sector increased by about 2,700 jobs or 4%. Out of the total number of new jobs added, nearly 2,500 were accounted for in the Administrative, Support and Waste Management subsector, and another 600 jobs were created in the Professional, Scientific and Technical subsector. A slight loss was incurred in Management of Companies where about 300 jobs were lost.

The second biggest gain was recorded in Retail where about 1,700 additional jobs were added to the local economy. The Construction sector also reported a substantial growth in employment due to an increase in the non-residential contract activity. This sector added about 1,200 jobs year-to-date.

Other industries experienced moderate growth in the New Orleans area over the past year. Educational Services and Hospitals had a growth of about 700 jobs each, while Accommodation and Mining and Logging added about 600 new jobs per sector.

Job losses in the New Orleans area were most notable in the sectors of Government, Transportation, Warehousing and Utilities, and Information.

Unemployment

The overall labor market in the New Orleans area appears to have matched that of the nation as a whole. While the national unemployment rate continued to trend down over 2012 and throughout 2013, the metro area unemployment has been increasing since December 2012. The national rate was at 7.3%, down from 8.0% in the third quarter 2012, while the New Orleans MSA rate was standing at 7.2% up from 6.8% in the third quarter of 2012.

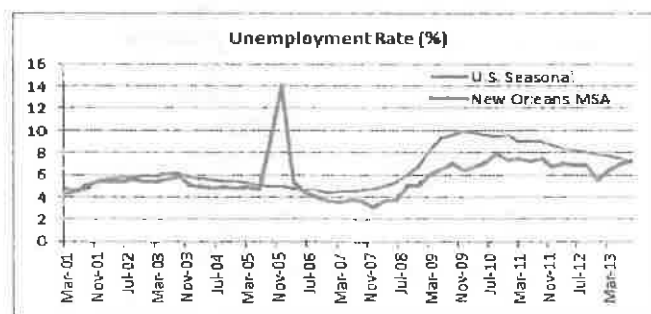


Figure 2

Local initial unemployment claims were down 50% over the same quarter last year. This significant drop can be attributed to Hurricane Isaac which triggered an unexpected increase in initial claims in the third quarter of 2012. Now, it appears that initial unemployment claims are back to normality. Continued unemployment claims, an indicator which is less volatile, decreased by 30% over the same time period. The recent increases in unemployment rate and a reduction in continued unemployment claims may indicate that some people are entering the labor force but without much success as job growth remains low in the area. The unemployment rate in the New Orleans metro area has consistently remained below the national average since after Katrina.

New Orleans MSA and the U.S. Employment

The overall rate of employment growth in the U.S. increased at a slightly higher pace (2%) than the New Orleans metropolitan area (1%) over the first three quarters in 2013. The figure below illustrates the contrast in employment growth across sectors of employment between the U.S. and New Orleans Metropolitan Statistical Area (MSA), according to the report.

The most significant decrease for the New Orleans area was observed in the number of Manufacturing of Durable Goods jobs which declined about 5% from last year. The U.S. as a whole gained 1% in this particular sector. In addition, at the MSA level the State Government incurred another 4% loss and continued to reduce Government employment. At the national level, State Government employment was down only 1%. The number of jobs in the Federal Government continued to decrease as well. While the nation lost 2% of these jobs, the metro area was down about 1%.

Employment growth in the New Orleans area outpaced nationwide employment growth in several sectors, such as Administration, Support and Waste Management, Natural Resources and Mining, Educational Services and Accommodation.

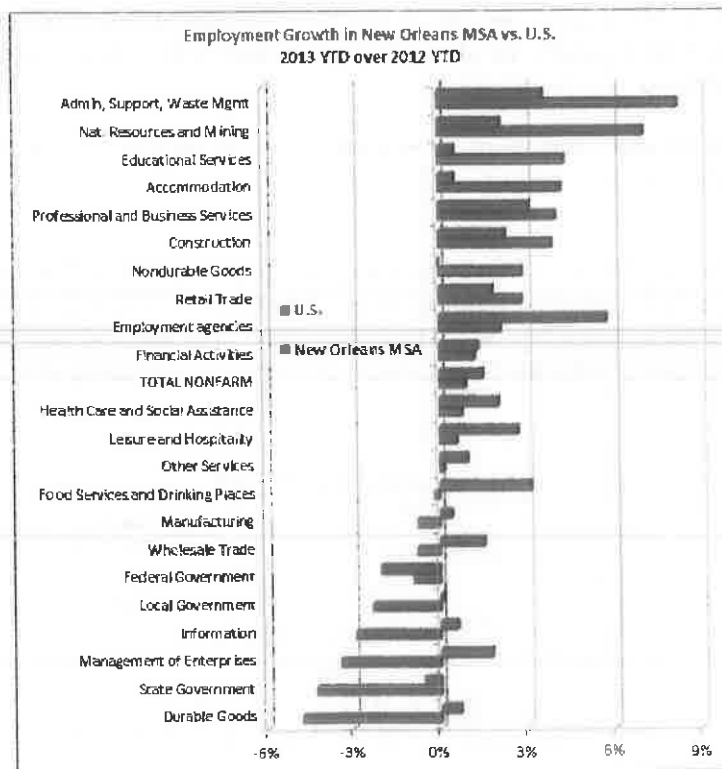


Figure 3

Oil and Gas Production

Year-to-date, oil production was up 6%. Third quarter results also showed a significant improvement of oil production in Louisiana over the past year. Most recent quarterly data indicated an increase of about 14% over the same period in 2012. Oil production continues its upward trend and is currently at about 88% of the production level observed prior to Katrina.

Construction

Activity in the first nine months of 2013 looks very similar to 2007 and 2011 when non-residential contracts were predominant. It was primarily driven by a massive \$1.03 billion industrial project investment supported by Cornerstone Chemical and Dyno Novel in Jefferson Parish. This investment will likely carry on in future periods. Cash-based residential construction, which was common post-Katrina, is not included in any of the reported figures.

Tourism

During the first half of 2013, the New Orleans tourism industry continued to attract more visitors than the previous year, a trend that has persisted since 2007. About 5.04 million visitors came to the New Orleans area in the first half year 2013, marking a 2% increase over the 4.94 million visitors who came during the same period in 2012. Spending estimates were \$3.74 billion including gambling. Greater visitor spending in the New Orleans metropolitan area results in additional tourism-related employment opportunities for local residents, according to the UNO report.

MAJOR INITIATIVES

WATER

Carrollton Water Purification Plant

- Construction of the new sodium hypochlorite storage and feed facility, financed through the State Revolving Loan Program and \$1,000,000 in ARRA stimulus fund, is completed.
- Staff is overhauling the flocculation-sedimentation basin G4 by replacing the gearboxes, upgrading the mono-rake system and modifying the sludge piping.

Water Quality Laboratory

- Routine monitoring of Total Organic Carbon (TOC) removal through the treatment process continued in 2013 and progress is being made toward state certification for TOC analysis.
- Corrosion control monitoring program: Data collection continues to gauge the effectiveness of the treatment processes and any process change on corrosivity.
- Lab staff is working on establishing a new protocol to analyze haloacetic acids in-house, and has completed the tri-annual lead and copper survey this summer.

Algiers Water Purification Plant

- New anhydrous ammonia feed system is in service supporting plant operations.
- New sodium hypochlorite metering pumps and instrumentation were purchased and installed by staff

Water Pumping & Power

- The \$12.8 M Turbine 4 (20 MW) project replaces the steam path, rotor, auxiliaries and condenser w/motor, installs transmitters and update the governor control system.
- Turbine 6 (15 MW 60 Hz) is currently in final testing phase. The federally funded project was awarded in November 2009.
- The \$2.8 M project to replace boiler pre-heater at the power complex was awarded in November 2011. The project is scheduled to be complete by mid-2014.
- The New River Intake Station FEMA project to repair/replace the suction, discharge and check valves on Pump No. 1 was completed in mid-2013.

- The \$12.7 M reconditioning of the DeLaval steam driven distribution pumps and turbines continues. FEMA also funded addition of a 60 HZ motor and pump reconditioning of No. 2 pump unit at Panola St. High Lift Station.
- The \$32.6 M FEMA Water Hammer project to repair the pumps at Claiborne and the Panola Pump Stations and add new storage tanks is under design.
- Corps storm proofing projects are in construction at the power plant, the Oak River and New River Intake Stations, and the plant frequency changer building.
- The Retrofit Power Plant Hazard Mitigation Project design is underway for the power plant (boilers, turbines, structural hardening), fuel tank, and power network. Construction began in 2013 for repairs to Generator No. 4 and installation of two 60-HZ feeders.

Water Distribution System

- Since 2011, Echologics leak detection system has identified 3,475 leaks in the distribution system and 94 leaks associated with transmission mains.
- Over 17,255 work activities occurred in the water system in 2013. These included 339 water leaks investigations, 2,240 water valves inspected, and repairs to 10,027 water service lines, 1,643 water mains, 1,290 valves, 1,132 fire hydrants and 25 water manholes. Also, 25,832 water meters were installed, removed or reset.
- Preventative maintenance of fire hydrants is continuing in coordination with the local fire department. The Board has performed preventative maintenance for 2,898 of the 16,500 fire hydrants mapped.
- The Board is continuing to coordinate with Department of Transportation and Development (DOTD) and Department of Public Works (DPW) to repair or replace water lines associated with the Submerged Roads Program and other roadway repair projects. FEMA has to date obligated \$125 M for water line replacements.

SEWERAGE

East Bank Wastewater Treatment Plant

- A new \$2.1 M administration/laboratory building was completed in July 2013.
- Replacement of the chlorine feed system was completed in 2013 along with upgrading the rail car platform to be able to accept larger, 90-ton, railcars.
- Repairs were made to the fluidized bed incinerator (installation of venturi throat liners, replacement of failed tuyers and rehab of the refractory wall and dome).
- Bids for the new sludge dryer were rejected and the project is being reevaluated with input from Veolia, the contracted operator for the facility.
- Influent TSS and BOD concentration are approx. 150 milligrams per liter (mg/L) and 115 mg/L, respectively. Effluent quality has been good with only one exceedence, a daily fecal coliform permit violation occurred in December 2013. The East Bank plant has again earned the Silver Award for environmental compliance from the National Association of Clean Water Agencies.
- The #2 and #5 main effluent pumps were rehabilitated in 2013 to be able to better handle the flow during storm or other high flow events.
- The Central Wetland Assimilation project is under construction and expected to be completed in mid-2014.
- The construction of a +17' MSL \$24.4 M earthen/structural berm was awarded March 2012 and is scheduled to be completed by mid-2014.

West Bank Wastewater Treatment Plant

- Rehabilitation of the sludge thickener tank was completed in 2013. This included cleaning out the tank and repairing issues with the center rotating arm.
- All of the windows at the Administration building were replaced in 2013 with new, hurricane rated, windows. The back wall was also sealed.

- Major overhauls were completed to the effluent pumping system, including replacement of the rotating units for 12-MGD pump.
- Treatment was exceptional with zero permit violations or process overflows in 2013 (actually none in eleven years). This treatment plant has again earned the Gold Award from the National Association of Clean Water Agencies.
- Repairs were made to the main breaker for the standby power generator to ensure its continued reliability in the event of a power outage.

Central Yard

- Construction of a new Annex Building was awarded in February 2012 and is scheduled for completion in March 2014.
- A new \$1.8 M site relocation facility is in construction. The facility shall allow for the temporary relocation of staff and equipment from Garages 1 and 2, the machine and mill, body and tire shop while repairs are being made to those facilities.

Sewage Pumping and Lift Stations

- All the sewer pump stations are operational having undergone FEMA funded rehabilitation, i.e., electrical repair, pump and motor repair/replacement, and flood proofing.
- Design funded by hazard mitigation grant is continuing in the elevation and rebuilding of nine sewer pump stations. Seven of the projects are in construction.

Sewer Collection System

- Three sewer rehabilitation construction projects, funded by the State Revolving Loan Program, in the Lower Ninth Ward were completed in 2013.
- Design continuing for multiple point repair and replacement of sanitary sewers in the Carrollton, Lower Ninth Ward, Mid-City, New Orleans East and South Shore areas.
- Construction projects for replacement of sewer mains from manhole to manhole for various sites throughout Orleans Parish were awarded.
- DOTD and DPW coordination in repair of sewer lines (Submerged Roads Program, SSERP, ESSA) as well as routine reconstruction and maintenance.
- Preventative maintenance of the collection system included inspection of 788,685.9 ft. of sewer line utilizing closed circuit television and smoke testing, cleaning 1,594,495.8 ft., inspection of 8,717 sewer manholes and repairs to 1,982 sewer breaks, inspection and maintenance of 34 air release valves and 392,429 ft. of the force main.
- Cathodic protection survey is performed annually on the 22 systems in the collection system. Repairs were completed in 2013.

DRAINAGE

Pump Stations

- The Corps (\$23.8 M) project to install two new 300 cfs pumps and a generator at DPS 5 is expected to be complete late 2014. The DPS 20 (\$10.9 M) new generator building and DPS 3 and 6; the DPS 7 (\$16.6 M) new generator building; and the DPS 13 (\$16.0 M) new generator building were completed. The \$15.9 M storm-proofing project for DPS-1, 2, 3, 4 and I-10 shall be completed by the 2nd quarter of 2014.
- Repair work to several of underpasses pumping stations are in progress as part of FEMA funded program.
- The federally funded \$19.3 M expansion of Dwyer Road Pumping Station from 125 cfs to 1000 cfs was completed in 2013.
- The Corps began the design build of three new permanent pump stations at 17th Street, Orleans and London Canal at Lake Pontchartrain was awarded.

Drainage System

- Dwyer Road Intake Canal construction was completed October 2013. The \$58.8 M project consisted of 6,800 ft. boxed culvert into the Dwyer Road Pumping Station.
- Florida Ave. Canal Phase I (\$49.2 M) project was completed. Phases II and III from Peoples Ave. are in design.
- Napoleon Ave. Canal Phase II (\$55.1 M) 4,300 ft. canal from S. Claiborne Ave. to Carondelet St. and Phase III (\$38.1 M) 2,800 ft. canal to Constance St. are in construction.
- S. Claiborne Ave. Canal Phase I (\$27.1 M) 2,500 ft. canal and Phase II (\$27.8 M) 3,500 ft. canal is from Leonidas St. to Lowerline St. are in construction.
- Jefferson Ave. Canal Phase I (\$59.9 M) 4,400 ft. canal and Phase II (\$46.2) 3,200 ft. canal are in construction.
- Louisiana Ave. Canal from S. Claiborne Ave. to Constance St. is in design.

FINANCIAL INFORMATION

The Enterprise Fund's water and sewerage systems are financed by user fees. The unique characteristics of the services provided by the Drainage System of New Orleans requires the use of Enterprise Fund accounting in order to obtain a meaningful measure of the cost of providing the services and capital maintenance. On November 14, 2012 the Board approved both sewer and water rate increases commencing January 1, 2013. The sewer and water rates increase approximately 10% each year until the year 2020. This increase was approved by the New Orleans City Council on December 6, 2012. Revenues from the three- (3) mill, six- (6) mill and nine- (9) mill ad valorem taxes, which are restricted exclusively for drainage services, finance the Drainage System. These ad valorem taxes are the operating revenues of the drainage system. Also, there exists a potential for additional financing by additional user service charges.

Budgetary Control

The Sewerage and Water Board maintains an internal budgetary control through the preparation and monitoring of an annual operating and capital budget for the Water, Sewerage, and Drainage funds. Monthly budget reports are provided to department level managers to assist them in their fiscal responsibilities.

General Operations

The change in net position for the year ended December 31, 2013 was an increase of approximately \$153.7 million, as opposed to approximately \$124.4 million for the year ended December 31, 2012. The Board's total operating revenues increased by 8.6% to approximately \$148.7 million due primarily for rate increases effective January 1, 2013, and total non-operating revenue increased by 53.1% to approximately \$79.0 million due primarily to the forgiveness of the outstanding principal and interest due on the Special Community Disaster Loan in 2013 totaling \$30.1 million.

Other Information

State Statutes and covenants governing outstanding bond issues require an annual audit of the Board's financial records by independent certified public accountants. The accounting firm of Postlethwaite & Netterville was selected by the Board to perform this audit through a competitive bid process. The independent auditors' report on the basic financial statements is included in the Financial Section of the report. The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to Sewerage and Water Board of New Orleans for its Comprehensive Annual Financial Report for the fiscal year ended December 31, 2012. The Certificate of Achievement is a prestigious national award-recognizing conformance with the highest standards for preparation of state and local government financial reports.

In order to be awarded a Certificate of Achievement, a government unit must publish an easily readable and efficiently organized comprehensive annual financial report whose contents conform to program standards. Such CAFR must satisfy both generally accepted accounting principles and applicable legal requirements.

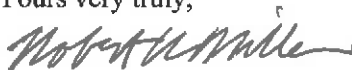
A Certificate of Achievement is valid for a period of one (1) year only. The Sewerage and Water Board of New Orleans has received a Certificate of Achievement for thirty (30) years. We believe our current report continues to conform to the Certification of Achievement Program requirements and we are submitting it to GFOA.

ACKNOWLEDGMENTS

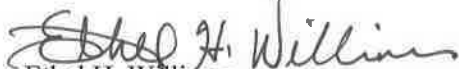
The Comprehensive Annual Financial Report was prepared by the dedicated staff of the Director's Office, particularly the Finance Administration and Printing Department. Additionally, we realize that the cooperation of each Department of the Sewerage & Water Board of New Orleans is essential, and we appreciate the willingness to work together toward this endeavor.

We also wish to thank the members of the Board for their interest and support in our efforts to achieve greater fiscal efficiency and accountability.

Yours very truly,



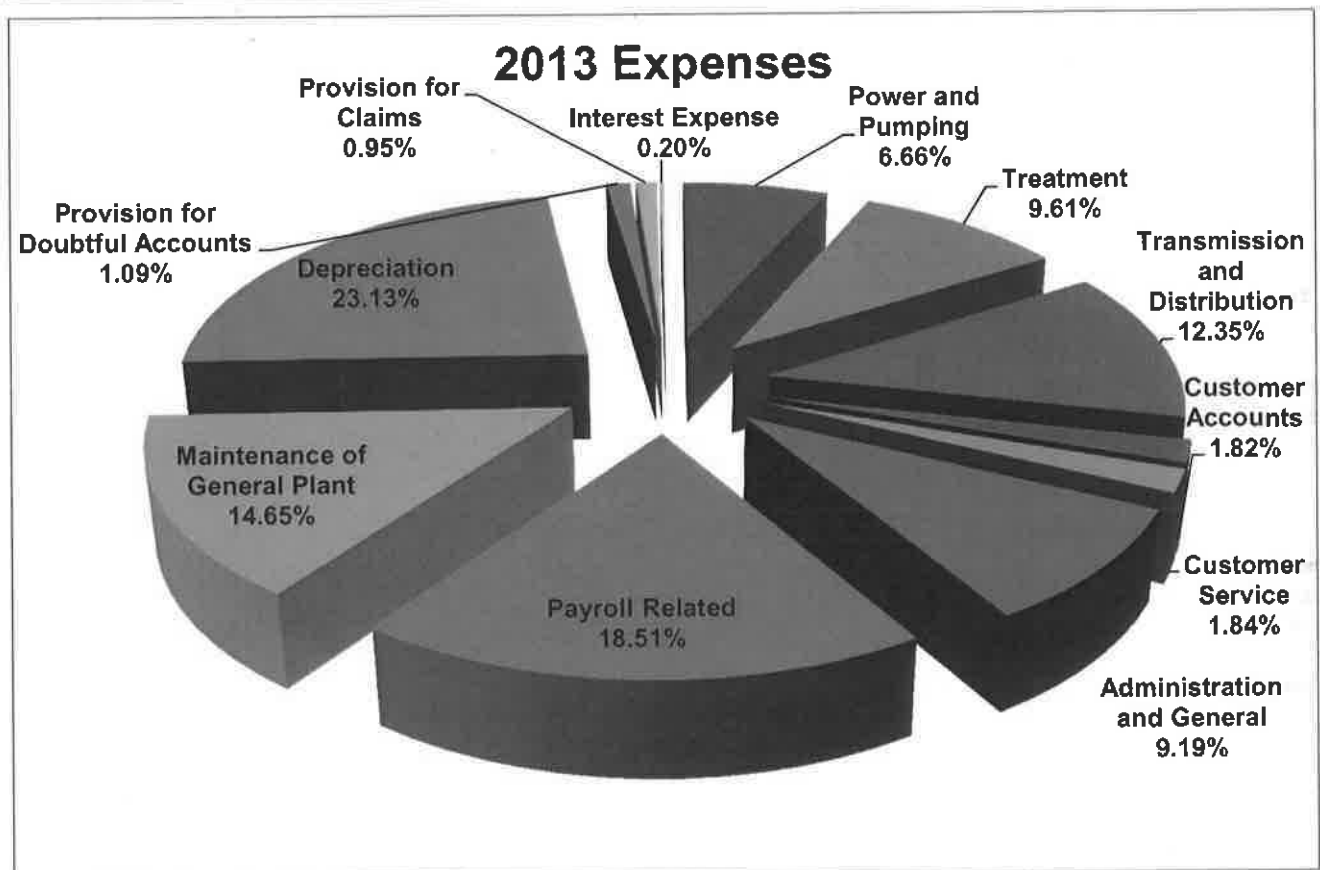
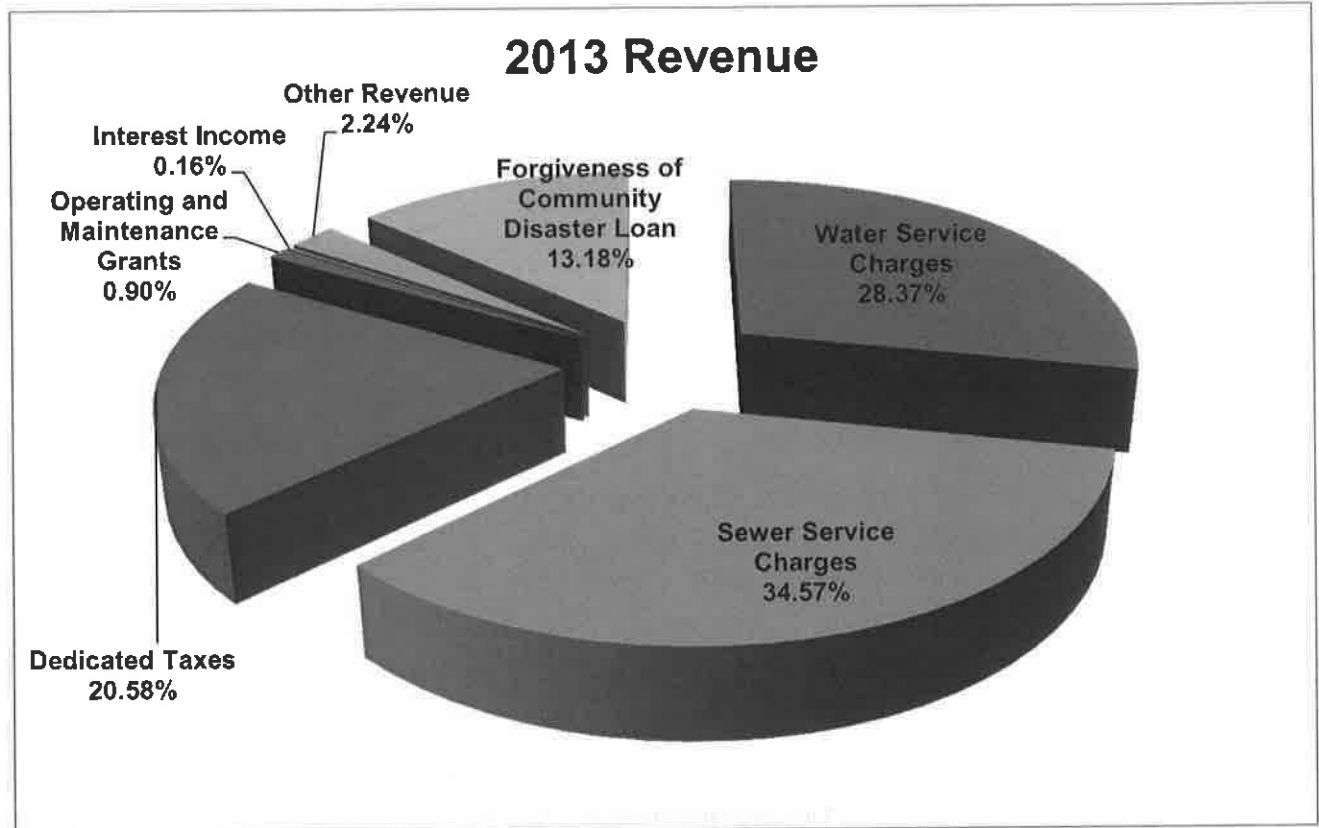
Robert K. Miller
Interim Executive Director



Ethel H. Williams
Financial Administrator

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Sewerage and Water Board of New Orleans



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Government Finance Officers Association

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Achievement
for Excellence
in Financial
Reporting

Presented to

**Sewerage and Water Board
of New Orleans, Louisiana**

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

December 31, 2012

Executive Director/CEO

**OFFICERS
of the
SEWERAGE AND WATER BOARD
OF NEW ORLEANS**

December 31, 2013

MITCHELL J. LANDRIEU	.....	President
	Mayor, City of New Orleans	
WILLIAM RAYMOND MANNING	.....	President Pro Tem
MARCIA A. ST. MARTIN	.....	Executive Director
ROBERT K. MILLER	.....	Deputy Director
JOSEPH R. BECKER	.....	General Superintendent
MADELINE F. GODDARD	.....	Deputy General Superintendent
NOLAN LAMBERT	.....	Special Counsel

**MEMBERS OF
SEWERAGE AND WATER BOARD OF NEW ORLEANS**

December 31, 2013

MITCHELL J. LANDRIEU	Mayor
MARION BRACY	Council District D Appointment
STACY HEAD	Councilmember At-Large
KERRI KANE	Council District C Appointment
WILLIAM RAYMOND MANNING	Board of Liquidation Appointment
MARK M. MOODY	Board of Liquidation Appointment
KRISTIN GISLESON PALMER	Councilmember District C
GLEN PILIE	Council District A Appointment
FLORENCE W. SCHORNSTEIN	Council District B Appointment
VACANT	Councilmember
CHARLES F. WEBB	Council District E Appointment
BEVERLY WRIGHT, PhD	At-Large Appointment
LOYCE P. WRIGHT	At-Large Appointment

**COMMITTEES OF THE
SEWERAGE AND WATER BOARD OF NEW ORLEANS**

December 31, 2013

EXECUTIVE COMMITTEE

MARK MOODY
GLEN PILIE

WILLIAM RAYMOND MANNING – Chairperson
FLORENCE W. SCHORNSTEIN
CHARLES F. WEBB

FINANCE AND OPERATIONS COMMITTEE

STACY HEAD
KERRI KANE

CHARLES F. WEBB – Chairperson
WILLIAM RAYMOND MANNING
LOYCE WRIGHT

INFRASTRUCTURE COMMITTEE

MARION BRACY
KERRI KANE

FLORENCE W. SCHORNSTIEN - Chairperson
GLEN PILIE
BEVERLY WRIGHT, PhD

OPERATIONS COMMITTEE

MARION BRACY
FLORENCE W. SCHORNSTEIN

MARK MOODY, Chairperson
BEVERLY WRIGHT, PhD
LOYCE P. WRIGHT

PENSION COMMITTEE

KRISTIN GISLESON PALMER
HAROLD HELLER
MARVIN RUSSELL

WILLIAM RAYMOND MANNING – Chairperson
GERALD TILTON
CHARLES F. WEBB
JOHN WILSON

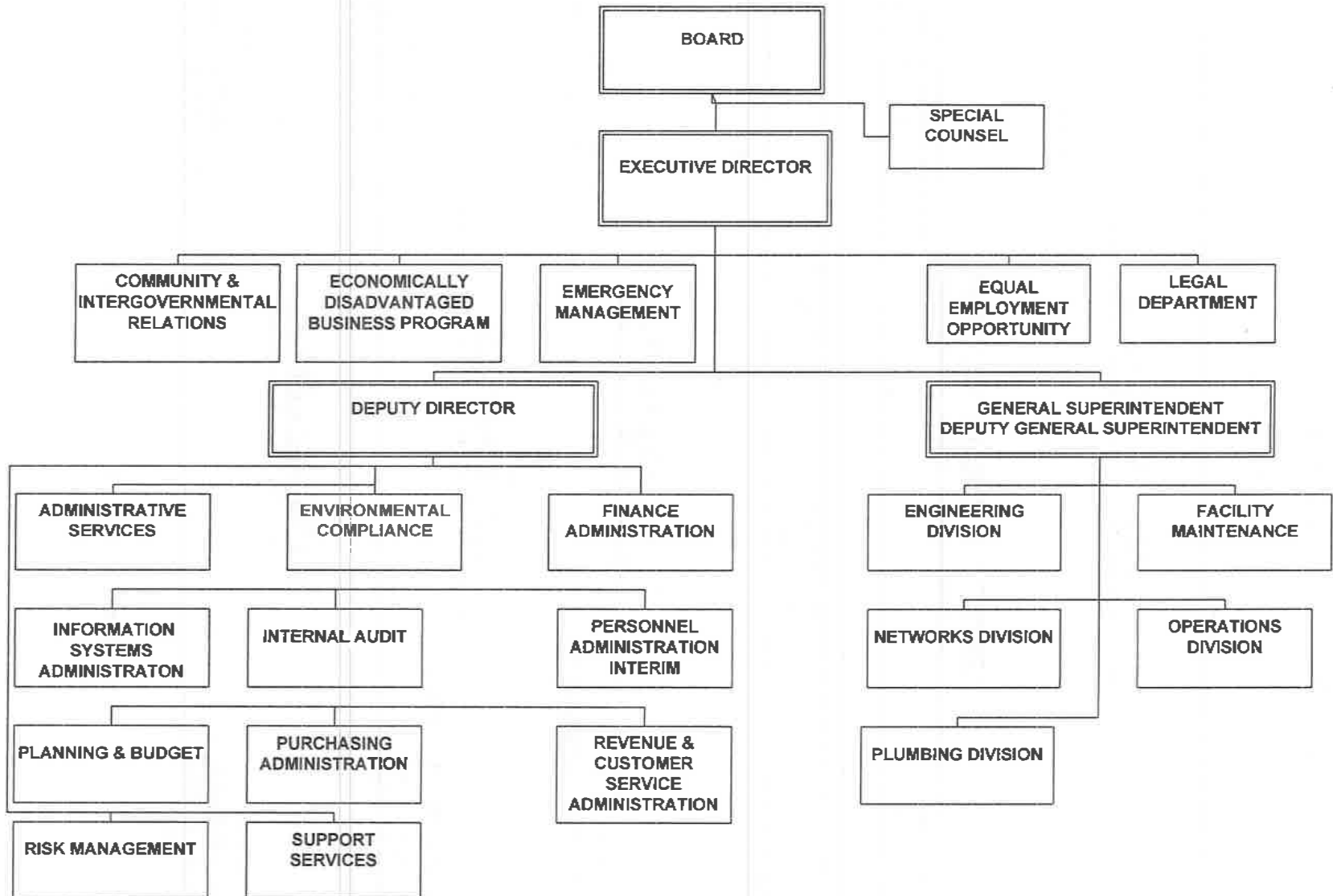
PLUMBING COMMITTEE

JAY ARNOLD
JOSEPH BECKER
RONNIE CROSBY
JIM FINLEY

GLEN PILIE – Chairperson
STACY HEAD
MARK M. MOODY
KRISTIN GISLESON PALMER
BEVERLY WRIGHT, PhD

MICHAEL CONEFRY & COMPANY, ACTUARY

SEWERAGE AND WATER BOARD ORGANIZATION CHART 2013



**THE SEWERAGE AND WATER BOARD OF NEW ORLEANS
DIVISION HEADS OF DEPUTY DIRECTOR**

December 31, 2013

**ROBERT K. MILLER
DEPUTY DIRECTOR**

ADMINISTRATIVE SERVICES
LYNN COBETTE

ENVIRONMENTAL COMPLIANCE
ANN WILSON

FINANCE ADMINISTRATION
ETHEL H. WILLIAMS

INFORMATION SYSTEMS ADMINISTRATION
MELINDA NELSON

INTERNAL AUDIT
RAYMOND GABLE

PERSONNEL ADMINISTRATION
AUDREY LEE (INTERIM)

PLANNING AND BUDGET
DEXTER JOSEPH

PURCHASING ADMINISTRATION
WILLIE M. MINGO, JR.

REVENUE AND CUSTOMER SERVICES ADMINISTRATION
JACQUELINE K. SHINE

RISK MANAGEMENT
JENNIFER MEDLEY

SUPPORT SERVICES
JOHN WILSON

**THE SEWERAGE AND WATER BOARD OF NEW ORLEANS
DIVISION HEADS OF GENERAL SUPERINTENDENT**

December 31, 2013

JOSEPH BECKER
GENERAL SUPERINTENDENT

MADELINE F. GODDARD
DEPUTY GENERAL SUPERINTENDENT

ENGINEERING DIVISION

MELVIN R. SPOONER

FACILITY MAINTENANCE DIVISION

GABE SIGNORELLI

NETWORKS DIVISION

RUDY AUGUST

OPERATIONS DIVISION

BOB MOEINIAN

PLUMBING DIVISION

JAMES J. ARNOLD



The purpose of the Southeast Louisiana (SELA) Drainage program is to reduce flood damages in the City of New Orleans and surrounding parishes. This is accomplished by constructing new pumping stations and better drainage canals throughout our city. The program was authorized in 1996 by the United States Congress and administered under a project cooperation agreement between the Sewerage and Water Board of New Orleans and the U. S. Army Corps of Engineers.

One such SELA improvement is the entire Florida Avenue Canal project which consists of widening the existing concrete flume channel section of the canal from Elysian Fields Avenue to Drainage Pump Station 19 on the Industrial Canal. In addition, modifications will be made to the existing drainage in the Peoples Triangle and along the south side of the Florida Avenue Canal to aid in getting more flow to this new canal. These modifications include the installation of sub-surface drainage, curb and gutter drainage, and pavement resurfacing along portions of Abundance, Treasure, Benefit, Deers, Eads, Painters, Montegut, and Desire streets. Due to a lack of federal funding for the SELA program, this project experienced delays. However, this project received post Katrina emergency funding and is underway.



Another SELA project consists of constructing approximately 2,800 linear feet of concrete box canal (usable areas of 18 by 10 ft and 14 by 8 ft. under the neutral ground along Napoleon Avenue, from Carondelet Street to Constance Street. The new canals will parallel an existing box canal and will connect to the canal to be constructed under the Napoleon Avenue Phase 2 contract at Carondelet Street and the existing box canal at Constance Street.

FINANCIAL SECTION

INDEPENDENT AUDITORS' REPORT

Members of the Board
Sewerage and Water Board of New Orleans

Report on the Financial Statements

We have audited the accompanying financial statements of the Sewerage and Water Board of New Orleans (the Board) as of and for the years ended December 31, 2013 and 2012, and the related notes to the financial statements, which collectively comprise the Board's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Board, as of December 31, 2013 and 2012, and the changes in financial position and, where applicable, cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Change in Accounting Principle

As described in Note 14 to the financial statements, the Board implemented GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*, in 2013. This standard provides guidance for reporting the financial statement elements of deferred outflows and inflows of resources and also identifies certain items previously reported as assets and liabilities that the GASB determined should be recognized as revenues or expenses when incurred and not reported in the statements of net position. Our opinions are not modified with respect to this matter.

Correction of Error

As described in Note 14 to the financial statements, an error resulting in an overstatement of the amount previously reported for the Disaster Reimbursement Revolving Loan as of December 31, 2012, was discovered by management of the Board during the current year. Accordingly, amounts reported for the Disaster Reimbursement Revolving Loan and capital contributions revenue have been restated in the 2012 financial statements now presented, and an adjustment has been made to net position as of December 31, 2012, to correct the error. Our opinions are not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages II-4 through II-16 and the schedules of funding progress presented on pages II-63 and II-64 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audits were conducted for the purpose of forming opinions on the financial statements that collectively comprise the Board's basic financial statements. The Introductory section, Schedules 1 through 6, the Statistical Information section, and Supplementary Information section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

Schedules 1 through 6 are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

The Statistical Information and Supplementary Information sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated April 22, 2014, on our consideration of the Board'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 Board's internal control over financial reporting and compliance.



New Orleans, Louisiana
April 22, 2014

SEWERAGE & WATER BOARD OF NEW ORLEANS

MANAGEMENT'S DISCUSSION AND ANALYSIS YEAR ENDED DECEMBER 31, 2013

This section of the Sewerage & Water Board of New Orleans' (the Board) annual financial report presents a discussion and analysis of the Board's financial performance during the fiscal year that ended December 31, 2013. We encourage readers to consider the information presented here in conjunction with the additional information that we have furnished in our letter of transmittal. The Board's financial statements follow this section.

FINANCIAL HIGHLIGHTS

The Board adopted a financial plan for 2011 through 2020 that is anticipated to result in improved debt service coverage, increased liquidity, increased funding for operations and maintenance, and full funding for the capital improvement program.

Recovery from Hurricane Katrina and the resulting flooding continued to be significant event during 2013. Repairs to water, sewerage, and drainage systems, building repairs, and vehicle and equipment replacements continued throughout 2013. Management anticipates this recovery work to continue through 2025.

Enterprise Fund

The major highlights in the Board's enterprise fund were as follows:

2013

- The Board's additions to its major systems approximated \$183.0 million.
- The Southeast Louisiana (SELA) project which is a major upgrade to the drainage system by the Corps of Engineers resulted in additions of approximately \$52.7 million to work in progress during the year.
- Federal Emergency Management Agency (FEMA) Disaster Public Assistance grants expended totaled approximately \$60.7 million, of which approximately \$58.9 million were capital contributions and approximately \$1.8 million were for operating and maintenance expenses.

2012

- The Board's additions to its major systems approximated \$193.4 million.
- The Southeast Louisiana (SELA) project which is a major upgrade to the drainage system by the Corps of Engineers resulted in additions of approximately \$69.4 million to work in progress during the year.
- Federal Emergency Management Agency (FEMA) Disaster Public Assistance grants expended totaled approximately \$51 million, of which approximately \$42.5 million were capital contributions and approximately \$8.5 million were for operating and maintenance expenses.

Pension Trust Fund

2013

The major highlight in the Board's pension trust fund was the financial performance in the stock market. The appreciation of the fair value of investments was \$21.4 million compared to \$20.6 million in 2012. The plan net position available for benefits had a net increase of \$13.2 million to \$209.9 million in 2012.

2012

The major highlight in the Board's pension trust fund was the financial performance in the stock market as compared to 2011. The appreciation of the fair value of investments was \$20.6 million compared to \$7.7 million in 2011. The plan net position available for benefits had a net increase of \$12.9 million to \$209.9 million in 2012.

OVERVIEW OF THE FINANCIAL STATEMENTS

This financial report consists of five parts: management's discussion and analysis (this section), the financial statements, the notes to the financial statements, required supplementary information, and other supplementary information.

Government-wide Financial Statements – Enterprise Fund

The Board's principal activities of providing water, sewerage, and drainages services are accounted for in a single proprietary fund -- the enterprise fund. Enterprise funds are used to report business activities. Since the enterprise fund is the Board's single activity, its financial statements are presented as the Board's government-wide financial statements.

The financial statements provide both long-term and short-term information about the Board's overall financial status. The financial statements also include notes that explain some of the information in the financial statements and provide more detailed data. The statements are followed by a section of required supplementary information and other supplementary information that further explain and support the information in the financial statements.

The Board's financial statements are prepared on an accrual basis in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units. Under this basis of accounting, revenues are recognized in the period in which they are earned, expenses are recognized in the period in which they are incurred, and depreciation of assets is recognized in the Statements of Revenues, Expenses, and Changes in Net Position. All assets and liabilities associated with the operation of the Board are included in the Statements of Net Position.

The Statement of Net Position presents financial information on all of the Board's assets, liabilities, and deferred inflows/outflows of resources, with the difference reported as net position. Over time, increases and decreases in net position may serve as a useful indicator of whether the financial position of the Board is improving or deteriorating.

Fund Financial Statements – Pension Trust Fund

The Board's fund financial statements consist of its pension trust fund. As a fiduciary fund, the pension trust fund is held for the benefit of employees and retirees of the Board. The pension trust fund is not reflected in the government-wide financials because the resources are not available to the Board for its activities. The accounting for the pension trust fund is much like that used by the enterprise fund.

FINANCIAL ANALYSIS OF THE BOARD

ENTERPRISE FUND

2013 Net Position

The Board's total assets at December 31, 2013 were approximately \$2.3 billion, a 6.2% increase from December 31, 2012 (see Table A-1).

Table A-1				
Sewerage & Water Board of New Orleans				
Net Position				
	2013	2012	Increase (Decrease)	Increase (Decrease)
Current unrestricted assets	\$ 130,504,624	\$ 134,080,022	\$ (3,575,398)	-2.7%
Restricted assets	40,288,338	42,198,721	(1,910,383)	-4.5%
Property, plant and equipment - net	2,107,837,751	1,968,531,923	139,305,828	7.1%
Other assets	51,315	51,315	-	0.0%
Total assets	\$ 2,278,682,028	\$ 2,144,861,981	\$ 133,820,047	6.2%
Current liabilities	\$ 124,900,937	\$ 118,214,778	\$ 6,686,159	5.7%
Long-term liabilities	337,648,477	364,235,529	(26,587,052)	-7.3%
Total liabilities	462,549,414	482,450,307	(19,900,893)	-4.1%
Net position:				
Net investment in capital assets	1,919,436,757	1,762,070,381	157,366,376	8.9%
Restricted	33,405,265	35,186,883	(1,781,618)	-5.1%
Unrestricted	(136,709,408)	(134,845,590)	(1,863,818)	1.4%
Total net position	1,816,132,614	1,662,411,674	153,720,940	9.2%
Total liabilities and net position	\$ 2,278,682,028	\$ 2,144,861,981	\$ 133,820,047	6.2%

The net increase in total assets of \$133.8 million resulted primarily due to an increase in property, plant, and equipment of \$139.3 million and a decrease of \$3.6 million in current unrestricted assets. The decrease in current unrestricted assets was primarily due to an increase of \$21.7 million in unrestricted and undesignated cash and cash equivalents as a result of FEMA advancements received for payments of committed project costs, offset by a decrease in grants receivable of \$11.1 million due to more timely collections from the federal government and a decrease in cash designated by the Board for capital projects of \$15.8 million. Current liabilities increased by \$6.7 million primarily due to unspent advances received from the federal government of \$10.9 million received in 2013 and an increase in retainers and estimates payable of \$3.2 million offset by a decrease in the Disaster Reimbursement Revolving Loan of \$11.7 million as a result of loan payments made during 2013. Long-term liabilities decreased by \$26.0 million primarily due primarily to the forgiveness of principal and accrued interest on the Special Community Disaster loan totaling \$30.1 million and a decrease of \$18.8 million in long-term bonds payable offset by an increase of \$6.7 million in other postretirement benefits liability and an increase of \$15.7 million in the Southeast Louisiana Project liability.

2012 Net Position

The Board's total assets at December 31, 2012 were approximately \$2.0 billion, a 6.3% increase from December 31, 2011 (see Table A-2).

	2012	2011	Increase (Decrease)	Increase (Decrease)
Current unrestricted assets	\$ 134,080,022	\$ 160,626,531	\$ (26,546,509)	-16.5%
Restricted assets	42,198,721	37,148,426	5,050,295	13.6%
Property, plant and equipment - net	1,968,531,923	1,819,352,046	149,179,877	8.2%
Other assets	51,315	51,315	-	0.0%
Total assets	\$ 2,144,861,981	\$ 2,017,178,318	\$ 127,683,663	6.3%
Current liabilities	\$ 118,214,778	\$ 131,071,404	\$ (12,856,626)	-9.8%
Long-term liabilities	364,235,529	348,127,496	16,108,033	4.6%
Total liabilities	482,450,307	479,198,900	3,251,407	0.7%
Net position:				
Net investment in capital assets	1,762,070,381	1,602,767,538	159,302,843	9.9%
Restricted	35,186,883	33,137,542	2,049,341	6.2%
Unrestricted	(134,845,590)	(97,925,662)	(36,919,928)	37.7%
Total net position	1,662,411,674	1,537,979,418	124,432,256	8.1%
Total liabilities and net position	\$ 2,144,861,981	\$ 2,017,178,318	\$ 127,683,663	6.3%

The net increase in total assets of \$127.7 million is primarily due to an increase in property, plant, and equipment of \$149.2 million, and an increase of \$5.0 million in restricted assets. The total decrease of \$26.5 million in current unrestricted assets was primarily due to a decrease of \$15.4 million in cash designated for capital projects. Current liabilities decreased by \$12.9 million primarily due to a decrease of \$5.0 million in borrowing from the State of Louisiana and a decrease of \$4.3 million in accounts payable and \$3.5 million in other liabilities. Long-term liabilities increased by \$16.1 million primarily due to an increase of \$14.2 million in SELA project payable, \$4.4 million interest accrual for Special Community Disaster loan, and an increase of \$7.3 million in other postretirement benefits liability, offset by a decrease of \$9.7 million in bonds payable.

2013 Changes in Net Position

The change in net position for the year ended December 31, 2012 was an increase of approximately \$153.8 million, as opposed to approximately \$124.4 million for the year ended December 31, 2012. The Board's total operating revenues increased by 8.6% to approximately \$148.7 million due primarily for rate increases effective January 1, 2013, and total non-operating revenue increased by 53.1% to approximately \$79.0 million due primarily to the forgiveness of the outstanding principal and interest due on the Special Community Disaster Loan in 2013 totaling \$30.1 million. The changes in net position are detailed in Table A-3; operating expenses are detailed in Table A-4.

	2013	2012	Increase (Decrease)	Increase (Decrease)
Operating revenues:				
Charges for services	\$ 143,577,430	\$ 132,351,945	\$ 11,225,485	8.5%
Other	5,119,368	4,626,276	493,092	10.7%
Total operating revenues	148,696,798	136,978,221	11,718,577	8.6%
Operating expenses (Table A-4)	188,341,071	178,705,276	9,635,795	5.4%
Operating loss	(39,644,273)	(41,727,055)	2,082,782	5.0%
Non-operating revenues:				
Property taxes	46,455,330	44,061,990	2,393,340	5.4%
Other taxes	494,106	278,394	215,712	77.5%
Operating and maintenance grants	2,054,492	7,624,526	(5,570,034)	-73.1%
Investment expense	(17,719)	(336,506)	318,787	-94.7%
Forgiveness of Community Disaster Loan	30,061,368	-	30,061,368	0.0%
Total non-operating revenues	79,047,577	51,628,404	27,419,173	53.1%
Income before capital contributions	39,403,304	9,901,349	29,501,955	298.0%
Capital contributions	114,317,636	114,530,907	(213,271)	-0.2%
Change in net position	153,720,940	124,432,256	29,288,684	23.5%
Net position, beginning of year	1,662,411,674	1,537,979,418	124,432,256	8.1%
Net position, end of year	\$ 1,816,132,614	\$ 1,662,411,674	\$ 153,720,940	9.2%

Capital contributions from federal grants and construction of Board property was approximately \$114.3 million resulting primarily from capital additions reimbursable under the FEMA Disaster Public Assistance grant of approximately \$60.7 million and approximately \$37.5 million of capital contributions by the Army Corps of Engineers. Operating and maintenance grants decreased in 2013 to \$2.1 million for operation and maintenance expenditures made during 2013 under the FEMA Disaster Public Assistance grant.

Table A-4				
Sewerage & Water Board				
Operating Expenses				
	2013	2012	Increase (Decrease)	Increase (Decrease)
Power and pumping	\$ 12,572,620	\$ 11,951,746	\$ 620,874	5.2%
Treatment	18,143,049	18,906,540	(763,491)	-4.0%
Transmission and distribution	23,323,900	26,019,713	(2,695,813)	-10.4%
Customer accounts	3,425,934	3,334,652	91,282	2.7%
Customer service	3,464,197	3,332,300	131,897	4.0%
Administration and general	17,333,945	15,879,736	1,454,209	9.2%
Payroll related	34,928,822	33,980,859	947,963	2.8%
Maintenance of general plant	27,647,127	24,480,560	3,166,567	12.9%
Depreciation	43,648,267	39,011,955	4,636,312	11.9%
Provision for doubtful accounts	2,052,096	1,676,511	375,585	22.4%
Provision for (benefit of) claims	1,801,114	130,704	1,670,410	1278.0%
Total operating expenses	\$ 188,341,071	\$ 178,705,276	\$ 9,635,795	5.4%

Total operating expenses increased by approximately \$9.6 million or 5.4% compared to 2012. In 2013, the Board placed several construction projects in service, which caused an increase of \$4.6 million or 11.9% in depreciation expenses. Provisions for claims increased to \$1.8 million in 2013 as compared to 2012. Claims expense varies due to the number and severity of the claims during any period. The increase is primarily due to adjustments in overall claims reserve at year-end in addition to claims payments made during 2013. Maintenance of general plant expenses increased by \$3.1 million or 12.8% due to ongoing repairs to plant facility and the intake filter gallery, and labor required to maintain the facility.

2012 Changes in Net Position

The change in net position for the year ended December 31, 2012 was an increase of approximately \$124.4 million, as opposed to an increase in net position of approximately \$106.3 million for the year ended December 31, 2011. The Board's total operating revenues decreased by 1.9% to approximately \$137.0 million, and total non-operating revenue increased by 1.8% to approximately \$51.6 million. The changes in net position are detailed in Table A-5; operating expenses are detailed in Table A-6.

	2012	2011	Increase (Decrease)	Increase (Decrease)
Operating revenues:				
Charges for services	\$ 132,351,945	\$ 131,006,460	\$ 1,345,485	1.0%
Other	4,626,276	8,581,123	(3,954,847)	-46.1%
Total operating revenues	136,978,221	139,587,583	(2,609,362)	-1.9%
Operating expenses (Table A-4)	178,705,276	170,821,777	7,883,499	4.6%
Operating loss	(41,727,055)	(31,234,194)	(10,492,861)	-33.6%
Non-operating revenues:				
Property taxes	44,061,990	39,232,254	4,829,736	12.3%
Other taxes	278,394	316,079	(37,685)	-11.9%
Operating and maintenance grants	7,624,526	11,479,664	(3,855,138)	-33.6%
Investment expense	(336,506)	(310,008)	(26,498)	8.5%
Total non-operating revenues	51,628,404	50,717,989	910,415	1.8%
Income before capital contributions	9,901,349	19,483,795	(9,582,446)	-49.2%
Capital contributions	114,530,907	86,769,206	27,761,701	32.0%
Change in net position	124,432,256	106,253,001	18,179,255	17.1%
Net position, beginning of year	1,537,979,418	1,431,726,417	106,253,001	7.4%
Net position, end of year	\$ 1,662,411,674	\$ 1,537,979,418	\$ 124,432,256	8.1%

Capital contributions from federal grants and construction of Board property was approximately \$114.5 million resulting primarily from capital additions reimbursable under the FEMA Disaster Public Assistance grant of approximately \$34 million and approximately \$52.5 million of capital contributions by the Army Corps of Engineers. Operating and maintenance grants decreased in 2012 to \$7.6 million for operation and maintenance expenditures made during 2012 under the FEMA Disaster Public Assistance grant.

	2012	2011	Increase (Decrease)	Increase (Decrease)
Power and pumping	\$ 11,951,746	\$ 11,787,614	\$ 164,132	1.4%
Treatment	18,906,540	18,081,523	825,017	4.6%
Transmission and distribution	26,019,713	27,216,035	(1,196,322)	-4.4%
Customer accounts	3,334,652	3,369,643	(34,991)	-1.0%
Customer service	3,332,300	3,320,100	12,200	0.4%
Administration and general	15,879,736	16,054,154	(174,418)	-1.1%
Payroll related	33,980,859	34,770,439	(789,580)	-2.3%
Maintenance of general plant	24,480,560	25,262,984	(782,424)	-3.1%
Depreciation	39,011,955	34,772,279	4,239,676	12.2%
Provision for doubtful accounts	1,676,511	867,460	809,051	93.3%
Provision for (benefit of) claims	130,704	(4,680,454)	4,811,158	-102.8%
Total operating expenses	<u>\$ 178,705,276</u>	<u>\$ 170,821,777</u>	<u>\$ 7,883,499</u>	<u>4.6%</u>

Total operating expenses increased by approximately \$7.9 million or 4.6% compared to 2011 primarily due to an increase in depreciation expenses. In 2012, the Board placed several construction projects in service, which caused an increase of \$4.2 million or 12.2% in depreciation expenses. Provisions for claims increased by \$4.8 million in 2012 as compared to 2011. Claims expense varies due to the number and severity of the claims during any period. The increase is primarily due to adjustments in overall claims reserve at year-end in addition to claims payments made during 2012.

PENSION TRUST FUND

2013 Plan Net Position

The Board's total plan net position of its pension trust fund at December 31, 2013 was approximately \$223.1 million, a 6.3% increase from December 31, 2012 (see table A-7). Total assets increased 6.2% to \$234.4 million.

Plan net position increased by approximately \$13.2 million in 2013 primarily due to unrealized gains on investments of \$21.4 million and contributions of \$8.4 million offset by benefit payments and other deductions totaling \$18.0 million in 2013.

Table A-7				
Sewerage & Water Board of New Orleans				
Plan Net Position				
	2013	2012	Increase (Decrease)	Increase (Decrease)
Cash	\$ 1,145,702	\$ 755,634	\$ 390,068	51.6%
Investments	232,097,196	218,299,235	13,797,961	6.3%
Receivables	128,169	81,122	47,047	58.0%
Other assets	987,498	1,568,064	(580,566)	-37.0%
Total assets	234,358,565	220,704,055	13,654,510	6.2%
DROP participant payable	11,272,538	10,830,705	441,833	4.1%
Total liabilities	11,272,538	10,830,705	441,833	-4.1%
Plan net position	\$ 223,086,027	\$ 209,873,350	\$ 13,212,677	6.3%

2012 Plan Net Position

The Board's total plan net position of its pension trust fund at December 31, 2012 was approximately \$209.9 million, a 6.5% increase from December 31, 2011 (see table A-8). Total assets increased 7.1% to \$220.7 million.

Plan net position increased by approximately \$12.9 million in 2012 primarily due to increased unrealized gains on investments of \$20.6 million in 2012 compared to \$7.7 million gain in 2011.

Table A-8				
Sewerage & Water Board of New Orleans				
Plan Net Position				
	2012	2011	Increase (Decrease)	Increase (Decrease)
Cash	\$ 755,634	\$ 1,493,734	\$ (738,100)	-49.4%
Investments	218,299,235	203,410,658	14,888,577	7.3%
Receivables	81,122	78,126	2,996	3.8%
Other assets	1,568,064	1,111,238	456,826	41.1%
Total assets	220,704,055	206,093,756	14,610,299	7.1%
DROP participant payable	10,830,705	9,121,044	1,709,661	18.7%
Total liabilities	10,830,705	9,121,044	1,709,661	-18.7%
Plan net position	\$ 209,873,350	\$ 196,972,712	\$ 12,900,638	6.5%

2013 Changes in Plan Net Position

Net income on investments increased by \$1.4 million or 6.4% during 2013 due to the positive performance of the investment portfolio in 2013 related to the higher value of investment in 2013 as compared to 2012. The increase in the change in plan net position of \$312,000 resulted primarily from an increase in unrealized gains on investments compared to 2012 offset by a decrease in contributions of approximately \$456,000 or 5.1% and an increase of \$675,000 or 5.4% in deductions compared to 2012.

	2013	2012	Increase (Decrease)	Increase (Decrease)
Additions:				
Contributions	\$ 8,477,553	\$ 8,933,937	\$ (456,384)	-5.1%
Net income on investments	22,737,697	21,372,939	1,364,758	6.4%
Total additions	31,215,250	30,306,876	908,374	3.0%
Deductions:				
Benefits	(13,243,522)	(12,568,639)	(674,883)	5.4%
Employee refunds	(191,867)	(111,854)	(80,013)	71.5%
Employee DROP contributions	(4,567,184)	(4,725,745)	158,561	-3.4%
Total deductions	(18,002,573)	(17,406,238)	(596,335)	3.4%
Change in net position	13,212,677	12,900,638	312,039	2.4%
Plan net position, beginning of year	209,873,350	196,972,712	12,900,638	6.5%
Plan net position, end of year	\$ 223,086,027	\$ 209,873,350	\$ 13,212,677	6.3%

2012 Changes in Plan Net Position

Net income on investments increased by \$12.8 million or 25 times during 2012 due to increasing performance of the investment portfolio as compared to 2011. The increase in the change in plan net position of \$12.9 million resulted primarily from an increase in unrealized gains on investments compared to 2011 and an increase of \$1.4 million or 9.1% in deductions compared to 2011.

	2012	2011	Increase (Decrease)	Increase (Decrease)
Additions:				
Contributions	\$ 8,933,937	\$ 7,832,200	\$ 1,101,737	14.1%
Net income on investments	21,372,939	8,599,418	12,773,521	148.5%
Total additions	30,306,876	16,431,618	13,875,258	84.4%
Deductions:				
Benefits	(12,568,639)	(11,712,037)	(856,602)	7.3%
Employee refunds	(111,854)	(185,810)	73,956	-39.8%
Employee DROP contributions	(4,725,745)	(4,049,243)	(676,502)	16.7%
Total deductions	(17,406,238)	(15,947,090)	(1,459,148)	9.1%
Change in net position	12,900,638	484,528	12,416,110	2562.5%
Plan net position, beginning of year	196,972,712	196,488,184	484,528	0.2%
Plan net position, end of year	\$ 209,873,350	\$ 196,972,712	\$ 12,900,638	6.5%

CAPITAL ASSET AND DEBT ADMINISTRATION

2013 Capital Assets

As of December 31, 2013, the Board had invested approximately \$2.89 billion in capital assets. Net of accumulated depreciation, the Board's net capital assets at December 31, 2013 totaled approximately \$2.11 billion. This amount represents a net increase (including additions and disposals, net of depreciation) of approximately \$139.9 million or 7.1% over December 31, 2012.

At December 31, 2013, the Board's budget for its ten year capital improvements program totaled approximately \$2.52 billion including \$836.5 million for water, \$601.0 million for sewerage and \$1.08 billion for drainage. Due to certain regulatory and legislative changes, additional capital improvements will probably be required. Future capital improvement program expenditures may require the issuance of additional debt depending on the amount and timing of expenditures. As of December 31, 2013, the Board has committed or appropriated \$45.5 million in investments for use in future capital projects and has approximately \$190,000 of bond proceeds remaining for construction. The capital project investments are included in designated assets and restricted assets.

The capital improvements budget for 2013 was \$1.50 billion, including \$1.27 billion for projects which are expected to be funded by federal grants and programs. Significant projects included in property, plant and equipment in progress as of December 31, 2013 include the following:

Hurricane Katrina-related Repairs and Replacements
Southeast Louisiana Flood Control Program
Sewer System Sanitation Evaluation and Rehabilitation Program
Eastbank Sewer Treatment Plant
Westbank Sewer Treatment Plant
Wetlands Assimilation Project

See Note 4 for detailed capital asset activity during 2013.

2012 Capital Assets

As of December 31, 2012, the Board had invested approximately \$2.71 billion in capital assets. Net of accumulated depreciation, the Board's net capital assets at December 31, 2012 totaled approximately \$1.97 billion. This amount represents a net increase (including additions and disposals, net of depreciation) of approximately \$149.1 million or 8.2% over December 31, 2011.

At December 31, 2012, the Board's budget for its ten year capital improvements program totaled approximately \$3.64 billion including \$814.4 million for water, \$609.4 million for sewerage and \$2.22 billion for drainage. Due to certain regulatory and legislative changes, additional capital improvements will probably be required. Future capital improvement program expenditures may require the issuance of additional debt depending on the amount and timing of expenditures. As of December 31, 2012, the Board has committed or appropriated \$61.3 million in investments for use in future capital projects and has approximately \$319,000 of bond proceeds remaining for construction. The capital project investments are included in designated assets and restricted assets.

See Note 4 for detailed capital asset activity during 2012.

2013 Debt Administration

The Board continues to make its regularly scheduled payments on its bonds. During 2012, \$19.4 million in principal payments were made.

The Louisiana Department of Health and Hospitals has committed to loan the Board up to \$3.4 million to fund the installation of a new sodium hypochlorite storage and feed facility as well as the installation of a new sludge line into the Mississippi River (project). The outstanding balance is \$3,865 at December 31, 2013.

The Louisiana Department of Environmental Quality has committed to loan the Board up to \$9 million to fund construction of sewerage treatment works, implementing a management program under Section 1329 of the Water Quality Act of 1987, and developing and implementing a conservation and management plan under Section 1330 of the Federal Act. The outstanding balance is \$8,420,403 at December 31, 2013.

See Note 6 for detailed long term debt activity during 2013.

2012 Debt Administration

The Board continues to make its regularly scheduled payments on its bonds. During 2012, \$16.2 million in principal payments were made.

The Louisiana Department of Health and Hospitals has committed to loan the Board up to \$3.4 million to fund the installation of a new sodium hypochlorite storage and feed facility as well as the installation of a new sludge line into the Mississippi River (project). The outstanding balance is \$1,998,636 at December 31, 2012.

The Louisiana Department of Environmental Quality has committed to loan the Board up to \$9 million to fund construction of sewerage treatment works, implementing a management program under Section 1329 of the Water Quality Act of 1987, and developing and implementing a conservation and management plan under Section 1330 of the Federal Act. The outstanding balance is \$7,471,505 at December 31, 2012.

See Note 6 for detailed long term debt activity during 2012.

ECONOMIC FACTORS AND RATES

The Board, the City Council, and the Board of Liquidation City Debt approved rate increase of ten percent for the Water and Sewer Department effective January 1, 2013 and annually thereafter through 2020.

The Board also authorized a study to develop a drainage service charge amount and implementation methodology.

The total number of open accounts continues to increase modestly on an annual basis. The total open accounts in 2013, was 129,552, an increase by 1,550 over 2012, open accounts of 128,002.

CONTACTING THE BOARD'S FINANCIAL MANAGEMENT

This financial report is designed to provide our bondholders, patrons, and other interested parties with a general overview of the Board's finances and to demonstrate the Board's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the Sewerage & Water Board of New Orleans at (504) 585-2356.

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BASIC FINANCIAL STATEMENTS

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SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF NET POSITION
December 31, 2013 and 2012

ASSETS	2013	2012 (Restated)
Noncurrent assets:		
Property, plant and equipment	\$ 2,891,420,305	\$ 2,711,454,277
Less: accumulated depreciation	783,582,554	742,922,354
Property, plant and equipment, net	2,107,837,751	1,968,531,923
Other assets:		
Deposits	51,315	51,315
Total other assets	51,315	51,315
Total noncurrent assets	2,107,889,066	1,968,583,238
Current assets:		
Unrestricted and undesignated		
Cash and cash equivalents	30,326,340	8,607,217
Accounts receivable:		
Customers, net of allowance	13,944,271	13,555,071
Taxes	8,119,202	7,732,452
Grants	11,841,893	22,988,323
Miscellaneous	3,517,548	2,637,158
Inventory of supplies	6,935,599	7,698,327
Prepaid expenses	976,007	751,106
Total unrestricted and undesignated	75,660,860	63,969,654
Designated cash, cash equivalents, and investments:		
Cash and cash equivalents designated for capital projects	41,099,522	56,877,979
Customer deposits	10,106,417	9,492,988
Other	3,637,825	3,739,401
Total designated cash, cash equivalents, and investments	54,843,764	70,110,368
Restricted cash, cash equivalents, and investments:		
Cash and cash equivalents restricted for capital projects	4,555,573	4,797,338
Debt service reserve	33,405,265	35,186,883
Health insurance reserve	2,327,500	2,214,500
Total restricted cash, cash equivalents, and investments	40,288,338	42,198,721
Total current assets	170,792,962	176,278,743
Total assets	\$ 2,278,682,028	\$ 2,144,861,981

(Continued)

SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF NET POSITION
December 31, 2013 and 2012
(Continued)

NET POSITION AND LIABILITIES	2013	2012 (Restated)
Net position:		
Net investment in capital assets	\$ 1,919,436,757	\$ 1,762,070,381
Restricted for debt service	33,405,265	35,186,883
Unrestricted	(136,709,408)	(134,845,590)
Total net position	1,816,132,614	1,662,411,674
Long-term liabilities:		
Claims payable	1,913,607	2,234,075
Net pension obligation	15,430,336	11,123,890
Other postretirement benefits liability	54,778,434	48,072,203
Bonds payable, net of current maturities	170,255,994	189,079,542
Special Community Disaster loan payable	-	29,576,512
Southeast Louisiana Project liability	29,391,071	14,231,768
Debt Service Assistance Fund loan payable, net of current maturities	65,879,035	69,917,539
Total long-term liabilities	337,648,477	364,235,529
Current liabilities (payable from current unrestricted assets):		
Accounts payable	37,622,061	36,268,903
Due to City of New Orleans	160,122	160,093
Disaster Reimbursement Revolving Loan (Note 13)	11,693,325	21,708,578
Retainers and estimates payable	6,548,281	3,433,349
Due to pension trust fund	278,639	78,013
Accrued salaries	1,750,469	1,799,861
Accrued vacation and sick pay	9,806,913	9,803,436
Claims payable	11,000,794	10,977,109
Debt Service Assistance Fund loan payable	4,038,502	3,859,428
Advances from federal government	10,887,732	-
Other liabilities	28,108	143,131
Total current liabilities (payable from current unrestricted assets):	93,814,946	88,231,901
Current liabilities (payable from current restricted assets):		
Accrued interest	2,243,581	2,395,406
Bonds payable	18,145,000	17,382,000
Retainers and estimates payable	590,993	712,483
Customer deposits	10,106,417	9,492,988
Total current liabilities (payable from current restricted assets):	31,085,991	29,982,877
Total current liabilities	124,900,937	118,214,778
Total liabilities	462,549,414	482,450,307
Total net position and liabilities	\$ 2,278,682,028	\$ 2,144,861,981

See accompanying notes to financial statements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
For the years ended December 31, 2013 and 2012

	2013	2012 (Restated)
Operating revenues:		
Sales of water and delinquent fees	\$ 64,398,609	\$ 60,256,304
Sewerage service charges	78,535,785	71,407,835
Plumbing inspection and license fees	643,036	687,806
Other revenue	5,119,368	4,626,276
Total operating revenues	148,696,798	136,978,221
Operating expenses:		
Power and pumping	12,572,620	11,951,746
Treatment	18,143,049	18,906,540
Transmission and distribution	23,323,900	26,019,713
Customer accounts	3,425,934	3,334,652
Customer service	3,464,197	3,332,300
Administration and general	17,333,945	15,879,736
Payroll related	34,928,822	33,980,859
Maintenance of general plant	27,647,127	24,480,560
Depreciation	43,648,267	39,011,955
Provision for doubtful accounts	2,052,096	1,676,511
Provision for (benefit of) claims	1,801,114	130,704
Total operating expenses	188,341,071	178,705,276
Operating loss	(39,644,273)	(41,727,055)
Non-operating revenues (expenses):		
Three-mill tax	13,175,711	12,497,723
Six-mill tax	13,317,505	12,630,977
Nine-mill tax	19,962,114	18,933,290
Other taxes	494,106	278,394
Operating and maintenance grants	2,054,492	7,624,526
Interest income	353,630	401,387
Interest expense	(371,349)	(737,893)
Forgiveness of Community Disaster Loan (Note 6)	30,061,368	-
Total non-operating revenues	79,047,577	51,628,404
Income before capital contributions	39,403,304	9,901,349
Capital contributions	114,317,636	114,530,907
Change in net position	153,720,940	124,432,256
Net position, beginning of year (restated, Note 14)	1,662,411,674	1,537,979,418
Net position, end of year	\$ 1,816,132,614	\$ 1,662,411,674

See accompanying notes to financial statements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF CASH FLOWS
ENTERPRISE FUND
For the years ended December 31, 2013 and 2012

	<u>2013</u>	<u>2012 (Restated)</u>
Cash flows from operating activities		
Cash received from customers	\$ 141,106,556	\$ 129,604,820
Cash payments to suppliers for goods and services	(68,748,901)	(63,842,090)
Cash payments to employees for services	(64,830,644)	(64,800,112)
Other revenue	4,882,014	5,384,969
	<u>12,409,025</u>	<u>6,347,587</u>
Cash flows from noncapital financing activities		
Proceeds from property taxes	46,562,686	43,503,164
Proceeds from federal operating and maintenance grants	4,189,318	5,040,113
	<u>50,752,004</u>	<u>48,543,277</u>
Cash flows from capital and related financing activities		
Acquisition and construction of capital assets	(111,163,921)	(113,016,485)
Principal payments on bonds payable	(19,358,003)	(16,175,000)
Proceeds from bonds payable	1,432,130	7,957,932
Principal payments on Debt Service Assistance Fund loan	(3,859,430)	(3,688,280)
Interest paid on bonds payable	(12,588,862)	(14,451,884)
Payments to construction fund (Note 13)	(39,175,928)	(44,129,351)
Proceeds from construction fund (Note 13)	41,965,831	61,255,324
Capital contributed by developers and federal grants	83,907,507	47,636,565
	<u>(58,840,676)</u>	<u>(74,611,179)</u>
Cash flows from investing activities		
Proceeds from sales of investments	115,278	-
Investment income	221,783	259,448
	<u>337,061</u>	<u>259,448</u>
Net increase (decrease) in cash	4,657,414	(19,460,867)
Cash at the beginning of the year	<u>114,909,304</u>	<u>134,370,171</u>
Cash at the end of the year	<u>\$ 119,566,718</u>	<u>\$ 114,909,304</u>
Reconciliation of cash, designated cash, and restricted cash (Note 2)		
Current assets - cash	\$ 30,326,340	\$ 8,607,217
Designated assets - cash	51,593,764	66,860,368
Restricted assets - cash	<u>37,646,614</u>	<u>39,441,719</u>
Total cash	<u>\$ 119,566,718</u>	<u>\$ 114,909,304</u>

(Continued)

SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF CASH FLOWS
ENTERPRISE FUND
For the years ended December 31, 2013 and 2012
(Continued)

	<u>2013</u>	<u>2012 (Restated)</u>
Reconciliation of operating loss to net cash provided by operating activities is as follows:		
Operating loss	\$ (39,644,273)	\$ (41,727,055)
Adjustments to reconcile net operating loss to net cash used in operating activities:		
Depreciation	43,648,267	39,011,955
Provision for claims	1,801,114	130,704
Provision for doubtful accounts	2,052,096	1,676,511
Change in operating assets and liabilities:		
Increase in customer receivables	(2,441,296)	(2,755,799)
Decrease in inventory	762,728	325,790
(Increase) decrease in prepaid expenses and other receivables	(1,105,291)	41,431
Increase in net pension obligation	4,306,446	2,235,558
Increase (decrease) in accounts payable	(2,347,269)	1,209,768
Increase in accrued salaries, due to pension and accrued vacation and sick pay	154,711	32,996
Increase in customer deposits	613,429	643,829
Increase in net other postretirement benefits liability	6,706,231	7,290,249
Decrease in other liabilities	(2,097,868)	(1,768,350)
Net cash provided by operating activities	<u>\$ 12,409,025</u>	<u>\$ 6,347,587</u>
Schedule of non-cash capital and related financing activities		
Contributions of capital assets	<u>\$ 30,410,129</u>	<u>\$ 66,894,342</u>
Purchase of property, plant and equipment on account	<u>\$ 26,781,219</u>	<u>\$ 23,080,792</u>

See accompanying notes to financial statements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF PLAN NET POSITION
PENSION TRUST FUND
December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets:		
Cash	\$ 1,145,702	\$ 755,634
Receivables:		
Investment income	73,525	68,850
Employee contributions receivable	54,644	12,272
Due from other fund	987,498	1,568,064
Investments:		
Money market	2,383,876	1,242,693
LAMP	13,327,265	12,200,194
Debt securities	72,940,474	74,182,056
Hedge funds	20,511,668	18,459,666
Equities	122,933,913	112,214,626
Total assets	<u>234,358,565</u>	<u>220,704,055</u>
Liabilities:		
DROP participants payable	<u>11,272,538</u>	<u>10,830,705</u>
Total liabilities	<u>11,272,538</u>	<u>10,830,705</u>
Net position - restricted for pension benefits	<u>\$ 223,086,027</u>	<u>\$ 209,873,350</u>

See accompanying notes to financial statements.

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
STATEMENTS OF CHANGES IN PLAN NET POSITION
PENSION TRUST FUND**

For the years ended December 31, 2013 and 2012

	2013	2012
Additions:		
Contributions:		
Employee contributions	\$ 1,465,774	\$ 1,128,257
Employer contributions	5,946,614	6,114,997
City annuity and other transfers in	1,065,165	1,690,683
Total contributions	8,477,553	8,933,937
Investment income:		
Interest income	165,614	181,330
Dividend income	2,049,463	1,532,810
Net appreciation	21,386,511	20,573,176
	23,601,588	22,287,316
Less: investment expense	863,891	914,377
Net investment income	22,737,697	21,372,939
Total additions	31,215,250	30,306,876
Deductions:		
Benefits	(13,243,522)	(12,568,639)
Employee refunds	(191,867)	(111,854)
Employee contributions to DROP	(4,567,184)	(4,725,745)
Total deductions	(18,002,573)	(17,406,238)
Change in net position	13,212,677	12,900,638
Net position restricted for pension benefits at beginning of year	209,873,350	196,972,712
Net position restricted for pension benefits at end of year	\$ 223,086,027	\$ 209,873,350

See accompanying notes to financial statements.

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**NOTES TO
BASIC FINANCIAL STATEMENTS**

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SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(1) Summary of Significant Accounting Policies

History and Organization

The major operation of the Sewerage and Water Board of New Orleans (the Board) is providing water, sewerage and drainage services for the City of New Orleans (the City). The Sewerage and Water Board of New Orleans was created by Act 6 of the Louisiana Legislature of 1899 as a special board independent of the City's government to construct, maintain and operate a water treatment and distribution system and a public sanitary sewerage system for the City. In 1903, the Legislature gave the Board control of and responsibility for the City's major drainage system and relieved the City of the duty of providing in its annual operating budget or otherwise for the maintenance and operations of the water, sewerage and drainage systems.

In accordance with the Louisiana Revised Statutes (LRS) 33:4096 and 4121, the Board has the authority to establish the water and sewerage rates to charge to its customers. The rates are based on the actual water consumed and on the costs of maintenance and operation of the water and sewerage systems, including the costs of improvements and replacements. The collections of water and sewerage revenues are to be used by the Board for the maintenance and operation of the systems, the cost of improvements, betterments, and replacements and to provide for the payments of interest and principal on the bonds payable. On November 14, 2012, the Board approved both sewer and water rate increases commencing January 1, 2013. The sewer and water rates increase approximately 10% each year until the year of 2020. This increase was approved by the New Orleans City Council on November 14, 2012.

The Board has also been given the authority to levy and collect various tax millages which are used for the operation and maintenance of the drainage operations. All excess revenues collected are made available for capital development of the system. The proceeds of the rate collections and tax millages are invested in such investments as authorized by the LRS. These investments are reflected in the combined statement of net position, as "restricted assets," as they are restricted to the purposes as described above.

The Board is composed of thirteen members, including the Mayor of the City, three City Council members, at least one an at-large member, selected by the City Council, two members of the Board of Liquidation and seven citizens appointed by the Mayor. The appointed members of the Board serve staggered nine year terms. Effective January 1, 2014, the Board's makeup is changed to eleven members including the Mayor of the City as the President of the Board, two members of the Board of Liquidation, City Debt and eight citizens, as designated by the State Statutes. The initial terms of office shall be staggered from one year to four years, as designated by State Statutes.

The Board's accounting policies conform to accounting principles generally accepted in the United States of America as applicable to utilities and to governmental units. The following is a summary of the more significant policies.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(A) Reporting Entity (continued)

In conformity with the Governmental Accounting Standards Board's definition of a reporting entity, the Board includes an enterprise fund and a pension trust fund for financial reporting purposes. The Board is considered a reporting entity based on the following criteria:

- (a) Responsibility for surpluses/deficits. The Board is solely responsible for its surpluses/deficits. In accordance with Louisiana Revised Statutes, no other governmental unit is responsible for the Board's deficits or has a claim to its surpluses. The Board's operations are self-sustaining; revenues are generated through charges to customers and dedicated property taxes. Other than grants, no funding is received from the State of Louisiana or the City of New Orleans.
- (b) Budget Approval. The Board is solely responsible for reviewing, approving and revising its budget.
- (c) Responsibility for Debt. The Louisiana Revised Statutes authorize the Board to issue bonds; such bonds must bear on their face a statement that they do not constitute a debt of the City. The Board is solely responsible for payments to the bondholders. No other governmental unit is required by statute to make any payments to bondholders nor have any payments to bondholders ever been made by any governmental unit, except the Board.
- (d) Designation of Management. The Board controls the hiring of management and employees.
- (e) Special Financial Relationship. The Board has no special financial relationships with any other governmental unit.
- (f) Statutory Authority. The Board's statutory authority was created by the State of Louisiana as an independent governmental unit. Only an amendment to the state statutes can change or abolish the Board's authority.

The Board is a stand-alone entity as defined by Governmental Accounting Standards Board Statement 61, *The Financial Reporting Entity: Omnibus—an amendment of GASB Statements No. 14 and No. 34*. The Board is a legally-separate governmental organization that does not have a separately elected governing body and does not meet the definition of a component unit. As a result of a Louisiana Supreme Court decision on March 21, 1994, the Board was declared to be an autonomous or self-governing legal entity, legally independent of the City, State and other governments, created and organized pursuant to Louisiana Revised Statutes 33:4071 as a board, separate and independent of the governing authorities of the City and vested with autonomous or self governing authority. No other government can mandate actions of the Board nor impose specific financial burdens. The Board is fiscally independent to operate under its bond covenant and the provisions of Louisiana Revised Statute provisions.

The City of New Orleans includes the Board as a component unit in the City's financial statements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(B) Basis of Financial Statement Presentation

The Board's basic financial statements consist of the government-wide statements which include the proprietary fund (the enterprise fund) and the fund financial statements which includes the fiduciary fund (the pension trust fund).

The operations of the Board are accounted for in the following fund types:

Proprietary Fund Type

The proprietary fund is used to account for the Board's ongoing operations and activities which are similar to those often found in the private sector. The proprietary fund is accounted for using a flow of economic resources measurement focus. With this measurement focus, all assets and all liabilities associated with the operation of these funds are included on the statement of net position. Net position are segregated into amounts invested in capital assets (net of related debt), restricted for debt service, restricted for capital projects and unrestricted. The Board's restricted assets are expendable for their purposes. The Board utilizes available unrestricted assets before utilizing restricted assets. The operating statements present increases (revenues) and decreases (expenses) in net position. The Board maintains one proprietary fund type – the enterprise fund. The enterprise fund is used to account for operations (a) that are financed and operated in a manner similar to private business enterprises--where the intent of the governing body is that the cost (expenses, including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges; or (b) where the governing body has decided that periodic determination of revenues earned, expenses incurred, and/or net income is appropriate for capital maintenance. The presentation of the financial statements of the enterprise fund follows the format recommended by the National Association of Regulatory Utility Commissioners (NARUC).

The statement of net position arrangement for a utility reflects the relative importance of the various accounts. "Property, plant and equipment" is the first major category on the asset side, and long-term capitalization categories of net position are listed first on the liability side. Current assets and current liabilities are assigned a relatively less important position in the center of the statement of net position, rather than being placed first as in the statement of net position of commercial and industrial enterprises.

Operating revenues include all charges for service; other revenues include reconnection fees and other miscellaneous charges. Operating expenses include the costs associated with providing water, sewerage and drainage services. Interest income, interest expense and tax revenues are presented as non-operating items.

The enterprise fund is presented in the government-wide financial statements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(B) Basis of Financial Statement Presentation (continued)

Fiduciary Fund Type

The fiduciary fund is used to account for assets held by the Board in a trustee capacity or as an agent for individuals, private organizations, other governmental units and/or other funds. The Board maintains one fiduciary fund type - the pension trust fund. The pension trust fund uses the flow of economic resources measurement focus. All assets and liabilities associated with the operation of this fund are included in the statement of plan net assets. The pension trust fund is used to account for the activity of the Board's employee retirement plan.

The pension trust fund is presented in the fund financial statements.

(C) Basis of Accounting

The enterprise fund and the pension trust fund prepare their financial statements on the accrual basis of accounting. Unbilled utility service charges are not recorded as management considers the effect of not recording such unbilled receivables as not material. Property taxes are recorded as revenue in the year for which they are levied. Plan member contributions are recognized in the period in which contributions are due. Employer contributions to the pension plan are recognized when due and the employer has made a commitment to provide the contributions. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

(D) Investments

Investments are reported at fair value, except for short-term investments (maturity of one year or less) which are reported at amortized cost, which approximates fair value. Securities traded in a national or international exchange are valued at the last reported sales price at current exchange rates. Investments that do not have an established market are reported at estimated fair value. All investment income including changes in the fair value of the investments is recognized in the Statements of Revenues, Expenses, and Changes in Net Position.

(E) Inventory of Supplies

Inventory is valued at the lower of cost or market. Cost is determined by weighted average cost method.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(F) Vacation and Sick Pay

Vacation (annual leave) and sick pay (sick leave) are accrued when earned. Annual leave is accrued at the rate of .6923 of a workday for each bi-weekly accrual period for all employees on the payroll as of December 31, 1978. Employees hired after that date earn leave at a rate of .5 of a workday per bi-weekly pay period.

All employees on the payroll as of December 31, 1978 receive three bonus days each year; all employees hired after that date receive three bonus days each year for five through nine calendar years of continuous service; six bonus days each year for ten through fourteen years; nine bonus days each year for fifteen through nineteen years; and, twelve days for twenty or more years of continuous service. Civil Service's policy permits employees a limited amount of earned but unused annual leave which will be paid to employees upon separation from the Board. The amount shall not exceed ninety days for employees hired before January 1, 1979, and forty-five days for employees hired after December 31, 1978.

Sick leave is accumulated on a bi-weekly basis by all employees hired prior to December 31, 1978 at an accrual rate of .923 of a workday. For employees hired subsequent to December 31, 1978, the accrual rate is .5 of a workday for each bi-weekly period, plus a two day bonus each year for employees with six through fifteen calendar years of continuous service, and seven bonus days each year for employees with sixteen or more calendar years of continuous service.

Upon separation from the Board, an employee can elect to convert unused sick leave for retirement credits or cash. The conversion to cash is determined by a rate ranging from one day of pay for five days of leave for the 1st through 100th leave day to one day of pay for one day of leave for all days in excess of the 400th leave day. The total liability for unconverted sick leave as of December 31, 2013 and 2012 is approximately \$13,764,000 and \$13,513,000, respectively. The amount included in the statements of net position as of December 31, 2013 and 2012 is \$9,806,913 and \$9,803,436, respectively, which represents the annual leave and the converted sick leave since virtually all employees convert their sick leave to cash. Therefore, the Board books the compensated absences as a current liability. The amounts for compensated absences include the salary cost as well as certain salary related costs, such as the Board's share of social security expense. The following table summarizes changes in the Board's vacation and sick pay liability.

Year	Beginning of Year Liability	Current Year Earned and Changes in Estimate	Payments	End of Year Liability
2013	\$ 9,803,436	\$ 3,262,185	\$ (3,258,708)	\$ 9,806,913
2012	\$ 10,265,830	\$ 2,757,637	\$ (3,220,031)	\$ 9,803,436

(G) Property, Plant and Equipment

Property, plant and equipment are carried at historical cost. The Board capitalizes moveable equipment with a value of \$10,000 or greater, stationary, network and other equipment with a value of \$5,000 or greater and all real estate. The cost of additions includes contracted work, direct labor, materials and allocable cost. Donated capital assets are recorded at their estimated fair value at the date of donation.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(G) Property, Plant and Equipment (continued)

Interest is capitalized on property, plant and equipment acquired and/or constructed with tax exempt debt. Depreciation is computed using the straight-line method over the estimated useful life of the asset. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in revenue for the period. The cost of maintenance and repairs is charged to operations as incurred and significant renewals and betterments are capitalized. Deductions are made for retirements resulting from renewals or betterments.

(H) Self-Insurance/Risk Management

The Board is self-insured for general liability, workers' compensation, unemployment compensation and hospitalization benefits and claims. The accrued liability for the various types of claims represents an estimate by management of the eventual loss on the claims arising prior to year-end, including claims incurred and not yet reported including estimates of both future payments of losses and related claims adjustment and expense. Estimated expenses and recoveries are based on a case by case review.

(I) Bond Issuance Costs and Refinancing Gains (Losses)

Costs related to issuing bonds are expensed when incurred. Premiums and discounts associated with bond issues are amortized over the interest yield method.

(J) Deferred Inflows/Outflows of Resources

In addition to assets, the statements of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense) until then. The Board does not have any items recognized as deferred outflows of resources as of December 31, 2013 and 2012.

In addition to liabilities, the statements of net position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The Board does not have any items recognized as deferred inflows of resources as of December 31, 2013 and 2012.

(K) Pension

The Board may fund all or part of the accrued pension cost, depending on the resources that are available at the time of contribution, for its contributory pension plan which covers substantially all employees. Annual costs are actuarially computed using the entry age normal cost method.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(L) Drainage System

In 1903, the Legislature gave the Board control of and responsibility for the City's drainage system. The Drainage System was established as a department of the enterprise fund to account for the revenues from three-mill, six-mill and nine-mill ad valorem taxes designated exclusively for drainage services. These revenues have been supplemented by inspection and license fees collected by the Board. There exists a potential for additional financing by additional user service charges. Expenditures from the system are for the debt service of three-mill, six-mill and nine-mill tax bonds and drainage related operation, maintenance and construction.

(M) Capital Contributions

Contributions from developers and others, and receipts of Federal, State and City grants for acquisition of property, plant and equipment are recorded as capital contributions in the statement of revenues, expenses and changes in net position.

(N) Net Position Flow Assumption

Sometimes the Board will fund outlays for a particular purpose from both restricted (e.g. restricted bond or grant proceeds) and unrestricted resources. In order to calculate the amounts to report as restricted net position and unrestricted net position, a flow assumption must be made about the order in which the resources are considered to be applied. It is the Board's policy to consider restricted net position to have been depleted before unrestricted-net position is applied.

(O) Net Position

Net investment in capital assets – This component of net position consists of capital assets, net of accumulated depreciation and reduced by the outstanding debt attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds is not included in this component of net position. Rather, that portion of debt is included in the same component of net position as the unspent proceeds.

Restricted – This component reports those net position with externally imposed constraints placed on their use by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted – Unrestricted net position is the balance (deficit) of all other elements in a statement of net position remaining after net investment in capital assets and restricted net position.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(1) Summary of Significant Accounting Policies (continued)

(P) Cash Flows

For purposes of the statement of cash flows, only cash on hand and on deposit at financial institutions is considered to be cash equivalents. Certificates of deposits, treasury bills and other securities are considered investments.

(Q) Operating and Nonoperating Revenues

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and delivering goods in connection with principal ongoing operations. The principal operating revenues of the Board are charges to customers for sales and services. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

(R) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenue and expenditures during the period. Actual results could differ from those estimates. The current economic environment has increased the degree of uncertainty inherent in those estimates and assumptions.

(S) Reclassifications

Cash and investment balances in the 2012 financial statements have been reclassified to conform to the current year presentation.

(2) Cash and Investments

The Board's investments and cash consist primarily of investments in direct obligations of the United States or agencies thereof and deposits with financial institutions.

Custodial Credit Risk – Deposits – Custodial credit risk is the risk that in the event of a bank failure, the government's deposits may not be returned to it. Statutes require that the Board's cash and certificates of deposit be covered by federal depository insurance or collateral. At December 31, 2013, the Board's interest bearing deposits with banks consisted of cash and money market funds totaling \$122,650,709 and certificates of deposit of \$273,070. At December 31, 2012, the Board's interest bearing deposits with banks consisted of cash and money market funds totaling \$122,354,886 and certificates of deposit of \$272,792. The Board's cash bank balances and all certificates of deposit for 2013 and 2012 were covered by federal depository insurance or collateral held by custodial agents of the financial institutions in the name of the Board.

In accordance with GASB 40, unless there is information to the contrary, obligations of the U.S. Government are not considered to have credit risk and do not require disclosure of credit quality.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(2) Cash and Investments (continued)

The following are the components of the Board's cash and investments as of December 31 for the Enterprise Fund:

<u>2013</u>	<u>Unrestricted</u>	<u>Restricted</u>	<u>Total</u>
Enterprise Fund:			
Cash and money market funds	\$ 81,647,034	\$ 37,646,614	\$ 119,293,648
Certificates of deposit	<u>273,070</u>	<u>-</u>	<u>273,070</u>
	81,920,104	37,646,614	119,566,718
Investments	<u>3,250,000</u>	<u>2,641,724</u>	<u>5,891,724</u>
Total cash and investments at fair value	<u>\$ 85,170,104</u>	<u>\$ 40,288,338</u>	<u>\$ 125,458,442</u>

<u>2012</u>	<u>Unrestricted</u>	<u>Restricted</u>	<u>Total</u>
Enterprise Fund:			
Cash and money market funds	\$ 75,194,793	\$ 39,441,719	\$ 114,636,512
Certificates of deposit	<u>272,792</u>	<u>-</u>	<u>272,792</u>
	75,467,585	39,441,719	114,909,304
Investments	<u>3,250,000</u>	<u>2,757,002</u>	<u>6,007,002</u>
Total cash and investments at fair value	<u>\$ 78,717,585</u>	<u>\$ 42,198,721</u>	<u>\$ 120,916,306</u>

The composition and carrying value of investments is as follows:

	<u>2013</u>	<u>2012</u>
Enterprise Fund:		
LAMP	\$ <u>5,891,724</u>	\$ <u>6,007,002</u>
Pension Trust Fund:		
Money market	\$ 2,383,876	\$ 1,242,693
LAMP	13,327,265	12,200,194
Debt Securities	72,940,474	74,182,056
Hedge funds	20,511,668	18,459,666
Equities	<u>122,933,913</u>	<u>112,214,626</u>
	<u>\$ 232,097,196</u>	<u>\$ 218,299,235</u>

Investments - Statutes authorize the Board to invest in obligations of the U.S. Treasury, agencies, and instrumentalities, commercial paper rated A-1 by Standard & Poors Corporation or P-1 by Moody's Commercial Paper Record, repurchase agreements, and the Louisiana Asset Management Pool (LAMP). In addition, the pension trust fund is authorized to invest in corporate bonds rated BBB or better by Standard & Poors Corporation or Baa or better by Moody's Investors Service, and equity securities.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(2) Cash and Investments (continued)

LAMP is administered by LAMP, Inc., a non-profit corporation organized under the laws of the State of Louisiana. Only local government entities having contracted to participate in LAMP have an investment interest in its pool of assets. The primary objective of LAMP is to provide a safe environment for the placement of public funds in short-term, high quality investments. The LAMP portfolio includes only securities and other obligations in which local governments in Louisiana are authorized to invest in accordance with Louisiana R.S. 33:2955.

LAMP is a 2a7-like investment pool. The following facts are relevant for 2a7 like investment pools:

- Credit risk: LAMP is rated AAAM by Standard & Poor's.
- Custodial credit risk: LAMP participants' investments in the pool are evidenced by shares of the pool. Investments in pools should be disclosed, but not categorized because they are not evidenced by securities that exist in physical or book-entry form. The public entity's investment is with the pool, not the securities that make up the pool; therefore, no disclosure is required.
- Concentration of credit risk: Pooled investments are excluded from the 5 percent disclosure requirement.
- Interest rate risk: LAMP is designed to be highly liquid to give its participants immediate access to their account balances. LAMP prepares its own interest rate risk disclosure using the weighted average maturity (WAM) method. The WAM of LAMP assets is restricted to not more than 60 days, and consists of no securities with a maturity in excess of 397 days. The WAM for LAMP's total investments is 60 as of December 31, 2013.
- Foreign currency risk: Not applicable to 2a7-like pools.

The investments in LAMP are stated at fair value based on quoted market rates. The fair value is determined on a weekly basis by LAMP and the value of the position in the external investment pool is the same as the net asset value of the pool shares.

LAMP, Inc. is subject to the regulatory oversight of the state treasurer and the board of directors. LAMP is not registered with the SEC as an investment company.

Under the provisions of its benefit plan and state law, the Board's pension benefit trust engages in securities lending to broker dealers and other entities for cash collateral that will be returned for the same securities in the future. The cash collateral cannot be liquidated by the Board unless the borrower defaults. Cash collateral is initially pledged at 102.75% of the market value of securities lent and additional collateral is provided by the next business day if the value falls to less than 100% of the market value of the securities lent. No collateral exposure existed at December 31, 2013 and 2012. The value of securities lent at December 31, 2013 and 2012 was \$52,255,686 and \$42,044,678, respectively. The market value of the cash collateral at December 31, 2013 and 2012 was \$53,692,957 and \$43,091,726, respectively.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(2) Cash and Investments (continued)

Credit Risk - State law limits investments in securities issued, or backed by United States Treasury obligations, and U.S. Government instrumentalities, which are federally sponsored. The Board's investment policy does not further limit its investment choices. LAMP is rated AAAM by Standard & Poor's. The Pension Trust Fund's investment policy requires that fixed income investments be investment grade (BBB or higher as rated by Standard & Poor's or Baa or higher as rated by Moody's). Bonds rated below BBB/Baa are not to exceed 15% of the portfolio and non-rated bonds are not to exceed 1% of the portfolio.

Following are the credit risk ratings of the pension trust fund's investments in debt securities as of December 31, 2013:

Rating	Corporate Bonds	Foreign Government Bonds	Government Bonds and U.S. Treasury Notes	Other	Total	Percentage of Total
AAA	\$ -	\$ 2,016,564	\$ 6,544,432	\$ 7,578,114	\$ 16,139,110	22.13%
AA+	376,754	6,673,148	28,235,518	-	35,285,420	48.38%
AA	27,365	186,663	-	-	214,028	0.29%
AA-	121,314	44,165	-	-	165,479	0.23%
A+	188,293	263,001	-	-	451,294	0.62%
A	1,162,795	-	-	-	1,162,795	1.59%
A-	3,179,116	17,082	-	-	3,196,198	4.38%
BBB+	2,640,648	221,782	-	-	2,862,430	3.92%
BBB	3,325,379	1,351,594	-	-	4,676,973	6.41%
BBB-	3,866,882	50,065	-	-	3,916,947	5.37%
BB+	803,854	99,569	-	-	903,423	1.24%
BB	780,366	56,752	-	-	837,118	1.15%
BB-	712,208	91,871	-	-	804,079	1.10%
B+	463,792	40,120	-	-	503,912	0.69%
B	445,530	-	-	-	445,530	0.61%
B-	313,821	156,040	-	-	469,861	0.64%
CCC+	405,635	3,987	-	-	409,622	0.56%
CCC	17,026	-	-	-	17,026	0.02%
CCC-	22,981	-	-	-	22,981	0.03%
Not Rated	297,863	158,385	-	-	456,248	0.63%
Total	\$ 19,151,622	\$ 11,430,788	\$ 34,779,950	\$ 7,578,114	\$ 72,940,474	100%

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(2) Cash and Investments (continued)

Following are the credit risk ratings of the pension trust fund's investments in debt securities as of December 31, 2012:

Rating	Corporate Bonds	Foreign Government Bonds	Government Bonds and U.S. Treasury Notes	Other	Total	Percentage of Total
AAA	\$ -	\$ 8,654,167	\$ 8,661,704	\$ 6,980,665	\$24,296,536	32.75%
AA+	214,951	-	26,608,679	-	26,823,630	36.16%
AA	-	5,657	3,218,609	-	3,224,266	4.35%
AA-	90,506	363,866	73,536	-	527,908	0.71%
A+	96,162	5,657	271,517	-	373,336	0.50%
A	769,299	373,336	452,529	-	1,595,164	2.15%
A-	2,211,733	412,932	514,751	-	3,139,416	4.23%
BBB+	1,680,012	-	260,204	-	1,940,216	2.62%
BBB	2,800,020	599,600	548,691	-	3,948,311	5.32%
BBB-	2,952,749	73,536	282,830	-	3,309,115	4.46%
BB+	599,600	164,042	73,536	-	837,178	1.13%
BB	418,589	124,445	130,102	-	673,136	0.91%
BB-	627,883	101,819	90,506	-	820,208	1.11%
B+	543,034	130,102	135,759	-	808,895	1.09%
B	412,932	73,536	45,253	-	531,721	0.72%
B-	152,728	50,909	62,223	-	265,860	0.36%
CCC+	186,668	-	45,253	-	231,921	0.31%
CCC	50,909	-	45,253	-	96,162	0.13%
CCC-	-	-	124,445	-	124,445	0.17%
CC	-	-	5,657	-	5,657	0.01%
C	-	-	-	-	-	0.00%
D	-	-	124,445	-	124,445	0.17%
Not Rated	322,430	158,385	-	3,715	484,530	0.65%
Total	\$14,130,205	\$11,291,989	\$ 41,775,482	\$ 6,984,380	\$74,182,056	100%

Interest Rate Risk - Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. In general, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. The Board has a formal investment policy that states that the investment portfolio shall remain sufficiently liquid to meet all operating and capital requirements that may be reasonably anticipated and that maturities of investments are to be structured concurrent with cash needs to meet anticipated demand.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(2) Cash and Investments (continued)

As of December 31, 2013, the pension trust fund had the following investments in debt securities and maturities:

Investment Type	Duration					Total
	Less than 1 Year	1 - 5 Years	6 - 10 Years	Greater Than 10 Years	Duration Not Available	
Corporate Bonds	\$ 938,373	\$ 8,855,540	\$ 6,107,850	\$ 2,655,538	\$ 594,321	\$ 19,151,622
Foreign Government Bonds	29,615	897,088	3,941,482	6,230,706	331,897	11,430,788
Government Bonds and U.S. Treasury Notes	629,103	17,031,754	10,673,838	2,297,929	4,147,326	34,779,950
Other	1,687,480	4,296,847	487,560	1,106,227	-	7,578,114
Total	\$ 3,284,571	\$ 31,081,229	\$ 21,210,730	\$ 12,290,400	\$ 5,073,544	\$ 72,940,474

As of December 31, 2012, the pension trust fund had the following investments in debt securities and maturities:

Investment Type	Duration					Total
	Less than 1 Year	1 - 5 Years	6 - 10 Years	Greater Than 10 Years	Duration Not Available	
Corporate Bonds	\$ 1,114,352	\$ 7,528,944	\$ 2,952,749	\$ 1,877,994	\$ 656,166	\$ 14,130,205
Foreign Government Bonds	559,388	567,138	3,326,619	6,369,346	469,498	11,291,989
Government Bonds and U.S. Treasury Notes	1,153,948	25,068,149	7,003,585	5,670,587	2,879,213	41,775,482
Other	1,073,226	-	-	-	5,911,154	6,984,380
Total	\$ 3,900,914	\$ 33,164,231	\$ 13,282,953	\$ 13,917,927	\$ 9,916,031	\$ 74,182,056

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(3) Defined Benefit Pension Plan

The Board has a single-employer contributory retirement plan covering all full-time employees, the Pension Trust Fund (PTF). The Board's payroll for current employees covered by the PTF for the years ended December 31, 2013 and 2012 was \$29,706,715 and \$29,074,529, respectively; such amounts exclude overtime and standby payroll. Total payroll, including overtime and standby payroll, was \$47,025,321 and \$46,538,998 for the years ended December 31, 2013 and 2012, respectively. At December 31, the PTF membership consisted of:

	<u>2013</u>	<u>2012</u>
Retirees and beneficiaries currently receiving benefits and terminated employees entitled to benefits but not yet receiving them	840	834
Current employees:		
Vested	531	509
Non-vested	<u>340</u>	<u>333</u>
	<u>871</u>	<u>842</u>
 Total	 <u>1,711</u>	 <u>1,676</u>

The benefit provisions were established by action of the Board in 1956 in accordance with Louisiana statutes. The Board retains exclusive control over the plan through the Pension Committee of the PTF. Effective January 1, 1996, the plan became qualified under Internal Revenue Code Section 401(a) and thus is tax exempt.

The plan provides for retirement benefits as well as death and disability benefits. All benefits vest after ten years of service. Employees who retire at or after age sixty-five with ten years of credited service are entitled to an annual retirement benefit, payable biweekly for life, in an amount equal to two percent of their average compensation for each year of credited service up to ten years, increasing by (1) one-half percent per year for service years over ten years, (2) an additional one-half percent per year for service years over twenty years and (3) an additional one percent per year for service years over thirty years, for a maximum of four percent for each year of credited service. Average compensation is the average annual earned compensation (prior to 2002, less \$1,200) for the period of thirty-six successive months of service during which the employee's compensation was the highest. Employees with thirty years or more of credited service may retire without a reduction in benefits. Employees may retire prior to age sixty-two without thirty years of service with a reduction in benefits of three percent for each year of age below the age of sixty-two. If an employee leaves covered employment or dies before three years of credited service, the accumulated employee contributions plus related investment earnings are refunded to the employee or designated beneficiary.

The retirement allowance for retirees over age sixty-two is subject to a cost of living adjustment each January 1, provided that the member retired on or after January 1, 1984. The adjustment is based on the increase in the Consumer Price Index for all urban wage earners published by the U.S. Department of Labor, but is limited to an annual maximum of two percent on the first \$10,000 of initial retirement benefits.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(3) Defined Benefit Pension Plan (continued)

Effective September 23, 1993, employers may transfer credit between the Board's plan and the City of New Orleans' retirement system with full credit for vested service. The Board and its employees are obligated under plan provisions to make all required contributions to the plan. The required contributions are actuarially determined. Level percentage of payroll employer contribution rates is determined using the entry age normal actuarial funding method. Employees are required to contribute four percent of their regular salaries or wages.

The annual required contribution for the current year was determined as part of the December 31, 2013 actuarial valuation using the entry age normal cost method. Under the entry age normal cost method, the normal cost of the plan is designed to be a level percentage of payroll, calculated on an aggregate basis, spread over the entire working lifetime of the participants. The future working lifetime is determined from each participant's hypothetical entry age into the plan assuming the plan had always been in existence, to his expected retirement date. The actuarial accrued liability is the amount of total liability not covered by future entry age normal costs. This amount is composed of the actuarial value of benefits already funded (assets) and those not yet funded (unfunded actuarial liability). The amortization basis for amortizing the remaining unfunded actuarial liability is a level dollar amortization for an open ten year amortization period effective on each valuation date. At December 31, 2013 and 2012, the actuarially computed pension liability was unfunded by \$62,379,320 and \$53,965,718, respectively. The actuarial assumptions included (a) 7.0% investment rate of return (net of administrative expenses) and (b) projected salary increase of 5.0% per year. Both (a) and (b) included an inflation component of 2.5%. The actuarial value of assets was determined using a seven-year weighted market average.

The Board's net pension activity for the years ended December 31 was as follows:

	<u>2013</u>		<u>2012</u>
Annual required contribution	\$ 11,086,546	\$	9,127,658
Interest on net pension obligation	778,672		622,183
Adjustments to annual required contribution	<u>(1,535,141)</u>		<u>(1,226,625)</u>
Annual pension cost	10,330,077		8,523,216
Contributions made	<u>(6,023,631)</u>		<u>(6,287,658)</u>
Increase in net pension liability	4,306,446		2,235,558
Net pension liability, beginning of year	<u>11,123,890</u>		<u>8,888,332</u>
Net pension liability, end of year	\$ <u>15,430,336</u>	\$	<u>11,123,890</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(3) Defined Benefit Pension Plan (continued)

Trend information for Board and employee contributions is as follows:

Fiscal year ending:	<u>Annual Pension Cost (APC)</u>	<u>Percentage of APC Contributed</u>	<u>Net Pension (Liability) Asset</u>
December 31, 2013	\$ 10,330,077	58%	\$ (15,430,336)
December 31, 2012	\$ 8,523,216	74%	\$ (11,123,890)
December 31, 2011	\$ 9,477,215	59%	\$ (8,888,332)

The actuarially determined contribution requirement for the Board was 31.394% for 2013 and 2012. The contribution requirement for employees for the years ended December 31, 2013 and 2012 is 5.0% and 4.0%, respectively. The actual Board's and employees' contributions (including contributions for transferred employees from other pension plans) for the years ended December 31 were as follows:

	<u>2013</u>	<u>2012</u>
Employer and other transfers	\$ 7,011,779	\$ 7,805,680
Employee	1,465,774	1,128,257
Total contributions	<u>\$ 8,477,553</u>	<u>\$ 8,933,937</u>

Funded Status and Funding Progress

The funded status of the Plan as of December 31, 2013 and 2012, respectively, is based on the most recent actuarial valuation as follows:

<u>Valuation Date</u>	<u>Actuarial Valuation of Assets</u>	<u>Actuarial Accrued Liability (AAL)</u>	<u>Unfunded Actuarial Accrued Liability (UAAL)</u>	<u>Funded Ratio</u>	<u>Covered Payroll</u>	<u>UAAL as a Percentage of Covered Payroll</u>
2013	\$226,423,894	\$288,803,214	\$ 62,379,320	78.40%	\$ 29,706,715	209.98%
2012	\$229,633,410	\$283,599,128	\$ 53,965,718	80.97%	\$ 29,074,529	185.61%

The projection of benefits for financial reporting purposes does not explicitly incorporate the potential effects of legal or contractual funding limitations.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(3) Defined Benefit Pension Plan (continued)

DROP

Beginning in 1996, the Board offered employees a "Deferred Retirement Option Plan" (DROP), an optional retirement program which allows an employee to elect to freeze his or her retirement benefits, but continue to work and draw a salary for a minimum period of one year to a maximum period of five years. While continuing employment, the retirement benefits are segregated from overall plan assets available to other participants. As of December 31, 2013 and 2012, 134 and 135 employees, respectively, participated in the plan. The amount of plan assets segregated for these individuals was \$13,327,265 and \$12,200,194 as of December 31, 2013 and 2012, respectively.

A separate report on the pension trust fund is not issued.

(4) Property, Plant and Equipment

The useful lives of property, plant and equipment consisted of the following:

Power and pumping stations - buildings	57 years
Power and pumping stations - machinery	40 years
Distribution systems	75 years
Sewerage collection	75 years
Canals and subsurface drains	75 to 100 years
Treatment plants	50 years
Connections and meters	50 years
Power transmission	50 years
General plant	12 years
General buildings	25 years

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(4) Property, Plant and Equipment (continued)

Property, plant and equipment consisted of the following as of December 31:

	2013			
	Beginning	Additions	Deletions/ Reclassifications	Ending
	Balance				Balance
Cost				
Real estate rights, non depreciable	\$ 13,354,233	\$ -	\$ -	\$ 13,354,233
Power and pumping stations - buildings	366,990,744	-	-	366,990,744
Power and pumping stations - machinery	297,641,612	2,409,898	-	300,051,510
Distribution systems	222,536,901	7,540,656	(1,215,943)	228,861,614
Sewerage collection	455,694,460	1,609,364	(1,865,627)	455,438,197
Canals and subsurface drainage	386,968,482	4,505,150	-	391,473,632
Treatment plants	194,704,036	182,410	-	194,886,446
Connections and meters	94,136,184	-	163,011	94,299,195
Power transmission	28,187,555	-	-	28,187,555
General plant	265,334,126	-	(69,508)	265,264,618
General buildings	7,586,547	-	-	7,586,547
Total property, plant, and equipment in service	2,333,134,880	16,247,478	(2,988,067)	2,346,394,291
Construction in progress	378,319,397	182,953,094	(16,246,477)	545,026,014
Total property, plant and equipment	2,711,454,277	199,200,572	(19,234,544)	2,891,420,305
Accumulated Depreciation				
Power and pumping stations - buildings	121,817,090	3,896,888	-	125,713,978
Power and pumping stations - machinery	146,132,663	7,500,007	-	153,632,670
Distribution systems	46,897,413	3,043,859	(1,215,943)	48,725,329
Sewerage collection	43,463,701	6,057,328	(1,865,627)	47,655,402
Canals and subsurface drainage	70,058,917	3,770,363	-	73,829,280
Treatment plants	56,816,018	3,897,729	-	60,713,747
Connections and meters	30,876,384	1,885,984	163,011	32,925,379
Power transmission	13,923,165	563,751	-	14,486,916
General plant	206,439,538	12,728,896	(69,508)	219,098,926
General buildings	6,497,465	303,462	-	6,800,927
Total accumulated depreciation	742,922,354	43,648,267	(2,988,067)	783,582,554
Net property, plant and equipment	<u>\$ 1,968,531,923</u>	<u>\$ 155,552,305</u>	<u>\$ (16,246,477)</u>	<u>\$ 2,107,837,751</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(4) Property, Plant and Equipment (continued)

	2012			
	Beginning Balance	Additions	Deletions/ Reclassifications	Ending Balance
Cost				
Real estate rights, non depreciable	\$ 9,427,464	\$ 3,926,769	\$ -	\$ 13,354,233
Power and pumping stations - buildings	333,280,542	33,710,202	-	366,990,744
Power and pumping stations - machinery	243,528,616	54,112,996	-	297,641,612
Distribution systems	124,628,688	98,261,801	(353,588)	222,536,901
Sewerage collection	344,666,880	112,840,332	(1,812,752)	455,694,460
Canals and subsurface drainage	319,283,473	67,685,009	-	386,968,482
Treatment plants	139,877,046	54,826,990	-	194,704,036
Connections and meters	48,296,840	45,955,618	(116,274)	94,136,184
Power transmission	23,607,668	4,579,887	-	28,187,555
General plant	201,893,205	64,368,129	(927,208)	265,334,126
General buildings	7,586,547	-	-	7,586,547
Total property, plant, and equipment in service	1,796,076,969	540,267,733	(3,209,822)	2,333,134,880
Construction in progress	730,395,298	188,191,832	(540,267,733)	378,319,397
Total property, plant and equipment	2,526,472,267	728,459,565	(543,477,555)	2,711,454,277
Accumulated Depreciation				
Power and pumping stations - buildings	115,313,547	6,503,543	-	121,817,090
Power and pumping stations - machinery	138,692,879	7,439,784	-	146,132,663
Distribution systems	44,291,260	2,959,741	(353,588)	46,897,413
Sewerage collection	39,215,716	6,060,737	(1,812,752)	43,463,701
Canals and subsurface drainage	66,131,974	3,926,943	-	70,058,917
Treatment plants	52,918,289	3,897,729	-	56,816,018
Connections and meters	29,109,935	1,882,723	(116,274)	30,876,384
Power transmission	13,359,413	563,752	-	13,923,165
General plant	201,893,205	5,473,541	(927,208)	206,439,538
General buildings	6,194,003	303,462	-	6,497,465
Total accumulated depreciation	707,120,221	39,011,955	(3,209,822)	742,922,354
Net property, plant and equipment	\$ 1,819,352,046	\$ 689,447,610	\$ (540,267,733)	\$ 1,968,531,923

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(4) Property, Plant and Equipment (continued)

Interest capitalized was as follows for the years ended December 31:

	<u>2013</u>		<u>2012</u>	
Interest income	\$	27,354	\$	28,757
Interest expense		(12,460,047)		(14,433,447)
Net interest capitalized	\$	<u>(12,432,693)</u>	\$	<u>(14,404,690)</u>

(5) Customer Receivables

Customer receivables as of December 31 consist of the following:

		<u>Customer</u>	<u>Allowance</u>		<u>Net</u>
		<u>Accounts</u>	<u>for Doubtful</u>		<u>Net</u>
		<u>Accounts</u>	<u>Accounts</u>		<u>Net</u>
2013	Water	\$ 11,338,749	\$ 4,015,056	\$	7,323,693
	Sewer	9,720,593	3,100,015		6,620,578
		<u>\$ 21,059,342</u>	<u>\$ 7,115,071</u>	\$	<u>13,944,271</u>
2012	Water	\$ 11,480,993	\$ 4,167,429	\$	7,313,564
	Sewer	9,547,277	3,305,770		6,241,507
		<u>\$ 21,028,270</u>	<u>\$ 7,473,199</u>	\$	<u>13,555,071</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(6) Changes in Long-term Obligations

(A) Bonds Payable

Bonds payable consisted of the following as of December 31:

	Principal Balances	
	2013	2012
5.00% to 6.25% sewerage revenue bonds, series 1997 (initial average interest cost 5.36%), due in annual principal installments ranging from \$1,100,000 to \$2,425,000; final payment due June 1, 2017	\$ 8,935,000	\$ 10,875,000
4.125% to 6.125% water revenue bonds, series 1998 (initial average interest cost 4.82%), due in annual principal installments ranging from \$625,000 to \$1,220,000; final payment due December 1, 2018	5,570,000	6,535,000
4.125% to 6.000% sewer revenue bonds, series 1998 (initial average interest cost 4.82%), due in annual principal installments ranging from \$950,000 to \$1,910,000; final payment due June 1, 2018	8,705,000	10,215,000
4.10% to 6.10% drainage system bonds, series 1998 (initial average interest cost 4.84%), due in annual principal installments ranging from \$370,000 to \$760,000; final payment due December 1, 2018	3,445,000	4,040,000
5.25% to 6.50% sewer revenue bonds, series 2000 (initial average interest cost 5.48%), due in annual principal installments ranging from \$820,000 to \$2,205,000; final payment due June 1, 2020	13,040,000	14,505,000
5.00% to 7.00% sewer revenue bonds, series 2000B (initial average interest cost 5.43%), due in annual principal installments ranging from \$640,000 to \$1,660,000; final payment due June 1, 2020	9,875,000	10,995,000
4.40% to 6.70% sewer revenue bonds, series 2001 (initial average interest cost 5.02%), due in annual principal installments ranging from \$1,100,000 to \$2,455,000; final payment due June 1, 2021	16,685,000	18,370,000
3.00% to 5.00% sewerage service revenue bonds, series 2002 (initial average interest cost 4.36%; due in annual principal installments ranging from \$1,635,000 to \$4,520,000; final payment due June 1, 2022.	33,160,000	35,950,000

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(6) Changes in Long-term Obligations (continued)

(A) Bonds Payable (continued)

	Principal Balances	
	2013	2012
3.00% to 5.00% water revenue bonds, series 2002 (initial average interest cost 4.57%, due in annual principal installments ranging from \$945,000 to \$3,658,000; final payment due December 1, 2022.	\$ 22,085,000	\$ 23,555,000
3.45% to 6.00% drainage system bonds, series 2002 (initial average interest cost 4.46%), due in annual principal installments ranging from \$510,000 to \$2,155,000; final payment due December 1, 2022.	12,760,000	13,590,000
2.20% to 5.00% sewerage service revenue bonds, series 2003 (initial average interest cost 3.94%); due in annual principal installments ranging from \$140,000 to \$395,000; final payment due June 1, 2023.	3,270,000	3,530,000
3.25% to 6.00% sewerage service revenue bonds, series 2004 (initial average interest cost 4.26%); due in annual principal installments ranging from \$945,000 to \$3,685,000; final payment due June 1, 2024.	21,400,000	22,885,000
3.40% to 6.25% sewerage service revenue refunding bonds, series 2009 (initial average interest cost 6.68%); due in annual principal installments ranging from \$680,000 to \$1,945,000; final payment due June 1, 2029.	20,495,000	21,260,000
2.95% LADHH Loan Revenue bonds, series 2010A; due in certain percentage of total drawdown; final payment due February 1, 2030. Paid in full in 2013.	-	746,003
2.95% LADHH Loan Revenue bonds, series 2010B; due in certain percentage of total drawdown; final payment due February 1, 2030.	3,865	1,252,633
0.45% sewerage service subordinate revenue bonds, series 2011 (initial average interest cost 0.95%); due in annual principal installments ranging from \$411,000 to \$491,000; final payment due December 1, 2032.	8,420,403	7,471,505
Less: bond discounts	187,849,268	205,775,141
Plus: bond premiums	(230,636)	(255,162)
	782,362	941,563
Total	188,400,994	206,461,542
Less: current maturities	(18,145,000)	(17,382,000)
Bond payable, long-term	\$ 170,255,994	\$ 189,079,542

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(6) Changes in Long-term Obligations (continued)

(A) Bonds Payable (continued)

The changes in long-term debt were as follows:

	<u>2013</u>		<u>2012</u>	
Balance, beginning of year	\$	205,775,141	\$	213,992,209
Payments		(19,358,003)		(16,175,000)
Proceeds		1,432,130		7,957,932
Balance, end of year	\$	<u>187,849,268</u>	\$	<u>205,775,141</u>

The annual requirements to amortize bonds payable as of December 31, 2013, are as follows:

<u>Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2014	\$ 18,146,000	\$ 8,726,952	\$ 26,872,952
2015	19,035,000	7,832,287	26,867,287
2016	19,988,000	6,893,383	26,881,383
2017	21,012,865	5,896,155	26,909,020
2018	19,526,000	4,538,246	24,064,246
2019-2023	73,565,000	11,541,084	85,106,084
2024-2028	12,862,000	2,062,017	14,924,017
2029-2032	3,714,403	79,647	3,794,050
	<u>\$ 187,849,268</u>	<u>\$ 47,569,771</u>	<u>\$ 235,419,039</u>

The amount of revenue bonds and tax bonds payable as of December 31, 2013, are as follows:

<u>Year</u>	<u>Revenue Bonds</u>	<u>Tax Bonds</u>	<u>Total</u>
2014	\$ 16,656,000	\$ 1,490,000	\$ 18,146,000
2015	17,480,000	1,555,000	19,035,000
2016	18,363,000	1,625,000	19,988,000
2017	19,307,865	1,705,000	21,012,865
2018	17,736,000	1,790,000	19,526,000
2019-2023	65,525,000	8,040,000	73,565,000
2024-2028	12,862,000	-	12,862,000
2029-2032	3,714,403	-	3,714,403
	<u>\$ 171,644,268</u>	<u>\$ 16,205,000</u>	<u>\$ 187,849,268</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(6) Changes in Long-term Obligations (continued)

(A) Bonds Payable (continued)

The indentures under which these bonds were issued provide for the establishment of restricted funds for debt service as follows:

1. Debt service funds are required for the payment of interest and principal on the revenue and tax bonds. Monthly deposits on revenue bonds, excluding bond anticipation notes, are required to be made into this fund from operations in an amount equal to 1/6 of the interest falling due on the next interest payment date, and an amount equal to 1/12 of the principal falling due on the next principal payment date. All debt service funds are administered by the Board of Liquidation. The required amount to be accumulated in this fund was \$9,135,509 and \$8,793,211 at December 31, 2013 and 2012, respectively; the accumulated balance at December 31, 2013 and 2012 was \$13,105,720 and \$12,757,324 respectively. Monthly deposits to the debt service funds were temporarily suspended due to debt service payments being paid directly by the State of Louisiana through a Cooperative Endeavor Agreement and resumed as of June 2008. See note (6) (D) for additional information.
2. A debt service reserve is required for an amount equal to but not less than fifty percent of the amount required to be credited in said month to the debt service fund until there shall be accumulated in the debt service reserve account the largest amount required in any future calendar year to pay the principal and interest on outstanding bonds, except for the water and sewer bonds. The water bonds require an amount equal to the largest amount required in any future calendar year to pay the principal of and interest on outstanding bonds. There is no debt service reserve required for the 1998 and 2002 drainage 9 mill tax bonds. The sewer bonds require an amount equal to 125% of average aggregate debt service. The amounts required to be accumulated in this fund were \$15,120,930 and \$16,424,834 at December 31, 2013 and 2012 respectively; the accumulated balance at December 31, 2013 and 2012 was \$20,092,504.

The Board was in compliance with the requirements of its long-term debt agreements for the Water Department and Sewer Department for the years ended December 31, 2013 and 2012.

(B) Special Community Disaster Loan Payable

During January 2006, the Board entered into a long-term agreement with the Federal Emergency Management Agency under the Community Disaster Loan Act of 2005 as a result of the major disaster declaration of August 29, 2005 for Hurricane Katrina. The loan was for a term of five years, which may be extended, and shall bear interest at the latest five-year Treasury rate at the time of the closing date of the loan, plus one percent. Simple interest accrued from the date of each disbursement. Payments of principal and interest were deferred until the end of the five year period.

In 2010, the Board was granted a partial forgiveness of this loan in the amount of \$36,790,000 of principal and \$4,894,621 of accrued interest. In addition, the Board was granted a 5 year extension on the payment date. In 2013, the Board was granted forgiveness of the remaining outstanding balance of \$25,166,747 of principal and \$4,894,621 of accrued interest.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(6) Changes in Long-term Obligations (continued)

(C) LADHH Bonds Series 2010

The Board, in conjunction with the City, entered into an agreement with the Louisiana Department of Health and Hospitals (the Department) whereby the Department has committed to loan the City up to \$3,400,000 to fund the installation of a new sodium hypochlorite storage and feed facility as well as the installation of a new sludge line into the Mississippi River (Project). The loan is to be advanced in incremental amounts as project costs are incurred. The indebtedness to the Department will be evidenced through the LADHH bonds payable and the Board will pay the bonds in 20 principal installments, payable annually beginning no later than 2 years after the Closing Date (February 1, 2010) or 1 year after the completion of the Project. Each annual installment due is based upon a pre-determined percentage of the ultimate amount of the borrowing that is not forgivable (see forgiveness provisions in the following paragraph). Principal payments of the amount repayable began February 1, 2011. Interest on the bonds is incurred at the rate of 2.95% and payment thereof began August 1, 2010 and is due semi-annually thereafter. As of December 31, 2013, the Project has been completed, and the amount of advances totaled \$3,185,740.

A portion of the LADHH bonds payable is to be funded with amounts provided under the American Recovery and Reinvestment Act (ARRA). Up to \$1,000,000 of the ARRA Loan can be forgiven. The City received advances of \$3,185,740 as of December 31, 2013. Of this amount, \$1,000,000 has been forgiven, \$2,181,875 has been repaid, and the remaining balance of \$3,865 is recorded as bonds payable at December 31, 2013. The Board received advances of \$3,113,636 as of December 31, 2012. Of this amount, \$1,000,000 has been forgiven, \$115,000 has been repaid, and the remaining balance of \$1,998,636 is recorded as bonds payable at December 31, 2012.

(D) Sewerage Service Subordinate Revenue Bonds, Series 2011

The City entered into an agreement with the Louisiana Department of Environmental Quality (LDEQ) whereby the LDEQ has committed to loan the Board \$9,000,000 to fund sewer main replacements, point repairs, replacement of associated service connections and laterals, sewer line rehabilitation by cured in-place pipe lining and manhole rehabilitation. The loan is to be advanced in incremental amounts as project costs are incurred. The indebtedness to the LDEQ will be evidenced through the Sewerage Service Subordinate Revenue Bonds, Series 2011. Annual principal payments are due beginning November 1, 2013 and continuing through November 1, 2032. Interest on the bonds is incurred at the rate of 0.45%, and the LDEQ administrative fee rate is 0.5%. Interest and administrative fee payments began on May 1, 2012 and are due semi-annually thereafter. As of December 31, 2013 and 2012, \$8,420,403 and \$7,471,505, respectively, have been drawn down on the loan and is recorded as bonds payable.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(6) Changes in Long-term Obligations (continued)

(E) Debt Service Assistance

In July 2006, the Board and the State of Louisiana (the State) entered into a Cooperative Endeavor Agreement whereby the State agreed to lend up to \$77,465,247 from State funds on deposit in the Debt Service Assistance Fund, authorized by the Gulf Opportunity Zone Act of 2005 and Act 41 of the First Extraordinary Session of the Louisiana Legislature of 2006, to assist in payment of debt service requirements from 2006 through 2008 due to disruption of tax bases and revenue streams caused by Hurricanes Katrina and Rita. Draw downs on the loan will be made as debt service payments become due. No principal or interest shall be payable during the initial five year period of the loan. After the expiration of the initial five year period, the loan shall bear interest at a fixed rate of 4.64 percent. Principal payments on the bonds began in July 2012 and the loan will mature in July 2026. Interest is payable semi-annually on January 15 and July 15 beginning January 2012. The loan may be prepaid without penalty or premium.

As of December 31, 2013, debt service requirements relating to the bond are as follows:

<u>Years Ending December 31</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2014	\$ 4,038,502	\$ 3,244,174	\$ 7,282,676
2015	4,225,892	3,056,787	7,282,679
2016	4,421,973	2,860,705	7,282,678
2017	4,627,153	2,655,526	7,282,679
2018	4,841,852	2,440,826	7,282,678
2019-2023	27,795,069	8,618,323	36,413,392
2024-2026	19,967,096	1,880,950	21,848,046
	<u>\$ 69,917,537</u>	<u>\$ 24,757,291</u>	<u>\$ 94,674,828</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(6) Changes in Long-term Obligations (continued)

(F) Southeast Louisiana Project

In 2010, the Coastal Protection and Restoration Authority of Louisiana entered into agreements (SELA PPA and SELA DPA) with the Department of the Army for the Southeast Louisiana, Louisiana Project in Jefferson and Orleans Parishes (the Project). The purpose of the Project is to provide flood damage reduction and interior drainage for Orleans and Jefferson Parishes in southeast Louisiana. The agreements set forth the obligations of the federal government and non-federal sponsors, including the Board, regarding the construction and the operation, maintenance, repair, rehabilitation, and replacement of the Project. For the projects, the federal government is liable for 65% of the project costs and the non-federal sponsors are liable for the remaining 35%. Under the agreement, the Department of the Army, subject to the availability of funds appropriated by the Congress of the United States, shall design and construct specified work at 100% federal expense. The Board will be allowed to defer payment of its required non-federal contribution of funds of 35% and to pay said contribution of funds with interest over a period of not more than 30 years from the date of completion of the project or separable element of the project. The interest rate to be used in computing the interest shall be determined by the Secretary of the Treasury, taking into consideration average market yields on outstanding marketable obligations of the United States with remaining periods of maturity comparable to the payment period during the month preceding the Government fiscal year in which the first federal construction contract for such separable element is awarded to the SELA PPA, plus a premium of one-eighth of one percentage point for transaction costs.

(7) Due to City of New Orleans

The Board bills and collects sanitation charges on behalf of the City of New Orleans (the City). The Board is not liable for any uncollected sanitation charges.

Additionally, amounts included in accounts payable due to the City were \$12,697,655 and \$10,889,569 at December 31, 2013 and 2012, respectively.

(8) Property Taxes

Property taxes are levied by the City of New Orleans. Taxes on real and personal property attach as an enforceable lien on the property as of January 1. Taxes are levied on January 1, payable on January 1, and delinquent on February 1.

The assessed value of the property is determined by an elected Assessor. The assessed value for 2013 and 2012 was \$3,088,964,621 and \$2,949,672,237, respectively. The combined tax rate dedicated for the Board for the years ended December 31, 2013 and 2012 was \$16.43 per \$1,000 of assessed valuation. These dedicated funds are available for operations, maintenance, construction and extension of the drainage system (except for subsurface systems).

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(9) Commitments

(A) Capital Improvements

At December 31, 2013, the Board's budget for its ten year capital improvements program totaled \$2,521,173,000 including \$836,465,000 for water, \$601,037,000 for sewerage and \$1,083,671,000 for drainage.

Due to certain regulatory and legislative changes, additional capital improvements will probably be required. Future capital improvement program expenditures may require the issuance of additional debt depending on the amount and timing of expenditures. As of December 31, 2013, the Board has committed or appropriated \$45,465,584 in investments for use in future capital projects and has \$189,511 of bond proceeds remaining for construction. The capital project investments are included in restricted assets.

The capital improvements budget for 2014 is \$723,446,000 including \$561,895,000 for projects, which are expected to be funded by federal grants and programs. Significant projects included in property, plant and equipment in progress as of December 31, 2013 include the following:

Hurricane Katrina related Repairs and Replacements
Southeast Louisiana Flood Control Program
Sewer System Sanitation Evaluation and Rehabilitation Program
Eastbank Sewer Treatment Plant
Westbank Sewer Treatment Plant
Wetlands Assimilation Project

(B) Self-insurance

The Board is self-insured for general liability, workers' compensation, and hospitalization benefits and claims. Settled claims have not exceeded excess coverage in any of the past three fiscal years. Hospitalization benefits are charged to payroll related expense.

General liability claims are segregated internally by "claims" and "suits" depending on the scope and type of claim, and are handled by the Office of the Special Counsel and Administrative Services. Individual general liability losses have ranged from \$100 to \$7,500,000, illustrating the volatility of this exposure. The claims expense provision for 2013 and 2012 amounted to \$234,326 and \$1,245,349, respectively.

Worker's compensation expense provision for 2013 and 2012 amounted to \$2,249,578 and \$2,003,423, respectively.

The hospitalization self-insurance benefits are administered by Blue Cross of Louisiana. The Board's expense provision in excess of employee contributions for 2013 and 2012 was \$14,238,353 and \$13,384,591, respectively, and is included in payroll related expenses.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(9) Commitments (continued)

(B) Self-insurance (continued)

Changes in the claims payable amount are as follows (health payments are reflected net):

Fiscal Year	Beginning of Year	Current Year Claims and Estimate Change	Claim Payments	End of Year
2013	\$ 13,211,184	\$ 16,140,604	\$ (16,437,387)	\$ 12,914,401
2012	\$ 14,901,481	\$ 13,345,714	\$ (15,036,011)	\$ 13,211,184

The composition of claims payable is as follows:

	2013	2012
Short-term:		
Workers' compensation	\$ 1,709,247	\$ 1,372,932
Health insurance	2,327,499	2,214,496
General liability	6,964,048	7,389,681
Total short-term	<u>11,000,794</u>	<u>10,977,109</u>
Long-term:		
Workers' compensation	<u>1,913,607</u>	<u>2,234,075</u>
Total long-term	<u>1,913,607</u>	<u>2,234,075</u>
Total	<u>\$ 12,914,401</u>	<u>\$ 13,211,184</u>

(B) Regulatory Matters

The Sewer System Evaluation and Rehabilitation Program (SSERP) was initially estimated to cost the Board \$408.2 million by the original Consent Decree end date of 2015. However, the Board has negotiated, and continues to negotiate with U.S. Environmental Protection Agency (EPA), extensions beyond the original Consent Decree deadline. Consequently, the original Consent Decree has been modified to currently provide an end date of October 2019.

The Board is also participating in Federal financial award programs which are subject to financial and compliance audits by various agencies. No disallowed costs have been identified. As part of Federal and other governmental agency funding, the Board is required to match a portion of funding received. The Board believes it has sufficient funds to meet its matching requirements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(9) Commitments (continued)

(D) Postemployment Healthcare Benefits

Plan Description – The Board’s postemployment benefit plan is a single-employer defined benefit plan. The Board’s post-employment medical benefits for retirees are provided through a self-insured medical plan and are made available to employees upon actual retirement.

The retirement eligibility (D.R.O.P. entry) provisions are as follows: 30 years of service at any age; age 62 and 10 years of service; age 65 and 5 years of service; age 70 regardless of service; or, if age plus service equals at least 80. Complete plan provisions are contained in the official plan documents. Currently, the Board provides post employment medical benefits to 584 retired employees.

Contribution Rates - Employees do not contribute to their post employment benefits costs until they become retirees and begin receiving those benefits. The plan provisions and contribution rates are contained in the official plan documents.

Fund Policy - Until 2007, the Board recognized the cost of providing post-employment medical benefits (the Board’s portion of the retiree medical benefit premiums) as an expense when the benefit premiums were due and thus financed the cost of the post-employment benefits on a pay-as-you-go basis. In 2013 and 2012, the Board’s portion of health care funding cost for retired employees totaled \$6,643,309 and \$6,412,644, respectively. Effective January 1, 2007, the Board applies this amount toward the Net OPEB Benefit Obligation as shown in the tables on the following page.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(9) Commitments (continued)

(D) Postemployment Healthcare Benefits (continued)

Annual Required Contribution - The Board's Annual Required Contribution (ARC) is an amount actuarially determined in accordance with GASB 45. The ARC is the sum of the Normal Cost plus the contribution to amortize the Unfunded Actuarial Accrued Liability (UAAL). A level dollar, open amortization period of 30 years (the maximum amortization period allowed by GASB 43/45) has been used for the post-employment benefits. The actuarially computed ARC is as follows:

	<u>2013</u>		<u>2012</u>	
Normal cost	\$	4,245,637	\$	4,233,408
30-year UAL amortization amount		9,961,041		10,196,635
Annual required contribution (ARC)	\$	<u>14,206,678</u>	\$	<u>14,430,043</u>

Net Post-employment Benefit Obligation - The table below shows the Board's Net Other Post-employment Benefit (OPEB) Obligation for fiscal years ending December 31:

	<u>2013</u>		<u>2012</u>	
Beginning Net OPEB Obligation	\$	48,072,203	\$	40,781,954
Annual required contribution		14,206,678		14,430,043
Interest on Net OPEB Obligation		1,922,888		1,631,278
ARC Adjustment		<u>(2,780,026)</u>		<u>(2,358,429)</u>
OPEB Cost		13,349,540		13,702,892
Contribution		-		-
Current year retiree premium		<u>(6,643,309)</u>		<u>(6,412,643)</u>
Change in Net OPEB Obligation		<u>6,706,231</u>		<u>7,290,249</u>
Ending Net OPEB Obligation	\$	<u>54,778,434</u>	\$	<u>48,072,203</u>

The following table shows the Board's annual post employment benefits (PEB) cost, percentage of the cost contributed, and the net unfunded post employment benefits (PEB) liability:

<u>Fiscal Year Ended</u>	<u>Annual OPEB Cost</u>	<u>Percentage of Annual Cost Contributed</u>	<u>Net OPEB Liability (Asset)</u>
December 31, 2012	\$ 13,349,540	49.76%	\$ 54,778,434
December 31, 2012	\$ 13,702,892	46.80%	\$ 48,072,203
December 31, 2011	\$ 14,070,394	44.95%	\$ 40,781,954

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(9) Commitments (continued)

(D) Postemployment Healthcare Benefits (continued)

Funded Status and Funding Progress - In 2013 and 2012, the Board made no contributions to its post employment benefits plan. The plan is not funded, has no assets, and hence has a funded ratio of zero. As of January 1, 2013, the most recent actuarial valuation, the Actuarial Accrued Liability (AAL) was \$172,246,761 which is defined as that portion, as determined by a particular actuarial cost method (the Board uses the Unit Credit Cost Method), of the actuarial present value of post employment plan benefits and expenses which is not provided by normal cost.

The required schedule of funding progress following the notes to the financial statements presents multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits. Additional information for the actuarial valuation is as follows:

	<u>2013</u>		<u>2012</u>
Actuarial Accrued Liability (AAL)	\$ 172,246,761	\$	176,321,034
Actuarial Value of Plan Assets (AVP)	-		-
Unfunded Act. Accrued Liability (UAAL)	\$ 172,246,761	\$	176,321,034
Funded Ratio (AVP/AAL)	0.00%		0.00%
Covered Payroll (active plan members)	\$ 35,435,285	\$	35,106,359
UAAL as a percentage of covered payroll	486.09%		502.25%

Actuarial Methods and Assumptions - Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events far into the future. The actuarial valuation for post employment benefits includes estimates and assumptions regarding (1) turnover rate; (2) retirement rate; (3) health care cost trend rate; (4) mortality rate; (5) discount rate (investment return assumption); and (6) the period to which the costs apply (past, current, or future years of service by employees). Actuarially determined amounts are subject to continual revision as actual results are compared to past expectations and new estimates are made about the future.

The actuarial calculations are based on the types of benefits provided under the terms of the substantive plan (the plan as understood by the Board and its employee plan members) at the time of the valuation and on the pattern of sharing costs between the Board and its plan members to that point. The projection of benefits for financial reporting purposes does not explicitly incorporate the potential effects of legal or contractual funding limitations on the pattern of cost sharing between the Board and plan members in the future. Consistent with the long-term perspective of actuarial calculations, the actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial liabilities and the actuarial value of assets.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(9) Commitments (continued)

(D) Postemployment Healthcare Benefits (continued)

Actuarial Cost Method - The ARC is determined using the Projected Unit Credit Cost Method. The employer portion of the cost for retiree medical care in each future year is determined by projecting the current cost levels using the healthcare cost trend rate and discounting this projected amount to the valuation date using the other described pertinent actuarial assumptions, including the investment return assumption (discount rate), mortality and turnover.

Actuarial Value of Plan Assets - Since the OPEB obligation has not as yet been funded, there are not any plan assets. It is anticipated that in future valuations, should funding take place, plan assets will be valued using a smoothed market value method consistent with Actuarial Standards Board ASOP 6, as provided in paragraph number 125 of GASB Statement 45.

Turnover Rate - An age-related turnover scale based on actual experience has been used. The rates, when applied to the active employee census, produce a composite average annual turnover of approximately 8%. In addition to age related turnover, it has additionally been assumed that 10% of future eligible retirees will decline coverage upon retirement.

Post employment Benefit Plan Eligibility Requirements - It is assumed that entitlement to benefits will commence five years after earliest eligibility for retirement (D.R.O.P. entry). The five years is to accommodate the anticipated period of the D.R.O.P. Also, if the initial eligibility for D.R.O.P. entry is prior to age 55, an additional one year delay has been assumed, and it has been assumed that members eligible for the "Rule of 80" retirement formula delay three years beyond that earliest retirement date. Medical benefits are provided to employees upon actual retirement. The retirement eligibility (D.R.O.P. entry) provisions are as follows: 30 years of service at any age; age 62 and 10 years of service; age 65 and 5 years of service; age 70 regardless of service; or, if age plus service equals at least 80. Entitlement to benefits continues through Medicare to death.

Investment Return Assumption (Discount Rate) - GASB Statement 45 states that the investment return assumption should be the estimated long-term investment yield on the investments that are expected to be used to finance the payment of benefits (that is, for a plan which is funded). Based on the assumption that the ARC will not be funded, a 4% annual investment return has been used in this valuation.

Health Care Cost Trend Rate - The expected rate of increase in medical cost is based on a graded schedule beginning with 8% annually, down to an ultimate annual rate of 5.0% for ten years out and later.

Mortality Rate - The 1994 Group Annuity Reserving (94GAR) table, projected to 2002, based on a fixed blend of 50% of the unloaded male mortality rate and 50% of the unloaded female mortality rates, was used. This is a published mortality table which was designed to be used in determining the value of accrued benefits in defined benefit pension plans.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(9) Commitments (continued)

(D) Postemployment Healthcare Benefits (continued)

Method of Determining the Value of Benefits - The "value of benefits" has been assumed to be the portion of the premium after retirement date expected to be paid by the employer for each retiree and has been used as the basis for calculating the actuarial present value of OPEB benefits to be paid. The current premium schedules for active and retired are "unblended" rates, as required by GASB 45.

Inflation Rate – Included in both the Investment Return Assumption and the Healthcare Cost Trend rates above is an implicit inflation assumption of 2.50% annually.

Projected Salary Increases – This assumption is not applicable since neither the benefit structure nor the valuation methodology involves salary.

Post-retirement Benefit Increases – The plan benefit provisions in effect for retirees as of the valuation date have been used and it has been assumed for valuation purposes that there will not be any changes in the future.

(10) Deferred Compensation Plan

The Board offers its employees a deferred compensation plan created in accordance with Internal Revenue Code Section 457. This plan, available to all employees, permits them to defer a portion of their salary until future years. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. All amounts of compensation deferred under the plan, all property, and rights purchased with those amounts, and all income attributable to those amounts, property or rights are held in trust for the employees, therefore the assets of the plan are not included in these financial statements.

(11) Budgets

Operating and capital expenditure budgets are adopted by the Board on a basis consistent with accounting principles generally accepted in the United States. While not legally required, this budgetary information is employed as a management control device during the year. Comparison between actual and budgeted expenses is not a required presentation for an Enterprise Fund.

(12) Segment Information

The Board issued revenue bonds to finance its water and sewerage departments which operate the Board's water and sewerage treatment plants and distribution and collection systems. These bonds are accounted for in a single fund; however, investors in the revenue bonds rely solely on the revenue generated by the individual activities for repayment.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(12) Segment Information (continued)

Summary financial information for these departments as of and for the years ended December 31 is as follows:

	<u>Condensed Statements of Net Position</u>			
	<u>Water</u>		<u>Sewer</u>	
	<u>2013</u>	<u>2012</u>	<u>2013</u>	<u>2012</u>
	(amounts in thousands)			
Assets:				
Property, plant and equipment	\$ 367,104	\$ 344,621	\$ 864,435	\$ 812,778
Current unrestricted assets	47,044	41,518	35,258	37,898
Restricted assets	8,655	10,994	29,044	30,918
Other assets	23	23	18	18
Total assets	\$ 422,826	\$ 397,156	\$ 928,755	\$ 881,612
Net position:				
Net investment in capital assets	\$ 339,297	\$ 312,475	\$ 720,049	\$ 656,405
Restricted	5,292	7,417	28,023	27,674
Unrestricted	(31,320)	(62,972)	(81,405)	(72,859)
Total net position	313,269	256,920	666,667	611,220
Liabilities:				
Current	38,975	39,424	35,564	31,553
Current liabilities payable from restricted assets	13,143	12,525	16,305	15,874
Noncurrent liabilities	57,439	88,287	210,219	222,965
Total liabilities	109,557	140,236	262,088	270,392
Total liabilities and net position	\$ 422,826	\$ 397,156	\$ 928,755	\$ 881,612

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

(12) Segment Information (continued)

Condensed Statements of Revenues, Expenses and Changes in Net Position

	Water		Sewer	
	2013	2012	2013	2012
	(amounts in thousands)			
Service charges, pledged against bonds	\$ 67,974	\$ 63,834	\$ 79,623	\$ 72,041
Depreciation expense	(16,162)	(11,323)	(13,390)	(14,366)
Other operating expenses	(65,243)	(63,138)	(46,202)	(45,396)
Operating income (loss)	(13,431)	(10,627)	20,031	12,279
Nonoperating revenues (expenses):				
Investment earnings	84	95	177	196
Forgiveness of Community Disaster Loan	30,061	-	-	-
Other	1,830	7,003	280	162
Total nonoperating revenues (expenses)	31,975	7,098	457	358
Capital contributions	37,805	34,593	34,959	24,574
Change in net position	56,349	31,064	55,447	37,211
Beginning net position	256,920	225,856	611,220	574,009
Ending net position	\$ 313,269	\$ 256,920	\$ 666,667	\$ 611,220

Condensed Statements of Cash Flows

	Water		Sewer	
	2013	2012	2013	2012
	(amounts in thousands)			
Net cash provided by (used in):				
Operating activities	\$ 6,159	\$ 6,673	\$ 33,614	\$ 33,777
Noncapital financing activities	3,990	(14,862)	694	24,071
Capital and related financing activities	2,497	(1,651)	(37,763)	(49,794)
Investing activities	61	41	68	79
Net increase (decrease)	12,707	(9,799)	(3,387)	8,133
Cash and cash equivalents:				
Beginning of year	31,034	40,833	55,833	47,700
End of year	\$ 43,741	\$ 31,034	\$ 52,446	\$ 55,833

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(13) Natural Disaster

As of December 31, 2013 and 2012, the Board has cumulatively received approximately \$317.4 million and \$281.8 million, respectively, of cash reimbursements from the Federal Emergency Management Agency (FEMA). Included in accounts receivable as of December 31, 2013 and 2012 are \$11,693,325 and \$21,708,578, respectively, of reimbursements due from FEMA. Eligible FEMA grants totaling in excess of \$657.2 million are in various stages of the approval process and include amounts for system repairs, building repairs, vehicle and equipment repairs and replacements, temporary power, supplies and other costs.

On June 29, 2007, the Board entered into a Cooperative Endeavor Agreement with the State of Louisiana, City of New Orleans, Louisiana, and the Louisiana Public Facilities Authority (LPFA). The LPFA agreed to issue its bonds to provide the cash capital investment to pay for capital improvements of the City of New Orleans and the Board. The establishment of the construction fund permits the Board and City of New Orleans to publicly bid contracts that are subject to a Project Worksheet that has been obligated by FEMA or for which an award letter has been received and encumber such amounts. The State of Louisiana, City of New Orleans, and Sewerage and Water Board agree that as FEMA pays any reimbursement amounts related to projects for which disbursements have been made, or the City or the Sewerage and Water Board receives monies related to the hazard mitigation grant program for which disbursements have been made from the construction fund, the full amount of such projects shall be deposited in the construction fund and used to fund additional projects until all City of New Orleans and Sewerage and Water Board improvements are completed. The total amount made available to the Board under the agreement was \$100,000,000. The agreement also permits disbursements from the construction fund for projects with a Project Worksheet that have not been obligated by FEMA, and as a result, will not be reimbursed by FEMA. The Board is not required to reimburse the construction fund for these unobligated projects. At December 31, 2013 and 2012, the Board had an outstanding obligation under the agreement of \$11,693,325 and \$21,708,578 included as a liability in due to other governments on the statements of net position, which represent amounts not yet reimbursed by FEMA for obligated projects and deposited back into the construction fund.

(14) Restatement

Change in Accounting Principle

The Board has implemented GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*, in 2013. This standard provides guidance for reporting the financial statement elements of deferred outflows of resources and deferred inflows of resources, required by GASB Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*. GASB Statement No. 65 also identifies certain items previously reported as assets and liabilities that the GASB determined should be recognized as revenues, expenses, or expenditures when incurred and not reported in statements of net position/balance sheets.

Correction of an Error

In addition, the Board identified an overstatement of the Disaster Reimbursement Revolving Loan which impacted prior year financial statements due to the recording of a liability for amounts that are not required to be reimbursed back to the LPFA under the Cooperative Endeavor Agreement that is described in Note 13.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(14) Restatement (continued)

The impact of the restatement is as follows:

Previously reported net position as of January 1, 2012	\$ 1,497,186,358
Adjustment as a result of the implementation of GASB Statement No. 65	(1,936,339)
Adjustment as a result of the overstatement of the Disaster Reimbursement Loan	42,729,399
Net position as of January 1, 2012, as restated	\$ 1,537,979,418

Previously reported change in net position for the year ended December 31, 2012	\$ 103,426,205
Adjustment as a result of the implementation of GASB Statement No. 65	168,419
Adjustment as a result of the overstatement of the Disaster Reimbursement Loan	20,837,632
Change in net position for the year ended December 31, 2012, as restated	\$ 124,432,256

(15) New Pronouncements

The GASB issued Statement No. 66, *Technical Corrections - 2012* in March 2012. The objective of this Statement is to improve accounting and financial reporting for a governmental financial reporting entity by resolving conflicting guidance that resulted from the issuance of two pronouncements, Statements No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*, and No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. The provisions of this Statement are effective for 2013. There was no impact to the Board with the implementation of this statement.

The GASB issued Statement No. 67, *Financial Reporting for Pension Plans* in June 2012. The objective of this Statement is to improve financial reporting by state and local governmental pension plans. This Statement replaces the requirements of Statements No. 25, *Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans*, and No. 50, *Pension Disclosures*. This Statement is effective for financial statements for fiscal years beginning after June 15, 2013.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

NOTES TO FINANCIAL STATEMENTS

(Continued)

(15) New Pronouncements (continued)

The GASB issued Statement No. 68, *Accounting and Financial Reporting for Pensions* in June 2012. This Statement replaces the requirements of Statement No. 27, *Accounting for Pensions by State and Local Governmental Employers*, as well as the requirements of Statement No. 50, *Pension Disclosures*. Statement No. 67, *Financial Reporting for Pension Plans*, revises existing standards of financial reporting for most pension plans. This Statement and Statement 67 establish a definition of a pension plan that reflects the primary activities associated with the pension arrangement--determining pensions, accumulating and managing assets dedicated for pensions, and paying benefits to plan members as they come due. This Statement is effective for fiscal years beginning after June 15, 2014.

The GASB issued Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date*, in November 2013. The objective of this Statement is to address an issue regarding application of the transition provisions of Statement No. 68, *Accounting and Financial Reporting for Pensions*. The issue relates to amounts associated with contributions, if any, made by a state or local government employer or nonemployer contributing entity to a defined benefit pension plan after the measurement date of the government's beginning net pension liability. The provisions of this Statement are required to be applied simultaneously with the provisions of Statement No. 68.

Management of the Board is currently assessing the impact of these new pronouncements on the financial statements.

(16) Subsequent Event

In 2014, the Board passed resolutions authorizing the issuance of Water Revenue and Refunding Bonds, Series 2014, not exceeding \$115 million; Sewerage Service Revenue and Refunding Bonds, Series 2014, not exceeding \$200 million; and Drainage System Improvement and Refunding Bonds, Series 2014, not exceeding \$100 million. Management anticipates that the bonds will be issued in the second or third quarter of 2014.

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**REQUIRED SUPPLEMENTARY INFORMATION
(GASB STATEMENTS NO. 25 AND NO. 45)**

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SEWERAGE AND WATER BOARD OF NEW ORLEANS
Required Supplementary Information Under GASB Statement No. 25
SCHEDULE OF FUNDING PROGRESS
For the years ended December 31, 2013 and 2012

Actuarial Valuation Date December 31	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	(Overfunded) Unfunded AAL	Funded Ratio	Covered Payroll (millions)	Unfunded AAL as a Percentage of payroll
2013	\$ 226,423,894	\$ 288,803,214	\$ 62,379,320	78.40%	29.71	209.96%
2012	229,633,410	283,599,128	53,965,718	80.97%	29.07	185.62%
2011	229,137,699	285,509,317	56,371,618	80.26%	29.74	189.55%
2010	230,298,898	277,273,632	46,974,734	83.06%	29.67	158.32%
2009	228,999,660	269,506,028	40,506,368	84.97%	29.95	135.26%
2008	222,598,640	260,616,822	38,018,182	85.41%	29.47	129.02%
2007	223,583,589	245,202,189	21,618,600	91.18%	26.54	81.44%
2006	217,274,416	235,664,407	18,389,991	92.20%	25.93	70.92%
2005	209,829,340	225,544,886	15,715,546	93.03%	30.05	52.30%
2004	204,706,452	218,155,395	13,448,943	93.84%	30.17	44.58%

SCHEDULE OF EMPLOYER CONTRIBUTIONS

Year Ended	Annual Required Contribution	Actual Contribution	Percentage Contribution
2013	\$ 10,393,722	\$ 5,946,614	57.21%
2012	9,127,733	6,114,997	66.99%
2011	9,815,493	5,436,700	55.39%
2010	8,385,788	5,146,081	61.37%
2009	7,591,507	5,247,031	69.12%
2008	7,146,647	4,915,512	68.78%
2007	4,598,587	3,885,124	84.49%
2006	4,073,502	3,343,713	82.08%
2005	4,702,354	3,716,381	79.03%
2004	4,271,797	3,721,034	87.11%

See accompanying notes to financial statements.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
Required Supplementary Information Under GASB Statement No. 45
SCHEDULE OF FUNDING PROGRESS
For the years ended December 31, 2013 and 2012

Actuarial Valuation Date <u>December 31</u>	Actuarial Value of Assets	Actuarial Accrued Liability <u>---(AAL)</u>	(Overfunded) Unfunded AAL	Funded Ratio	Covered Payroll (millions)	Unfunded AAL as a Percentage of payroll
2013	\$ -	\$ 172,246,761	\$ 172,246,761	0.00%	35.44	486.02%
2012	-	176,321,034	176,321,034	0.00%	35.11	502.25%
2011	-	178,681,549	178,681,549	0.00%	35.08	509.33%
2010	-	178,904,131	178,904,131	0.00%	34.74	514.92%
2009	-	184,174,734	184,174,734	0.00%	33.88	543.56%
2008	-	177,956,339	177,956,339	0.00%	29.47	603.93%
2007	-	147,995,856	147,995,856	0.00%	27.00	548.13%

SCHEDULE OF EMPLOYER CONTRIBUTIONS

Year Ended	Annual Required Contribution	Actual Contribution	Percentage Contribution
2013	\$ 14,206,678	\$ 6,176,720	43.48%
2012	14,430,043	6,070,360	42.07%
2011	14,659,445	6,057,637	41.32%
2010	14,759,470	5,728,065	38.81%
2009	15,046,112	5,487,971	36.47%
2008	14,304,620	5,673,616	39.66%
2007	12,818,364	6,143,654	47.93%

See accompanying notes to financial statements.

SUPPLEMENTARY INFORMATION

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SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF NET POSITION BY DEPARTMENT
ENTERPRISE FUND
As of December 31, 2013 and 2012

	Water System		Sewerage System		Drainage System		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
ASSETS								
Noncurrent assets:								
Property, plant and equipment	\$ 671,440,879	\$ 633,888,757	\$ 1,078,657,752	\$ 1,015,485,163	\$ 1,141,321,674	\$ 1,062,080,357	\$ 2,891,420,305	\$ 2,711,454,277
Less: accumulated depreciation	304,336,346	289,267,573	214,222,257	202,706,298	265,023,951	250,948,483	783,582,554	742,922,354
Property, plant, and equipment, net	367,104,533	344,621,184	864,435,495	812,778,865	876,297,723	811,131,874	2,107,837,751	1,968,531,923
Other assets:								
Deposits	22,950	22,950	17,965	17,965	10,400	10,400	51,315	51,315
Total other assets	22,950	22,950	17,965	17,965	10,400	10,400	51,315	51,315
Total noncurrent assets	367,127,483	344,644,134	864,453,460	812,796,830	876,308,123	811,142,274	2,107,889,066	1,968,583,238
Current assets:								
Unrestricted and undesignated								
Cash and cash equivalents	16,029,725	(911,869)	12,124,365	9,548,524	2,172,250	(29,438)	30,326,340	8,607,217
Accounts receivable:								
Customers, net of allowance	7,349,193	7,313,564	6,595,078	6,241,507	-	-	13,944,271	13,555,071
Taxes	-	-	-	-	8,119,202	7,732,452	8,119,202	7,732,452
Grants	2,395,938	13,187,269	2,168,243	3,619,893	7,277,712	6,181,161	11,841,893	22,988,323
Miscellaneous	842,377	903,164	606,803	326,172	2,068,368	1,407,822	3,517,548	2,637,158
Due from (to) other internal departments	(9,614,307)	(10,931,662)	569,471	331,802	9,044,836	10,599,860	-	-
Inventory of supplies	4,528,425	4,625,040	1,507,642	2,130,750	899,532	942,537	6,935,599	7,698,327
Prepaid expenses	505,681	430,714	351,099	276,132	119,227	44,260	976,007	751,106
Total unrestricted and undesignated	22,037,032	14,616,220	23,922,701	22,474,780	29,701,127	26,878,654	75,660,860	63,969,654
Designated cash, cash equivalents, and investments								
Cash and cash equivalents designated for capital projects	13,346,275	15,835,476	10,272,939	16,589,123	17,480,308	24,453,380	41,099,522	56,877,979
Customer deposits	10,106,417	9,492,988	-	-	-	-	10,106,417	9,492,988
Other	1,554,688	1,573,195	1,062,128	1,103,661	1,021,009	1,062,545	3,637,825	3,739,401
Total designated cash, cash equivalents, and investm	25,007,380	26,901,659	11,335,067	17,692,784	18,501,317	25,515,925	54,843,764	70,110,368
Restricted cash, cash equivalents, and investments								
Cash and cash equivalents restricted for capital projects	2,586,668	2,824,148	244,566	244,590	1,724,339	1,728,600	4,555,573	4,797,338
Health insurance reserve	775,834	752,930	775,833	730,785	775,833	730,785	2,327,500	2,214,500
Debt service reserve	5,291,590	7,417,365	28,022,900	27,673,732	90,775	95,786	33,405,265	35,186,883
Total restricted cash, cash equivalents, and investme	8,654,092	10,994,443	29,043,299	28,649,107	2,590,947	2,555,171	40,288,338	42,198,721
Total current assets	55,698,504	52,512,322	64,301,067	68,816,671	50,793,391	54,949,750	170,792,962	176,278,743
Total assets	\$ 422,825,987	\$ 397,156,456	\$ 928,754,527	\$ 881,613,501	\$ 927,101,514	\$ 866,092,024	\$ 2,278,682,028	\$ 2,144,861,981

(Continued)

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF NET POSITION BY DEPARTMENT, CONTINUED
ENTERPRISE FUND
As of December 31, 2013 and 2012

	Water System		Sewerage System		Drainage System		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
NET POSITION AND LIABILITIES								
Net position:								
Net investment in capital assets	\$ 339,295,492	\$ 312,351,156	\$ 720,048,542	\$ 656,217,351	\$ 860,092,723	\$ 793,501,874	\$ 1,919,436,757	\$ 1,762,070,381
Restricted for debt service	5,291,590	7,417,365	28,022,900	27,673,732	90,775	95,786	33,405,265	35,186,883
Unrestricted	(31,318,356)	(62,848,171)	(81,404,547)	(72,671,128)	(23,986,505)	673,709	(136,709,408)	(134,845,590)
Total net position	313,268,726	256,920,350	666,666,895	611,219,955	836,196,993	794,271,369	1,816,132,614	1,662,411,674
Long-term liabilities:								
Claims payable	637,869	744,692	637,869	744,691	637,869	744,692	1,913,607	2,234,075
Net pension obligation	5,048,288	3,612,806	5,178,234	3,742,752	5,203,814	3,768,332	15,430,336	11,123,890
Other postretirement benefits liability	20,700,644	18,465,233	17,722,296	15,486,886	16,355,494	14,120,084	54,778,434	48,072,203
Bonds payable, net of current maturities	25,264,041	29,744,028	130,276,953	143,130,514	14,715,000	16,205,000	170,255,994	189,079,542
Special Community Disaster loan payable	-	29,576,512	-	-	-	-	-	29,576,512
Southeast Louisiana Project liability	-	-	-	-	29,391,071	14,231,768	29,391,071	14,231,768
Debt Service Assistance Fund loan payable, net of current maturities	5,788,945	6,143,817	56,403,364	59,860,993	3,686,726	3,912,729	65,879,035	69,917,539
Total long-term liabilities	57,439,787	88,287,088	210,218,716	222,965,836	69,989,974	52,982,605	337,648,477	364,235,529
Current liabilities (payable from current assets):								
Accounts payable	16,232,169	15,619,784	16,725,760	16,410,906	4,664,132	4,238,213	37,622,061	36,268,903
Due to City of New Orleans	160,122	160,093	-	-	-	-	160,122	160,093
Disaster Reimbursement Revolving Loan	2,395,208	13,186,539	2,020,405	2,340,878	7,277,712	6,181,161	11,693,325	21,708,578
Retainers and estimates payable	2,071,365	1,061,361	4,119,264	2,138,480	357,652	233,508	6,548,281	3,433,349
Due to other fund	136,173	38,226	63,847	17,943	78,619	21,844	278,639	78,013
Accrued salaries	867,240	876,519	459,426	450,793	423,803	472,549	1,750,469	1,799,861
Accrued vacation and sick pay	4,574,360	4,233,719	2,997,773	3,156,850	2,234,780	2,412,867	9,806,913	9,803,436
Claims payable	3,982,894	3,775,987	3,004,311	3,720,089	4,013,589	3,481,033	11,000,794	10,977,109
Debt Service Assistance Fund loan payable	354,869	339,136	3,457,630	3,304,310	226,003	215,982	4,038,502	3,859,428
Advances from federal government	8,182,773	-	2,704,959	-	-	-	10,887,732	-
Other liabilities	17,606	132,349	10,502	12,678	-	(1,896)	28,108	143,131
Total Current liabilities (payable from current assets):	38,974,779	39,423,713	35,563,877	31,552,927	19,276,290	17,255,261	93,814,946	88,231,901
Current liabilities (payable from restricted assets):								
Accrued interest	248,393	267,233	1,850,958	1,974,411	144,230	153,762	2,243,581	2,395,406
Bonds payable	2,545,000	2,526,000	14,110,000	13,431,000	1,490,000	1,425,000	18,145,000	17,382,000
Retainers and estimates payable	242,885	239,084	344,081	469,372	4,027	4,027	590,993	712,483
Customer deposits	10,106,417	9,492,988	-	-	-	-	10,106,417	9,492,988
Total Current liabilities (payable from restricted assets):	13,142,695	12,525,305	16,305,039	15,874,783	1,638,257	1,582,789	31,085,991	29,982,877
Total current liabilities	52,117,474	51,949,018	51,868,916	47,427,710	20,914,547	18,838,050	124,900,937	118,214,778
Total liabilities	109,557,261	140,236,106	262,087,632	270,393,546	90,904,521	71,820,655	462,549,414	482,450,307
Total net position and liabilities	\$ 422,825,987	\$ 397,156,456	\$ 928,754,527	\$ 881,613,501	\$ 927,101,514	\$ 866,092,024	\$ 2,278,682,028	\$ 2,144,861,981

See independent auditors' report.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF REVENUES, EXPENSES AND CHANGES IN NET POSITION BY DEPARTMENT
ENTERPRISE FUND
For the years ended December 31, 2013 and 2012

	Water System		Sewerage System		Drainage System		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
Operating revenues:								
Sales of water and delinquent fees	\$ 64,398,609	\$ 60,256,304	\$ -	\$ -	\$ -	\$ -	\$ 64,398,609	\$ 60,256,304
Sewerage service charges	-	-	78,535,785	71,407,835	-	-	78,535,785	71,407,835
Plumbing inspection and license fees	321,518	343,903	321,518	343,903	-	-	643,036	687,806
Other revenues	3,253,430	3,234,003	766,030	288,943	1,099,908	1,103,330	5,119,368	4,626,276
Total operating revenues	67,973,557	63,834,210	79,623,333	72,040,681	1,099,908	1,103,330	148,696,798	136,978,221
Operating Expenses:								
Power and pumping	4,066,208	3,576,750	2,950,685	2,862,242	5,555,727	5,512,754	12,572,620	11,951,746
Treatment	7,827,508	8,148,016	10,315,541	10,758,524	-	-	18,143,049	18,906,540
Transmission and distribution	13,607,397	16,323,002	7,795,739	7,647,470	1,920,764	2,049,241	23,323,900	26,019,713
Customer accounts	1,690,798	1,643,953	1,690,795	1,643,950	44,341	46,749	3,425,934	3,334,652
Customer service	1,732,100	1,666,152	1,732,097	1,666,148	-	-	3,464,197	3,332,300
Administration and general	6,067,245	5,713,425	5,558,302	4,750,113	5,708,398	5,416,198	17,333,945	15,879,736
Payroll related	13,890,259	13,204,811	11,513,703	11,408,577	9,524,860	9,367,471	34,928,822	33,980,859
Maintenance of general plant	14,497,091	11,485,546	4,009,348	3,555,707	9,140,688	9,439,307	27,647,127	24,480,560
Depreciation	16,162,085	11,322,865	13,389,705	14,365,913	14,096,477	13,323,177	43,648,267	39,011,955
Provision for doubtful accounts	1,072,550	1,150,450	824,362	525,961	155,184	100	2,052,096	1,676,511
Provision for claims	791,721	226,441	(188,081)	577,065	1,197,474	(672,802)	1,801,114	130,704
Total operating expenses	81,404,962	74,461,411	59,592,196	59,761,670	47,343,913	44,482,195	188,341,071	178,705,276
Operating income (loss)	(13,431,405)	(10,627,201)	20,031,137	12,279,011	(46,244,005)	(43,378,865)	(39,644,273)	(41,727,055)
Non-operating revenues (expenses):								
Three-mill tax	-	-	-	-	13,175,711	12,497,723	13,175,711	12,497,723
Six-mill tax	-	-	-	-	13,317,505	12,630,977	13,317,505	12,630,977
Nine-mill tax	-	-	-	-	19,962,114	18,933,290	19,962,114	18,933,290
Other taxes	219,877	123,885	274,229	154,509	-	-	494,106	278,394
Operating and maintenance grants	1,981,568	7,617,063	5,367	7,463	67,557	-	2,054,492	7,624,526
Interest income	83,842	95,204	177,173	196,435	92,615	109,748	353,630	401,387
Interest expense	(371,382)	(737,893)	33	-	-	-	(371,349)	(737,893)
Forgiveness of Community Disaster Loan (Note 6)	30,061,368	-	-	-	-	-	30,061,368	-
Total non-operating revenues	31,975,273	7,098,259	456,802	358,407	46,615,502	44,171,738	79,047,577	51,628,404
Income before capital contributions	18,543,868	(3,528,942)	20,487,939	12,637,418	371,497	792,873	39,403,304	9,901,349
Capital contributions	37,804,508	34,593,389	34,959,001	24,573,511	41,554,127	55,364,007	114,317,636	114,530,907
Change in net position	56,348,376	31,064,447	55,446,940	37,210,929	41,925,624	56,156,880	153,720,940	124,432,256
Net position, beginning of year	256,920,350	225,855,903	611,219,955	574,009,026	794,271,369	738,114,489	1,662,411,674	1,537,979,418
Net position, end of year	\$ 313,268,726	\$ 256,920,350	\$ 666,666,895	\$ 611,219,955	\$ 836,196,993	\$ 794,271,369	\$ 1,816,132,614	\$ 1,662,411,674

See independent auditors' report

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF PROPERTY, PLANT AND EQUIPMENT BY DEPARTMENT
As of December 31, 2013 and 2012

	2013			
	Water	Sewer	Drainage	Total
Real estate rights, non depreciable	\$ 2,898,138	\$ 1,929,243	\$ 8,526,852	\$ 13,354,233
Power and pumping stations - buildings	63,131,396	44,931,883	258,927,465	366,990,744
Power and pumping stations - machinery	134,560,447	44,793,404	120,697,659	300,051,510
Distribution systems	228,861,614	-	-	228,861,614
Sewerage collection	-	455,438,197	-	455,438,197
Canals and subsurface drainage	-	-	391,473,632	391,473,632
Treatment plants	-	194,886,446	-	194,886,446
Connections and meters	65,268,811	29,030,384	-	94,299,195
Power transmission	9,297,848	5,736,005	13,153,702	28,187,555
General plant	119,411,456	82,043,071	63,810,091	265,264,618
General buildings	2,525,548	1,093,325	3,967,674	7,586,547
Total property, plant and equipment in service	625,955,258	859,881,958	860,557,075	2,346,394,291
Construction in progress	45,485,621	218,775,794	280,764,599	545,026,014
Total property, plant and equipment	671,440,879	1,078,657,752	1,141,321,674	2,891,420,305
Accumulated depreciation	304,336,346	214,222,257	265,023,951	783,582,554
Net property, plant and equipment	\$ 367,104,533	\$ 864,435,495	\$ 876,297,723	\$ 2,107,837,751

	2012			
	Water	Sewer	Drainage	Total
Real estate rights, non depreciable	\$ 2,898,138	\$ 1,929,243	\$ 8,526,852	\$ 13,354,233
Power and pumping stations - buildings	63,131,396	44,931,883	258,927,465	366,990,744
Power and pumping stations - machinery	134,559,446	42,753,266	120,328,900	297,641,612
Distribution systems	222,536,899	-	-	222,536,899
Sewerage collection	-	455,694,460	-	455,694,460
Canals and subsurface drainage	-	-	386,968,482	386,968,482
Treatment plants	-	194,704,036	-	194,704,036
Connections and meters	65,123,259	29,012,925	-	94,136,184
Power transmission	9,297,848	5,736,005	13,153,702	28,187,555
General plant	119,435,377	82,067,649	63,831,100	265,334,126
General buildings	2,525,548	1,093,325	3,967,674	7,586,547
Total property, plant and equipment in service	619,507,911	857,922,792	855,704,175	2,333,134,878
Construction in progress	14,380,846	157,362,371	206,376,182	378,119,399
Total property, plant and equipment	633,888,757	1,015,485,163	1,062,080,357	2,711,454,277
Accumulated depreciation	289,267,573	202,706,298	250,948,483	742,922,354
Net property, plant and equipment	\$ 344,621,184	\$ 812,778,865	\$ 811,131,874	\$ 1,968,531,923

See independent auditors' report.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF BONDS PAYABLE
For the year ended December 31, 2013

	Annual Interest Rates	Interest Payment Dates	Issue Date	Final Maturity Date	Outstanding as of 12/31/2012	New Debt in 2013	Payments in 2013	Outstanding as of 12/31/2013
Drainage System Bonds, 1998 (9-Mills)	4.84%	(6/1;12/1)	12/01/98	12/01/18	\$ 4,040,000	\$ -	\$ 595,000	\$ 3,445,000
Drainage System Bonds, 2002 (9-Mills)	4.46%	(6/1;12/1)	10/01/02	12/01/22	13,590,000	-	830,000	12,760,000
					<u>17,630,000</u>	<u>-</u>	<u>1,425,000</u>	<u>16,205,000</u>
Sewer Revenue Bonds, 1997	5.36%	(6/1;12/1)	06/01/97	06/01/17	10,875,000	-	1,940,000	8,935,000
Sewer Revenue Bonds, 1998	4.82%	(6/1;12/1)	12/01/98	06/01/18	10,215,000	-	1,510,000	8,705,000
Sewer Revenue Bonds, 2000	5.48%	(6/1;12/1)	05/01/00	06/01/20	14,505,000	-	1,465,000	13,040,000
Sewer Revenue Bonds, 2000-B	5.43%	(6/1;12/1)	11/01/00	06/01/20	10,995,000	-	1,120,000	9,875,000
Sewer Revenue Bonds, 2001	5.02%	(6/1;12/1)	12/01/01	06/01/21	18,370,000	-	1,685,000	16,685,000
Sewer Revenue Bonds, 2002	4.36%	(6/1;12/1)	12/01/02	06/01/22	35,950,000	-	2,790,000	33,160,000
Sewer Revenue Bonds, 2003	3.94%	(6/1;12/1)	12/03/03	06/01/23	3,530,000	-	260,000	3,270,000
Sewer Revenue Bonds, 2004	4.26%	(6/1;12/1)	12/01/04	06/01/24	22,885,000	-	1,485,000	21,400,000
Sewer Revenue Bonds, 2009	6.68%	(6/1;12/1)	12/01/09	06/01/29	21,260,000	-	765,000	20,495,000
Sewer Revenue Bonds, 2011	0.95%	(1/1-12/1)	12/01/11	12/01/32	7,471,505	1,359,898	411,000	8,420,403
					<u>156,056,505</u>	<u>1,359,898</u>	<u>13,431,000</u>	<u>143,985,403</u>
Water Revenue Bonds, 1998	4.82%	(6/1;12/1)	12/01/98	12/01/18	6,535,000	-	965,000	5,570,000
Water Revenue Bonds, 2002	4.57%	(6/1;12/1)	10/01/02	12/01/22	23,555,000	-	1,470,000	22,085,000
LADHH Loan Revenue Bonds, 2010A	2.95%	(2/1)	02/11/10	02/01/30	746,003	-	746,003	-
LADHH Loan Revenue Bonds, 2010B	2.95%	(2/1)	02/11/10	02/01/30	1,252,633	72,232	1,321,000	3,865
					<u>32,088,636</u>	<u>72,232</u>	<u>4,502,003</u>	<u>27,658,865</u>
TOTAL					<u>\$ 205,775,141</u>	<u>\$ 1,432,130</u>	<u>\$ 19,358,003</u>	<u>\$ 187,849,268</u>

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**SEWERAGE AND WATER BOARD OF NEW ORLEANS
 SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
 DEBT SERVICE AND DEBT SERVICE RESERVE
 REQUIRED BY BOND RESOLUTION
 For the year ended December 31, 2013**

	Debt Service Account					Debt Service Reserve Accounts			
	Water Revenue Bonds	Sewer Revenue Bonds	Drainage Revenue Bonds	LADHH Loan Revenue Bonds	LADEQ Revenue Bonds	Total	Water Revenue Bonds	Sewer Revenue Bonds	Total
Cash and investments at beginning of year	\$ 1,268,347	\$ 11,488,978	\$ 95,787	\$ 2,220,639	\$ 20,628	\$ 15,094,379	\$ 3,928,380	\$ 16,164,124	\$ 20,092,504
Cash receipts:									
Transfers from operating cash and debt service reserve	4,567,547	27,340,907	2,619,040	241	-	34,527,735	-	-	-
Excess debt service reserve fund applied to BANS 2006 Maturity	9,470	40,604	-	1,576	-	51,650	-	-	-
Total cash and investments	5,845,364	38,870,489	2,714,827	2,222,456	20,628	49,673,764	3,928,380	16,164,124	20,092,504
Cash disbursements:									
Principal and interest payments, cost of issuance and transfers	4,577,799	27,032,341	2,624,052	2,126,811	-	36,361,003	-	-	-
Total cash disbursements	4,577,799	27,032,341	2,624,052	2,126,811	-	36,361,003	-	-	-
Cash and investments at end of year	\$ 1,267,565	\$ 11,838,148	\$ 90,775	\$ 95,645	\$ 20,628	\$ 13,312,761	\$ 3,928,380	\$ 16,164,124	\$ 20,092,504

See independent auditors' report.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
CHANGES IN SELF-INSURANCE LIABILITIES BY DEPARTMENT
For the year ended December 31, 2013

	<u>Beginning of Year</u>	<u>Current Year Claims and Estimate Change</u>	<u>Payments</u>	<u>End of Year</u>
WATER				
Short-term:				
Workers' compensation	\$ 457,645	\$ 785,797	\$ 673,691	\$ 569,751
Health insurance	738,165	5,564,229	5,526,563	775,831
General liability	2,580,177	113,241	56,106	2,637,312
Total short-term	<u>3,775,987</u>	<u>6,463,267</u>	<u>6,256,360</u>	<u>3,982,894</u>
Long-term:				
Workers' compensation	744,692	(106,823)	-	637,869
Total long-term	<u>744,692</u>	<u>(106,823)</u>	<u>-</u>	<u>637,869</u>
Total	<u>\$ 4,520,679</u>	<u>\$ 6,356,444</u>	<u>\$ 6,256,360</u>	<u>\$ 4,620,763</u>
SEWERAGE				
Short-term:				
Workers' compensation	\$ 457,643	\$ 892,123	\$ 780,017	\$ 569,749
Health insurance	738,165	4,739,381	4,701,714	775,832
General liability	2,524,280	(866,560)	(1,010)	1,658,730
Total short-term	<u>3,720,088</u>	<u>4,764,944</u>	<u>5,480,721</u>	<u>3,004,311</u>
Long-term:				
Workers' compensation	744,692	(106,823)	-	637,869
Total long-term	<u>744,692</u>	<u>(106,823)</u>	<u>-</u>	<u>637,869</u>
Total	<u>\$ 4,464,780</u>	<u>\$ 4,658,121</u>	<u>\$ 5,480,721</u>	<u>\$ 3,642,180</u>
DRAINAGE				
Short-term:				
Workers' compensation	\$ 457,644	\$ 892,127	\$ 780,021	\$ 569,750
Health insurance	738,166	3,821,742	3,784,076	775,832
General liability	2,285,223	518,993	136,209	2,668,007
Total short-term	<u>3,481,033</u>	<u>5,232,862</u>	<u>4,700,306</u>	<u>4,013,589</u>
Long-term:				
Workers' compensation	744,692	(106,823)	-	637,869
Total long-term	<u>744,692</u>	<u>(106,823)</u>	<u>-</u>	<u>637,869</u>
Total	<u>\$ 4,225,725</u>	<u>\$ 5,126,039</u>	<u>\$ 4,700,306</u>	<u>\$ 4,651,458</u>
TOTAL				
Short-term:				
Workers' compensation	\$ 1,372,932	\$ 2,570,047	\$ 2,233,729	\$ 1,709,250
Health insurance	2,214,496	14,125,352	14,012,353	2,327,495
General liability	7,389,680	(234,326)	191,305	6,964,049
Total short-term	<u>10,977,108</u>	<u>16,461,073</u>	<u>16,437,387</u>	<u>11,000,794</u>
Long-term:				
Workers' compensation	2,234,076	(320,469)	-	1,913,607
Total long-term	<u>2,234,076</u>	<u>(320,469)</u>	<u>-</u>	<u>1,913,607</u>
Total	<u>\$ 13,211,184</u>	<u>\$ 16,140,604</u>	<u>\$ 16,437,387</u>	<u>\$ 12,914,401</u>

See independent auditors' report.

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The ferrator system at the East Bank Sewage Treatment Plant is designed to fully disinfect the effluent prior to discharge to the wetlands, with no residual effects or by-products. This new technology is being used in a pilot trial with the wetlands. In the foreground is the current effluent channel where all of the water that is currently treated is disinfected prior to discharge to the Mississippi River. Behind the Ferrator is a Final Clarifier that will be the source of water used in the first phase of the Wetlands Assimilation project, a partnership with Orleans and St. Bernard Parishes.



The City's aging infrastructure, soft soils, Katrina damage and the high number of tree roots result in numerous breaks in underground water, sewerage and drainage pipes and mains. And, even though the Sewerage and Water Board has crews on duty 24 hours a day to repair thousands of broken pipes, the number of new breaks continue to rise. A good example, shown here, is the repair of a break in a major 30-inch water main in the Carrollton area which also supplies water to other parts of the City. Complicating the repair of the 80-year-old pipe was the difficulty identifying other utility lines in the area and having them shut down. Because of the age and design of the old pipe, the Board's own Machine Shop of the Facilities Maintenance Department made sleeves and fittings to match with the old main. Their work shortened the repair time and saved money for customers.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SUMMARY OF STATISTICAL INFORMATION
December 31, 2013
(Unaudited)

This part of the Board's comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statement, note disclosure, and required supplementary information says about the Board's overall financial health.

Financial Trends:

These schedules contain trend information to help the reader understand how the Board's financial performance and well-being have changed over time.

Revenue Capacity:

These schedules contain information to help the reader assess the Board's most significant local revenue source, the property tax.

Debt Capacity:

These schedules present information to help the reader assess the affordability of the Board's current levels of outstanding debt and the Board's ability to issue additional debt in the future.

Demographic and Economic Information:

These schedules offer demographic and economic indicators to help the reader understand the environment within which the Board's financial activities take place.

Operating Information:

These schedules contain service and infrastructure data to help the reader understand how the information in the Board's financial report relates to the services the Board provides and the activities it performs.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
NET POSITION BY COMPONENT
Last Ten Fiscal Years
(Unaudited - accrual basis of accounting)

	Year									
	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004
Business-type activities										
Net investment in capital assets	\$ 1,920,196,710	\$ 1,762,389,823	\$ 1,604,703,877	\$ 1,481,320,632	\$ 1,367,130,463	\$ 1,306,085,162	\$ 1,265,078,240	\$ 1,191,197,682	\$ 1,092,139,700	\$ 1,085,354,440
Restricted for debt service	33,405,265	35,186,883	33,137,542	32,774,880	30,040,670	32,075,521	27,986,164	26,803,911	21,768,747	28,817,876
Unrestricted	(137,440,053)	(135,165,032)	(99,862,001)	(111,252,743)	(81,717,627)	(89,154,640)	(7,414,567)	3,614,224	41,752,104	65,900,450
Total business-type activities net position	\$ 1,816,161,922	\$ 1,662,411,674	\$ 1,537,979,418	\$ 1,402,842,769	\$ 1,315,453,506	\$ 1,249,006,043	\$ 1,285,649,837	\$ 1,221,615,817	\$ 1,155,660,551	\$ 1,180,072,766

Source: Audited Comprehensive Annual Financial Reports - Information available for nine years

SEWERAGE AND WATER BOARD OF NEW ORLEANS
CHANGES IN NET POSITION BY COMPONENT
Last Ten Fiscal Years
(Unaudited - accrual basis of accounting)

	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004
Operating revenues:										
Sales of water and delinquent fees	\$ 64,398,609	\$ 60,256,304	\$ 59,890,312	\$ 55,079,772	\$ 50,677,054	\$ 43,995,732	\$ 37,795,522	\$ 33,799,760	\$ 38,727,266	\$ 54,234,144
Sewerage service charges	78,535,785	71,407,835	70,358,076	69,534,779	66,102,946	61,877,246	68,304,547	62,657,636	57,329,963	72,252,114
Plumbing inspection and license fees	643,036	687,806	758,072	746,426	484,448	590,604	542,340	590,242	175,260	233,147
Other revenue	5,119,368	4,626,276	8,581,123	4,702,753	3,814,564	2,487,983	2,927,070	3,290,683	3,171,703	3,343,868
Total operating revenues	148,696,798	136,978,221	139,587,583	130,063,730	121,079,012	108,951,565	109,569,479	100,338,321	99,404,192	130,063,273
Operating Expenses:										
Power and pumping	12,572,620	11,951,746	11,787,614	12,606,851	12,950,788	14,178,641	13,041,954	11,576,640	11,818,104	22,334,434
Treatment	18,143,049	18,906,540	18,081,523	19,029,752	19,910,557	18,243,782	16,280,975	13,518,870	13,736,515	17,131,922
Transmission and distribution	23,323,900	26,019,713	27,216,035	15,915,361	21,466,523	18,994,209	19,832,226	13,845,793	18,432,531	20,846,681
Customer accounts	3,425,934	3,334,652	3,369,643	3,314,887	3,044,936	2,719,594	2,290,092	1,910,612	2,413,631	2,625,751
Customer service	3,464,197	3,332,300	3,320,100	3,386,338	3,417,239	3,323,696	2,670,145	2,265,250	2,645,604	2,855,631
Administration and general	17,333,945	15,879,736	16,054,154	16,060,032	13,504,125	15,173,190	14,899,028	13,714,644	12,130,773	14,978,964
Payroll related	34,928,822	33,980,859	34,770,439	33,616,025	35,085,953	31,549,622	28,259,815	17,914,694	19,780,248	18,794,864
Maintenance of general plant	27,647,127	24,480,560	25,185,237	30,723,060	24,969,819	33,613,093	27,151,645	23,552,712	28,351,895	11,059,712
Depreciation	43,648,267	39,011,955	34,772,279	35,216,611	34,692,628	31,546,017	25,377,733	28,703,469	39,187,670	38,600,928
Provision for doubtful accounts	2,052,096	1,676,511	867,460	4,855,325	889,811	(12,225,825)	12,613,283	22,355,906	6,582,465	2,718,176
Provision for claims	1,801,114	130,704	(4,680,454)	3,186,714	58,860	587,465	(2,448,965)	2,658,657	7,289,990	2,886,894
Total operating expenses	188,341,071	178,705,276	170,744,030	177,910,956	169,991,239	157,703,484	159,967,931	152,017,247	162,369,426	154,833,957
Operating loss	(39,644,273)	(41,727,055)	(31,156,447)	(47,847,226)	(48,912,227)	(48,751,919)	(50,398,452)	(51,678,926)	(62,965,234)	(24,770,684)
Non-operating revenues (expenses):										
Two-mill tax	-	-	4,870	1,045	-	-	120	3,699	1,407	5,192
Three-mill tax	13,175,711	12,497,723	11,129,376	10,378,060	10,302,545	11,294,822	10,381,155	9,682,028	12,990,040	12,199,559
Six-mill tax	13,317,505	12,630,977	11,242,927	10,498,580	10,410,524	11,406,361	10,513,559	9,803,052	13,152,643	12,352,092
Nine-mill tax	19,962,114	18,933,290	16,855,081	15,672,791	15,485,030	17,001,253	15,773,070	13,686,249	19,707,787	18,508,104
Other taxes	494,106	278,394	316,079	333,795	371,006	515,735	443,122	634,321	631,818	744,322
Operating and maintenance grants	2,054,492	7,624,526	11,479,664	9,367,940	19,373,185	(3,973)	1,777,188	35,013,143	9,338,528	-
Interest income	353,630	401,387	426,870	274,323	885,723	3,545,564	5,826,769	4,115,003	3,291,489	1,352,425
Hurricane gain (loss)	-	-	-	-	-	-	-	-	-	-
Interest expense	(371,349)	(737,893)	(736,878)	(1,687,603)	(1,766,553)	(1,720,030)	(2,443,612)	(252,435)	(2,992)	-
Forgiveness of Community Disaster Loan	30,061,368	-	-	41,438,410	-	-	-	-	-	-
Total non-operating revenues (expenses)	79,047,577	51,628,404	50,717,989	86,277,341	55,061,460	42,039,732	42,477,366	74,988,457	3,201,458	45,161,694
Income (loss) before capital contributions	39,403,304	9,901,349	19,561,542	38,430,115	6,149,233	(6,712,187)	(7,921,086)	23,309,531	(59,763,776)	20,391,010
Capital contributions	114,317,636	114,530,907	115,575,107	48,959,148	60,298,230	(29,931,607)	71,955,106	42,645,735	35,351,561	22,124,960
Change in net position	153,720,940	124,432,256	135,136,649	87,389,263	66,447,463	(36,643,794)	64,034,020	65,955,266	(24,412,215)	42,515,970
Net position:										
Beginning of year	1,662,411,674	1,537,979,418	1,402,842,769	1,315,453,506	1,249,006,043	1,285,649,837	1,221,615,817	1,155,660,551	1,180,072,766	1,137,556,796
End of year	\$ 1,816,132,614	\$ 1,662,411,674	\$ 1,537,979,418	\$ 1,402,842,769	\$ 1,315,453,506	\$ 1,249,006,043	\$ 1,285,649,837	\$ 1,221,615,817	\$ 1,155,660,551	\$ 1,180,072,766

Source: Audited Comprehensive Annual Financial Reports - Information available for nine years

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SEWERAGE AND WATER BOARD OF NEW ORLEANS
REVENUE AND EXPENSES BY SOURCE
ENTERPRISE FUND
Last Ten Years
(Unaudited)

Revenues	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Charges for service	\$ 126,719,405	\$ 96,232,489	\$ 97,047,638	\$ 106,642,409	\$ 106,463,582	\$ 117,264,448	\$ 125,360,977	\$ 131,006,460	\$ 132,351,945	\$ 143,577,430
Dedicated taxes	43,059,755	45,850,470	33,171,329	36,667,784	39,702,436	36,198,099	36,549,431	39,227,384	44,061,990	46,455,330
Two-mill tax	5,192	1,407	3,699	120	-	-	1,045	4,870	-	-
Interest on investments	1,352,425	3,291,489	4,115,003	5,826,769	3,545,564	885,723	274,323	426,870	401,387	353,630
Other taxes and revenue	4,088,190	13,142,049	38,938,147	5,147,380	2,999,745	23,558,755	55,842,898	20,376,866	12,529,196	37,729,334
	<u>\$ 175,224,967</u>	<u>\$ 158,517,904</u>	<u>\$ 173,275,816</u>	<u>\$ 154,284,462</u>	<u>\$ 152,711,327</u>	<u>\$ 177,907,025</u>	<u>\$ 218,028,674</u>	<u>\$ 191,042,450</u>	<u>\$ 189,344,518</u>	<u>\$ 228,115,724</u>
Expenses	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Personnel services	\$ 52,956,446	\$ 58,322,684	\$ 49,118,747	\$ 61,421,931	\$ 68,605,280	\$ 74,540,678	\$ 72,725,464	\$ 73,834,142	\$ 74,358,288	\$ 75,998,997
Services and utilities	48,738,878	45,606,037	43,170,196	52,966,504	56,428,567	50,787,395	47,125,394	42,417,785	40,621,806	44,686,711
Materials and supplies	8,637,479	5,020,134	5,649,827	9,879,426	12,603,961	8,880,950	12,535,610	23,532,818	22,906,012	20,153,886
Depreciation and amortization	38,896,084	39,548,115	29,063,914	25,535,752	31,704,036	34,833,545	35,381,030	34,850,026	39,011,955	43,648,267
Provision for doubtful accounts	2,718,176	6,582,465	22,355,906	12,613,283	(12,225,825)	889,811	4,855,325	867,460	1,676,511	2,052,096
Provision for claims	2,886,894	7,289,990	2,658,657	(2,448,965)	587,465	58,860	3,186,714	(4,680,454)	130,704	1,801,114
Hurricane Loss	-	55,909,262	(2,303,397)	(205,995)	-	-	-	-	-	-
Interest	-	2,993	252,435	2,443,612	1,720,030	1,766,553	1,687,603	736,878	737,893	371,349
	<u>\$ 154,833,957</u>	<u>\$ 218,281,680</u>	<u>\$ 149,966,285</u>	<u>\$ 162,205,548</u>	<u>\$ 159,423,514</u>	<u>\$ 171,757,792</u>	<u>\$ 177,497,140</u>	<u>\$ 171,558,655</u>	<u>\$ 179,443,169</u>	<u>\$ 188,712,420</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS
ASSESSED AND ESTIMATED ACTUAL VALUE OF TAXABLE PROPERTY
Last Ten Fiscal Years
(Unaudited - amounts in thousands)

Fiscal Year	Net Assessed Value		Total Net Assessed Value	Total Estimated Actual Value (1)	Ratio of Total Net Assessed to Total Estimated Actual Value
	Real Estate	Personal Property			
2004	1,423,261	679,826	2,103,087	16,731,518	12.6%
2005	1,492,750	620,797	2,113,547	16,774,183	12.6%
2006	1,103,604	565,287	1,668,891	13,245,167	12.6%
2007	1,362,097	483,200	1,845,297	14,645,214	12.6%
2008	2,004,624	539,492	2,544,116	20,698,664	12.3%
2009	2,042,426	557,039	2,599,465	21,974,841	11.8%
2010	2,489,813	387,334	2,877,147	21,974,841	13.1%
2011	2,584,334	385,700	2,970,034	21,974,841	13.5%
2012	2,760,973	390,952	3,151,925	21,974,841	14.3%
2013	2,920,015	413,120	3,333,135	21,974,841 (2)	15.2%

Source: City of New Orleans

(1) Amounts are net of the homestead exemption.

(2) Latest date available for total estimated actual value is 2009.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
PROPERTY TAX RATES - DIRECT AND OVERLAPPING GOVERNMENTS
Last Ten Fiscal Years
(Unaudited)

Number of Mills
(Per \$1,000 of assessed value)

<u>Fiscal Year</u>	<u>City of New Orleans</u>	<u>Orleans Levee Board</u>	<u>Orleans Levee District Eastbank</u>	<u>Algiers Levee District</u>	<u>Sewerage & Water Board of New Orleans</u>	<u>Orleans Parish School Board</u>	<u>Audubon Park & Zoo</u>	<u>Total</u>
2004	78.59	12.76	0*	0***	22.59**	52.80	4.55	171.29
2005	78.59	12.76	0*	0***	22.59**	52.80	4.55	171.29
2006	89.89	12.76	0*	0***	22.59**	58.55	4.55	188.34
2007	82.39	12.76	0*	0***	22.59**	52.90	4.55	175.19
2008	61.34	0*	9.65	9.28	16.43**	38.47	3.31	129.20
2009	61.34	0*	10.95	12.76	16.03**	38.47	3.31	130.10
2010	64.31	0*	11.67	12.76	16.43**	44.12	3.31	140.93
2011	72.05	0*	11.67	12.76	16.43**	44.12	3.31	148.67
2012	72.05	0*	11.67	12.76	16.43**	43.60	3.31	148.15
2013	72.05	0*	11.67	12.36	16.43**	44.81	3.31	136.60

Source: City of New Orleans

*Special millage beginning in 2008 and no longer City-wide.

**3 mills adopted in 1967 expires in 2017

**6 mills adopted in 1978 expires in 2027

**9 mills adopted in 1982 expires in 2032

SEWERAGE AND WATER BOARD OF NEW ORLEANS
TEN LARGEST TAXPAYERS
December 31, 2013 and Ten Years Ago
(Unaudited)

Name of Taxpayer	Type of Business	2013 Assessed Value	Percentage of Total Assessed Value
Entergy Service	Utility	107,943,160	3.45%
Capital One Bank	Bank	48,490,500	1.55%
AT&T	Telephone Utility	44,074,250	1.41%
Marriott Hotel Properties	Hotel	29,944,200	0.96%
Harrah's Entertainment	Casino	28,806,030	0.92%
JP Morgan Chase Bank	Bank	21,448,700	0.69%
International Rivercenter	Shopping Mall; Hotel	18,523,840	0.59%
C S & M Associates	Commercial Real Estate	16,764,800	0.54%
Folgers Coffee	Coffee Distributor	15,856,300	0.51%
201 St. Charles Place	Commercial Real Estate	12,999,920	0.42%
		<u>\$ 344,851,700</u>	<u>11.04%</u>

Name of Taxpayer	Type of Business	Assessed Value	Percentage of Total Assessed Value
Entergy Service	Utility	\$ 75,365,530	4.16%
BellSouth Telecommunications	Telephone Utility	60,994,780	3.37%
Hibernia National Bank	Bank	42,610,750	2.35%
Bank One	Bank	32,623,813	1.80%
Whitney National Bank	Bank	24,145,763	1.33%
Harrah's Entertainment	Casino	23,945,540	1.32%
Tenet	Health & Hospital	18,318,865	1.01%
International River Center	Shopping Mall; Hotel	14,241,180	0.79%
Marriott Hotel Properties	Hotel	13,727,520	0.76%
C S & M Associates	Commerical Real Estate	11,462,858	0.63%
		<u>\$ 31,743,660</u>	<u>17.52%</u>

(*) The latest date available for the Ten Largest Taxpayers in the City of New Orleans is for the year ended December 31, 2002.

Source: City of New Orleans

SEWERAGE AND WATER BOARD OF NEW ORLEANS
PROPERTY TAX
LEVIES AND COLLECTIONS BY THE CITY OF NEW ORLEANS
Last Ten Fiscal Years
(Unaudited - Amounts in Thousands)

Fiscal Year	Total Levied	Collected Through December 31, 2013		Balance Outstanding December 31, 2013		Collected during 2013
		Amount	Percent	Amount	Percent	Amount
Real Estate Taxes:						
2004	\$ 247,328	\$ 245,134	99.11	\$ 2,194	0.89	\$ 922
2005	267,327	263,904	98.72	3,423	1.28	977
2006	219,991	217,755	98.98	2,236	1.02	1,214
2007	250,462	246,917	98.58	3,545	1.42	2,072
2008	269,746	266,083	98.64	3,663	1.36	1,816
2009	275,869	271,818	98.53	4,051	1.47	1,685
2010	309,800	304,517	98.29	5,283	1.71	2,711
2011	339,370	331,772	97.76	7,598	2.24	11,335
2012	362,262	342,248	94.48	20,014	5.52	342,248
2013	382,902	363,026	94.81	19,876	5.19	356,117
Personal Property Taxes:						
2004	* 115,676	109,234	94.43	6,442	5.57	-
2005	* 106,354	100,809	94.79	5,545	5.21	-
2006	99,477	95,157	95.66	4,320	4.34	-
2007	82,046	77,967	95.03	4,079	4.97	-
2008	67,548	64,074	94.86	3,474	5.14	-
2009	69,935	66,541	95.15	3,394	4.85	117
2010	74,530	70,456	94.53	4,074	5.47	257
2011	78,996	75,000	94.94	3,996	5.06	796
2012	81,685	78,275	95.83	3,410	4.17	78,275
2013	87,058	84,410	96.96	2,648	3.04	84,144

* 2005 and prior personal property receivables were considered prescribed and no longer legally enforceable during 2012.

Source: City of New Orleans

SEWERAGE AND WATER BOARD OF NEW ORLEANS
WATER AND SEWER RATES
Last Eight Fiscal Years
(Unaudited)

Year	Water					Sewer	
	Rate per 1,000 Gallons					Monthly Base Rate	Rate per 1,000 Gallons
	Monthly Base Rate	First 3,000 Gallons	Next 17,000 Gallons	Next 980,000 Gallons	All Gallons Over 1,000,000		
2006	\$ 3.50	\$ 2.31	\$ 2.31	\$ 2.07	\$ 1.59	\$ 11.60	\$ 4.04
2007	\$ 3.50	\$ 1.94	\$ 3.31	\$ 2.60	\$ 2.19	\$ 11.60	\$ 4.04
2008	\$ 3.50	\$ 2.35	\$ 4.01	\$ 3.15	\$ 2.65	\$ 11.60	\$ 4.04
2009	\$ 3.70	\$ 2.47	\$ 4.21	\$ 3.31	\$ 2.78	\$ 11.60	\$ 4.04
2010	\$ 3.90	\$ 2.59	\$ 4.42	\$ 3.48	\$ 2.92	\$ 11.60	\$ 4.04
2011	\$ 4.05	\$ 2.69	\$ 4.60	\$ 3.62	\$ 3.04	\$ 11.60	\$ 4.04
2012	\$ 4.05	\$ 2.69	\$ 4.60	\$ 3.62	\$ 3.04	\$ 11.60	\$ 4.04
2013	\$ 4.91	\$ 2.96	\$ 5.06	\$ 3.98	\$ 3.34	\$ 14.04	\$ 4.44

Note: Rates are based on 5/8" meter, which is the standard household meter size.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
RATIOS OF OUTSTANDING DEBT BY TYPE
Last Eight Fiscal Years
(Unaudited)

Fiscal Year	Personal Income (1) (in thousands)	Population (2)	Revenue Bonds	Special Tax Bonds	LDHH Bonds	Special Community Disaster Loan Payable	Debt Service Assistance Fund Loan	Capital Leases Payable	Total Debt	Percentage of Personal Income	Debt per Capita
2006	\$ 12,739,309	208,548	\$ 258,047,868	\$ 24,905,000	\$ -	\$ 46,011,566	\$ 40,494,073	\$ 2,760,672	\$ 372,219,179	3.42%	\$ 1,785
2007	\$ 14,831,565	288,113	\$ 246,907,968	\$ 23,835,000	\$ -	\$ 61,956,747	\$ 64,655,122	\$ 104,445	\$ 397,459,282	3.73%	\$ 1,380
2008	\$ 15,802,534	336,644	\$ 235,216,902	\$ 22,710,000	\$ -	\$ 61,956,747	\$ 77,460,393	\$ -	\$ 397,344,042	3.98%	\$ 1,180
2009	\$ 15,260,613	354,850	\$ 221,958,520	\$ 21,525,000	\$ -	\$ 61,956,747	\$ 77,460,393	\$ -	\$ 382,900,660	3.99%	\$ 1,079
2010	\$ 15,260,613	347,907	\$ 208,422,155	\$ 20,290,000	\$ 632,842	\$ 25,166,747	\$ 77,460,393	\$ -	\$ 331,972,137	4.60%	\$ 954
2011	\$ 15,260,613	360,740	\$ 194,330,103	\$ 18,990,000	\$ 1,503,834	\$ 25,166,747	\$ 77,465,247	\$ -	\$ 317,455,931	4.81%	\$ 880
2012	\$ 15,346,678	369,250	\$ 186,832,906	\$ 17,630,000	\$ 1,998,636	\$ 25,166,747	\$ 73,776,967	\$ -	\$ 305,405,256	5.03%	\$ 827
2013	\$ 15,888,893 (3)	378,715	\$ 172,192,129	\$ 16,205,000	\$ 3,865	\$ -	\$ 69,917,529	\$ -	\$ 258,318,523	6.15%	\$ 682

(1) Source: Bureau of Economic Analysis.

(2) Source: www.census.gov/popest.

(3) Most recent available is as of April 2013.

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
COMPUTATION OF DIRECT AND OVERLAPPING DEBT
December 31, 2013
(Unaudited)**

	<u>Net Outstanding Debt</u>	<u>Percentage Overlapping</u>	<u>Overlapping Debt</u>
Direct debt:			
Sewerage and Water Board, net of debt service funds (tax bonds only)	<u>\$ 16,205,000</u>	<u>100%</u>	<u>\$ 16,205,000</u>
Overlapping debt:			
City of New Orleans	549,013,192	100%	549,013,192
Audubon Park Commission	26,035,000	100%	26,035,000
Orleans Parish School Board (1)	<u>89,884,206</u>	<u>100%</u>	<u>89,884,206</u>
Total overlapping debt	<u>664,932,398</u>	<u>100%</u>	<u>664,932,398</u>
Total direct and overlapping debt	<u><u>\$ 681,137,398</u></u>	<u><u>100%</u></u>	<u><u>\$ 681,137,398</u></u>

(1) The fiscal year of the Orleans Parish School Board ends on June 30th; overlapping debt is based on June 30, 2013 financial information.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
REVENUE BONDS DEBT SERVICE COVERAGE
WATER BONDS
Last Ten Fiscal Years
(Unaudited)

Fiscal Year	Operating Revenue	Direct Operating Expenses	Net Revenue Available for Debt Services	Debt Service Requirement*			Coverage
				Principal	Interest	Total	
2004	57,955,617	51,749,138	6,206,479	1,575,000	2,177,094	3,752,094	1.65
2005	40,716,893	53,450,918	(12,734,025)	1,655,000	2,110,155	3,765,155	(3.38)
2006	36,378,265	41,970,320	(5,592,055)	1,735,000	2,032,524	3,767,524	(1.48)
2007	35,098,826	58,708,774	(23,609,948)	1,820,000	1,980,068	3,800,068	(6.21)
2008	47,435,375	66,989,084	(19,553,709)	1,920,000	1,917,131	3,837,131	(5.10)
2009	70,211,761	51,983,869	18,227,892	2,115,000	1,771,268	3,886,268	4.69
2010	77,837,538	58,180,206	19,657,332	2,220,000	1,685,618	3,905,618	5.03
2011	76,400,717	64,677,227	11,723,490	2,325,000	1,592,393	3,917,393	2.99
2012	73,802,442	61,988,096	11,814,346	2,435,000	1,493,380	3,928,380	3.01
2013	72,129,547	64,170,029	7,959,518	2,545,000	1,374,043	3,919,043	2.03

* Payments are based on future payments subsequent to the year of calculation.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
REVENUE BONDS DEBT SERVICE COVERAGE
SEWER BONDS
Last Ten Fiscal Years
(Unaudited)

Fiscal Year	Operating Revenue	Direct Operating Expenses	Net Revenue Available for Debt Services	Debt Service Requirements*			Coverage
				Principal	Interest	Total	
2004	72,434,733	39,459,105	32,975,628	6,715,000	10,343,878	17,058,878	1.93
2005	58,494,963	33,072,494	25,422,469	8,265,000	9,873,999	18,138,999	1.40
2006	63,907,388	33,435,068	30,472,320	8,685,000	9,453,651	18,138,651	1.68
2007	64,750,010	38,899,024	25,850,986	9,130,000	10,211,257	19,341,257	1.34
2008	70,836,988	42,135,587	28,701,401	15,035,000	3,326,538	18,361,538	1.56
2009	69,501,438	49,879,875	19,621,563	11,255,000	9,058,968	20,313,968	0.97
2010	87,569,727	44,361,297	43,208,430	11,815,000	8,435,057	20,250,057	2.13
2011	74,173,489	43,173,641	30,999,848	12,400,000	7,863,432	20,263,432	1.53
2012	72,399,088	44,869,796	27,529,292	13,431,000	7,282,082	20,713,082	1.33
2013	80,146,600	45,351,391	34,795,209	14,110,000	6,616,719	20,726,719	1.68

SEWERAGE AND WATER BOARD OF NEW ORLEANS
DEMOGRAPHIC STATISTICS
Last Eight Fiscal Years
(Unaudited)

Fiscal Year	Population (1)	Personal Income (2) (in thousands)	Per Capita Personal Income	Unemployment Rate (3)
2006	208,548	\$ 12,739,309	\$ 61,086	4.30%
2007	288,113	\$ 14,831,565	\$ 51,478	3.50%
2008	336,644	\$ 15,802,534	\$ 46,941	4.40%
2009	354,850	\$ 15,260,613	\$ 35,507	6.80%
2010	347,907	\$ 15,260,613	\$ 35,507	8.50%
2011	360,740	\$ 15,260,613	\$ 38,578	7.30%
2012	369,250	\$ 15,346,678	\$ 41,562	5.50%
2013	378,715	\$ 15,888,893 (4)	\$ 41,955	4.20%

(1) Source: www.census.gov/popest/

(2) Source: Estimates- Bureau of Economic Analysis.

(3) Source: U.S. Bureau of Labor Statistics.

(4) Most recent available is as of April 2013.

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
NEW ORLEANS AREA PRINCIPAL EMPLOYERS
Last Ten Fiscal Years
(Unaudited)**

Rank / Number of Employees

	<u>2004 *</u>	<u>2005 *</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	(1)
Acme Truck Line Inc.				8 / 250				8 / 2,500			
Al Copeland Investments					10 / 2,000	7 / 2,000	7 / 2,000	9 / 2,200	9 / 2,000		
Bally's Casino Lakeshore Resort						9 / 1,500	9 / 1,500				
Boh Bros. Construction				6 / 781							
Boomtown Casino Westbank			9 / 790								
Capital One Bank N.A.					9 / 2,150	6 / 2,150	6 / 2,150		8 / 2,150		
City of New Orleans					5 / 3,500						
Dow Chemical Company						8 / 2,000	8 / 2,000			10 / 2,000	
East Jefferson General Hospital					6 / 3,150				5 / 3,150		
Harrah's New Orleans Casino			3 / 4,500		8 / 2,200	5 / 2,200	5 / 2,200	7 / 2,700	7 / 2,200	7 / 2,700	
Hilton New Orleans						10 / 1,400	10 / 1,400				
Hope Haven Center				10 / 150							
Houma Industries				9 / 160							
JCC Holding Co. LLC			4 / 4,000								
Lockheed Martin Manned Space Systems			5 / 2,000	2 / 2,832	7 / 2,832	4 / 2,832	4 / 2,832		7 / 2,800	2 / 7,000	2 / 7,000
LSU Health Sciences Center New Orleans					3 / 5,000			2 / 7,000	3 / 5,000		
Meadowcrest Hospital											
Methodist Hospital											
NASA Michoud								10 / 2,000			9 / 2,000
North Oaks Health System											7 / 2,700
Northrup Grumman Avondale			1 / 6,000	1 / 5,400	2 / 5,400	2 / 5,400	2 / 5,400	3 / 6,000	2 / 5,400	3 / 6,000	3 / 6,000
Ochsner Medical Institutions / Health System			6 / 2,000		1 / 9,107	1 / 9,107	1 / 9,107	1 / 9,800	1 / 9,100	1 / 9,100	1 / 9,100
Regional Transit Authority											
Superior Energy Services, Inc.			10 / 750	7 / 750							
Textron Marine & Land Systems				5 / 1,165							
Tulane University			2 / 5,000		4 / 4,410	3 / 4,410	3 / 4,410	4 / 5,000	4 / 4,400	4 / 5,000	4 / 5,000
University of New Orleans								6 / 3,114		6 / 3,114	6 / 3,114
US Post Office								5 / 4,000	6 / 2,900	5 / 4,000	5 / 4,000
USDA, National Finance Center			8 / 1250	4 / 1,300							
West Jefferson Medical Center			7 / 1,904	3 / 1,654							10 / 1,904

(1) Source: Greater New Orleans Inc.

* These years are unavailable.

SEWERAGE AND WATER BOARD OF NEW ORLEANS
CAPITAL EXPENDITURES BY DEPARTMENT
ENTERPRISE FUND
Last Ten Fiscal Years
(Unaudited)

<u>Year</u>	<u>Water (1)</u>	<u>Sewer (1)</u>	<u>Drainage (1)</u>	<u>Total</u>
2004	\$ 15,772,218	\$ 67,424,755	\$ 38,407,889	\$ 121,604,862
2005	\$ 10,380,889	\$ 46,550,580	\$ 23,709,553	\$ 80,641,022
2006	\$ 36,481,683	\$ 49,891,752	\$ 19,515,232	\$ 105,888,667
2007	\$ 19,053,142	\$ 56,093,058	\$ 16,250,996	\$ 91,397,196
2008	\$ 19,938,659	\$ 25,608,236	\$ 28,592,805	\$ 74,139,700
2009	\$ 22,465,931	\$ 56,010,946	\$ 47,185,424	\$ 125,662,301
2010	\$ 32,248,119	\$ 58,682,400	\$ 51,465,065	\$ 142,395,584
2011	\$ 20,374,785	\$ 53,662,611	\$ 66,821,905	\$ 140,859,301
2012	\$ 33,888,620	\$ 60,658,231	\$ 90,435,159	\$ 184,982,010
2012	\$ 37,552,122	\$ 63,172,589	\$ 79,811,759	\$ 180,536,470

(1) Includes contributed assets

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF FUTURE DEBT PAYMENTS
December 31, 2013
(Unaudited)

		Water Revenue Bonds		
		Series 1998	Series 2002	All Bond Issues
2014	Principal	1,015,000	1,530,000	2,545,000
	Interest	269,793	1,104,250	1,374,043
2015	Principal	1,060,000	1,595,000	2,655,000
	Interest	221,580	1,027,750	1,249,330
2016	Principal	1,110,000	1,665,000	2,775,000
	Interest	170,700	948,000	1,118,700
2017	Principal	1,165,000	1,740,000	2,905,000
	Interest	116,865	864,750	981,615
2018	Principal	1,220,000	1,820,000	3,040,000
	Interest	59,780	777,750	837,530
2019	Principal		3,195,000	3,195,000
	Interest		686,750	686,750
2020	Principal		3,345,000	3,345,000
	Interest		527,000	527,000
2021	Principal		3,510,000	3,510,000
	Interest		359,750	359,750
2022	Principal		3,685,000	3,685,000
	Interest		184,250	184,250
Total Principal		5,570,000	22,085,000	27,655,000
Total Interest		838,718	6,480,250	7,318,968
Total Future Debt Payments		<u>\$ 6,408,718</u>	<u>\$ 28,565,250</u>	<u>\$ 34,973,968</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF FUTURE DEBT PAYMENTS
 December 31, 2013
 (Unaudited)

		Sewer Revenue Bonds										
		Series 1997	Series 1998	Series 2000A	Series 2000B	Series 2001	Series 2002	Series 2003	Series 2004	Series 2009	Series 2011	All Bond Issues
2014	Principal	2,050,000	1,585,000	1,555,000	1,185,000	1,760,000	2,945,000	270,000	1,545,000	800,000	415,000	14,110,000
	Interest	426,884	388,165	669,228	504,925	798,140	1,584,375	126,611	880,156	1,206,463	37,872	6,622,819
2015	Principal	2,170,000	1,655,000	1,645,000	1,255,000	1,840,000	3,110,000	280,000	1,605,000	845,000	419,000	14,824,000
	Interest	313,200	310,801	583,228	440,858	709,940	1,433,000	116,676	809,431	1,164,281	36,024	5,917,440
2016	Principal	2,290,000	1,735,000	1,745,000	1,325,000	1,930,000	3,280,000	290,000	1,680,000	890,000	422,000	15,587,000
	Interest	192,780	228,791	492,122	371,825	616,610	1,273,250	106,091	743,731	1,117,625	34,139	5,176,964
2017	Principal	2,425,000	1,820,000	1,850,000	1,400,000	2,020,000	3,460,000	305,000	1,755,000	940,000	427,000	16,402,000
	Interest	65,475	141,000	394,350	297,550	517,860	1,104,750	94,672	675,031	1,066,713	32,240	4,389,640
2018	Principal		1,910,000	1,960,000	1,480,000	2,120,000	3,650,000	315,000	1,835,000	995,000	431,000	14,696,000
	Interest		47,750	289,575	218,350	414,360	927,000	82,463	603,231	1,011,669	30,318	3,624,716
2019	Principal			2,080,000	1,570,000	2,225,000	3,850,000	330,000	1,915,000	1,055,000	435,000	13,460,000
	Interest			178,475	134,475	304,344	739,500	69,563	527,034	951,413	28,379	2,933,182
2020	Principal			2,205,000	1,660,000	2,335,000	4,060,000	345,000	2,000,000	1,120,000	439,000	14,164,000
	Interest			60,637	45,650	187,494	541,750	55,847	445,038	886,163	26,421	2,249,000
2021	Principal					2,455,000	4,285,000	360,000	2,100,000	1,190,000	443,000	10,833,000
	Interest					63,830	333,125	41,081	356,600	816,863	24,446	1,635,945
2022	Principal						4,520,000	380,000	2,210,000	1,265,000	447,000	8,822,000
	Interest						113,000	25,356	262,319	743,213	22,452	1,166,340
2023	Principal							395,000	2,320,000	1,345,000	451,000	4,511,000
	Interest							8,641	161,775	664,913	20,440	855,768
2024	Principal								2,435,000	1,425,000	456,000	4,316,000
	Interest								54,788	581,813	18,412	655,013
2025	Principal									1,515,000	460,000	1,975,000
	Interest									491,719	16,360	508,079
2026	Principal									1,615,000	464,000	2,079,000
	Interest									393,906	14,290	408,196
2027	Principal									1,720,000	469,000	2,189,000
	Interest									289,688	12,202	301,890
2028	Principal									1,830,000	473,000	2,303,000
	Interest									178,750	10,090	188,840
2029	Principal									1,945,000	478,000	2,423,000
	Interest									60,782	7,962	68,744
2030	Principal										482,000	482,000
	Interest										5,812	5,812
2031	Principal										487,000	487,000
	Interest										3,642	3,642
2032	Principal										322,403	322,403
	Interest										1,450	1,450
Total Principal		<u>8,935,000</u>	<u>8,705,000</u>	<u>13,040,000</u>	<u>9,875,000</u>	<u>16,685,000</u>	<u>33,160,000</u>	<u>3,270,000</u>	<u>21,400,000</u>	<u>20,495,000</u>	<u>8,420,403</u>	<u>143,985,403</u>
Total Interest		<u>998,339</u>	<u>1,116,507</u>	<u>2,667,615</u>	<u>2,013,633</u>	<u>3,612,578</u>	<u>8,049,750</u>	<u>727,001</u>	<u>5,519,134</u>	<u>11,625,970</u>	<u>382,951</u>	<u>36,713,478</u>
Total Future Debt Payments		<u>\$ 9,933,339</u>	<u>\$ 9,821,507</u>	<u>\$ 15,707,615</u>	<u>\$ 11,888,633</u>	<u>\$ 20,297,578</u>	<u>\$ 41,209,750</u>	<u>\$ 3,997,001</u>	<u>\$ 26,919,134</u>	<u>\$ 32,120,970</u>	<u>\$ 8,803,354</u>	<u>\$ 180,698,881</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF FUTURE DEBT PAYMENTS
December 31, 2013
(Unaudited)

		Drainage Special Tax Bonds		
		Series	Series	All Bond
		1998	2002	Issues
2014	Principal	625,000	865,000	1,490,000
	Interest	170,018	560,018	730,036
2015	Principal	655,000	900,000	1,555,000
	Interest	140,018	525,418	665,436
2016	Principal	685,000	940,000	1,625,000
	Interest	108,250	489,418	597,668
2017	Principal	720,000	985,000	1,705,000
	Interest	74,000	450,878	524,878
2018	Principal	760,000	1,030,000	1,790,000
	Interest	38,000	38,000	76,000
2019	Principal		1,870,000	1,870,000
	Interest		365,218	365,218
2020	Principal		1,960,000	1,960,000
	Interest		282,938	282,938
2021	Principal		2,055,000	2,055,000
	Interest		194,738	194,738
2022	Principal		2,155,000	2,155,000
	Interest		100,204	100,204
Total Principal		3,445,000	12,760,000	16,205,000
Total Interest		530,286	3,006,830	3,537,116
Total Future Debt Payments		<u>\$ 3,975,286</u>	<u>\$ 15,766,830</u>	<u>\$ 19,742,116</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS
SCHEDULE OF FUTURE DEBT PAYMENTS
December 31, 2013
(Unaudited)

		All Departments			
		<u>Water</u>	<u>Sewer</u>	<u>Drainage</u>	<u>Total</u>
2014	Principal	2,545,000	14,110,000	1,490,000	18,145,000
	Interest	1,374,043	6,622,819	730,036	8,726,897
2015	Principal	2,655,000	14,824,000	1,555,000	19,034,000
	Interest	1,249,330	5,917,440	665,436	7,832,206
2016	Principal	2,775,000	15,587,000	1,625,000	19,987,000
	Interest	1,118,700	5,176,964	597,668	6,893,332
2017	Principal	2,905,000	16,402,000	1,705,000	21,012,000
	Interest	981,615	4,389,640	524,878	5,896,133
2018	Principal	3,040,000	14,696,000	1,790,000	19,526,000
	Interest	837,530	3,624,716	76,000	4,538,246
2019	Principal	3,195,000	13,460,000	1,870,000	18,525,000
	Interest	686,750	2,933,182	365,218	3,985,150
2020	Principal	3,345,000	14,164,000	1,960,000	19,469,000
	Interest	527,000	2,249,000	282,938	3,058,937
2021	Principal	3,510,000	10,833,000	2,055,000	16,398,000
	Interest	359,750	1,635,945	194,738	2,190,432
2022	Principal	3,685,000	8,822,000	2,155,000	14,662,000
	Interest	184,250	1,166,340	100,208	1,450,797
2023	Principal		4,511,000		4,511,000
	Interest		855,768		855,768
2024	Principal		4,316,000		4,316,000
	Interest		655,012		655,012
2025	Principal		1,975,000		1,975,000
	Interest		508,079		508,079
2026	Principal		2,079,000		2,079,000
	Interest		408,196		408,196
2027	Principal		2,189,000		2,189,000
	Interest		301,890		301,890
2028	Principal		2,303,000		2,303,000
	Interest		188,840		188,840
2029	Principal		2,423,000		2,423,000
	Interest		68,743		68,743
2030	Principal		482,000		482,000
	Interest		5,812		5,812
2031	Principal		487,000		487,000
	Interest		3,642		3,642
2032	Principal		322,403		322,403
	Interest		1,450		1,450
Total Principal		27,655,000	143,985,403	16,205,000	187,845,403
Total Interest		7,318,968	36,713,478	3,537,116	47,569,562
Total Future Debt Payments		<u>\$ 34,973,968</u>	<u>\$ 180,698,881</u>	<u>\$ 19,742,116</u>	<u>\$ 235,414,965</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS
PROPERTY VALUE, NEW CONSTRUCTION AND BANK DEPOSITS
Last Ten Fiscal Years
(Unaudited)

Fiscal Year	New Commercial Construction (1)		New Residential Construction (1)		Bank deposits (2) (in thousands)	Estimated actual property value (3) (in thousands)
	Number of units	Value (in thousands)	Number of units	Value (in thousands)		
2004	1,397	354,716	2,576	167,353	9,416,433	16,731,518
2005	176	329,401	555	76,400	8,951,961	16,774,183
2006	473	139,866	667	95,552	11,252,684	13,245,167
2007	2,044	506,281	1,427	182,729	10,062,454	14,645,214
2008	1,929	550,895	1,215	160,387	10,553,556	20,698,664
2009	364	220,748	1,862	227,714	10,480,561	21,974,841
2010	349	549,906	1,102	160,331	12,175,831	
2011	365	266,981	1,047	161,875	10,024,118	
2012					10,862,390	
2013					15,738,913	

(1) City of New Orleans (2011 latest year for which information is available).

(2) Summary of Deposits (as of June 30, 2013) - bank branches located in New Orleans, Federal Depository Insurance Corporation.

(3) Source: City of New Orleans - Latest date available 2009

SEWERAGE AND WATER BOARD OF NEW ORLEANS
CAPITAL ASSET STATISTICS BY FUNCTION
Last Eight Fiscal Years
(Unaudited)

	Year							
	2006	2007	2008	2009	2010	2011	2012	2013
Water:								
Water lines (miles)	1,582	1,583	1,586	1,587	1,590	1,597	1,599	1,805
Water manholes	29,576	29,632	29,673	29,741	29,957	30,150	30,194	30,297
Water valves	29,219	29,246	29,255	29,277	29,366	29,611	29,521	29,629
Fire hydrants	22,771	22,780	22,785	22,894	22,989	23,045	23,078	23,099
Sewer:								
Sewers lines (miles)	1,486	1,503	1,507	1,512	1,518	1,519	1,520	1,536
Sewer manholes	22,829	22,922	22,974	22,998	23,047	22,977	22,983	22,987

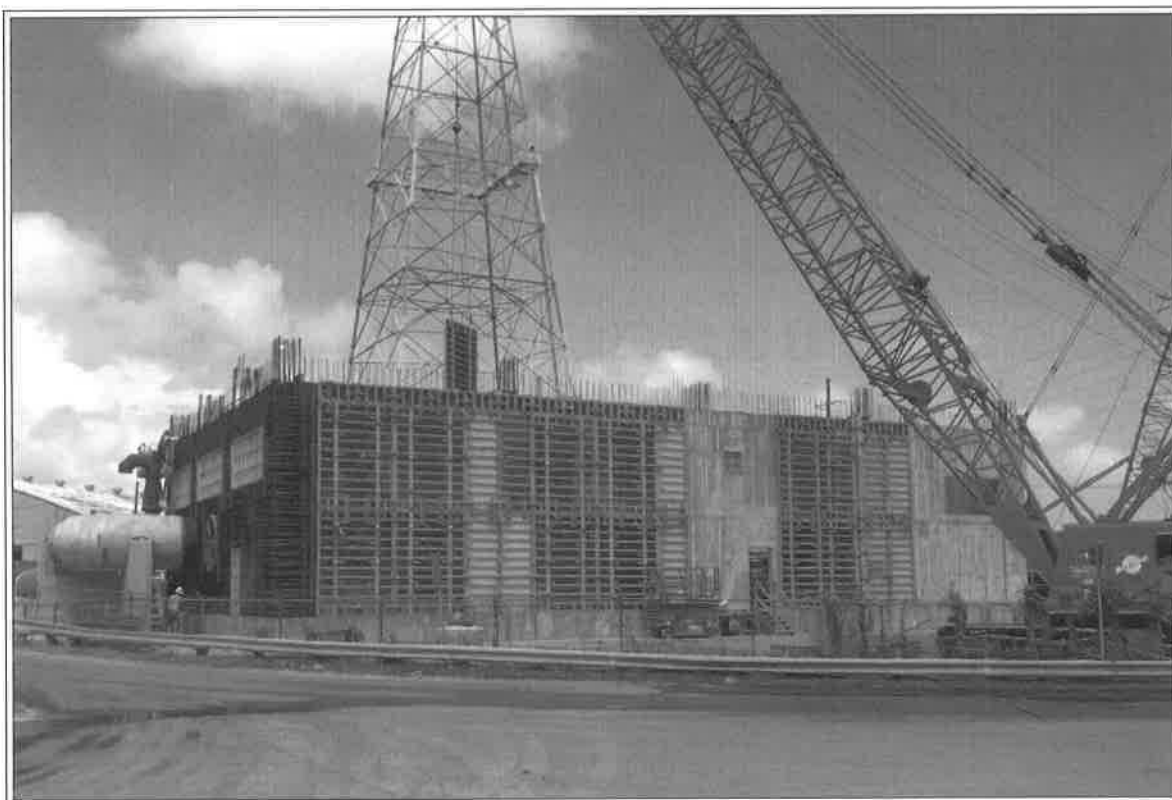
SEWERAGE AND WATER BOARD OF NEW ORLEANS
NUMBER OF ACTIVE EMPLOYEES
Last Seven Fiscal Years
(Unaudited)

<u>Year</u>	<u>Number of Active Employees</u>
2013	1025
2012	991
2011	994
2010	974
2009	964
2008	940
2007	899

Source: Sewerage and Water Board of New Orleans.



This \$1.8 million construction of the "Site Relocation Facility at Central Yard" is an example of the continuous progress in restoration and rebuilding of the board's facilities from the impact of Hurricane Katrina. This building will accommodate the personnel and activity of Garage I and Garage II while renovations are occurring. When hurricane-damaged renovations are completed for both Garages I & II, the personnel and activity will move back into their respective facilities. The Body Shop will then be moved into the Site Relocation Facility on a permanent basis. The old Body Shop will be demolished and converted into an additional Employee Parking Lot for Central Yard. Garage I is where crews perform mechanical repairs on the Board's small vehicles. Garage II is where mechanical repairs on heavy equipment are performed. The Board has saved millions of dollars over the years by doing its own mechanical and body work on its fleet of vehicles.



Pumps and a generator are being installed at Drainage Pumping Station No. 5 to ensure the station's operability during hurricanes, rain storms and high water events. The pumps will be housed in a new elevated hurricane-proof structure. A 60 Hz, 3-megawatt generator is being installed to provide back up power, should a pump fail or if commercial power is lost. The \$26 million job, paid for by the U.S. Army Corps of Engineers, is about 50% complete. Drainage Pumping Station No. 5 is located on the Eastern side of the Industrial Canal, on Florida Avenue.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

2013 ACTUAL CAPITAL EXPENDITURES

WATER DEPARTMENT

<u>C.P.#</u>	<u>WATERWORKS</u>	
110	Normal Extension & Replacement	\$ 1,754,049.62
156	Advance Water Treatment	76,030.55
175	Water Hurricane Recovery Bonds	25,876,081.67
	TOTAL WATERWORKS	<u>\$ 27,706,161.84</u>
	 <u>WATER DISTRIBUTION</u>	
214	Normal Extension & Replacement	\$ 1,137,597.04
215	Rehabilitation - Mains, Hydrants and Services	1,007.91
216	Water System Replacement Program	414,353.32
239	Mains DPW Contracts	64,584.52
	TOTAL WATER DISTRIBUTION	<u>\$ 1,617,542.79</u>
	 <u>GENERAL BUDGET</u>	
600	Water Share of Power Projects	\$ 2,061,555.01
800	Water Share of General Budget Items	4,825,611.36
	GENERAL BUDGET	<u>\$ 6,887,166.37</u>
	TOTAL WATER DEPARTMENT	<u><u>\$ 36,210,871.00</u></u>

NOTE: These figures do not include proration of interest expense.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

2013 ACTUAL CAPITAL EXPENDITURES

SEWERAGE DEPARTMENT

<u>C.P.#</u>	<u>SEWERAGE SYSTEM</u>		
317	Normal Extensions & Replacement of Gravity Mains	\$	1,983,167.10
318	Rehabilitation Gravity Sewer System		4,393,225.16
326	Extensions & Replacement to Sewer Pumping Stations		89,120.87
339	Main in Streets Dept. Contracts		49,264.95
340	Sewerage Hurricane Recovery Bonds (FEMA)		183,260.00
348	Normal Extensions & Replacements		1,900,430.25
368	Wetlands Assimilation Project		745,826.03
375	Sewerage Hurricane Recovery Bonds		37,816,130.42
	TOTAL SEWERAGE SYSTEM	\$	47,160,424.78
<u>POWER PROJECTS AND GENERAL BUDGET</u>			
600	Sewerage Share of Power Projects	\$	782,863.54
700	Sewer Reserve for Emergencies		2,727,066.35
800	Sewerage Share of General Budget Items		3,723,534.04
	TOTAL GENERAL BUDGET	\$	7,233,463.93
	TOTAL SEWERAGE DEPARTMENT	\$	54,393,888.71

NOTE: These figures do not include proration of interest expense.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

2013 ACTUAL CAPITAL EXPENDITURES

DRAINAGE DEPARTMENT

<u>C.P.#</u>	<u>CANALS</u>	
418	Normal Extension & Replacements	\$ 3,750.00
439	Major Drainage Participation in DPW Projects	94,499.42
466	Louisiana Avenue Canal (SELA)	323,420.00
471	SELA Program Management	1,365,712.42
478	S. Claiborne-Lowerline to Monticello Street	736,490.27
486	Napoleon Avenue Canal Improvements (SELA-B)	3,761,208.66
497	Florida Ave. Canal - DPS#19 to Peoples Ave. (SELA-B)	428,810.60
498	Dwyer Intake Canal (St. Charles to Dwyer (DPS)(SELA-A)	610,424.61
499	Jefferson Avenue Canal	<u>7,832,460.65</u>
	TOTAL DRAINAGE CANALS	\$ 15,156,776.63
	<u>PUMPING STATIONS</u>	
511	Normal Extension & Rep./Stations	\$ 1,290,568.21
575	Drainage Hurricane Recovery Bonds	1,845,897.61
	TOTAL DRAINAGE PUMPING STATIONS	<u>\$ 3,136,465.82</u>
	<u>GENERAL BUDGET</u>	
600	Drainage Share of Power Projects	\$ 3,331,721.26
700	Drainage Reserve for Emergencies	139,653.61
800	Drainage Share of General Budget Items	3,375,741.66
	TOTAL GENERAL BUDGET	<u>\$ 6,847,116.53</u>
	TOTAL DRAINAGE DEPARTMENT	<u><u>\$ 25,140,358.98</u></u>

NOTE: These figures do not include proration of interest expense.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

2013 ACTUAL CAPITAL EXPENDITURES

		<u>POWER PROJECTS</u>			
<u>C.P.#</u>	<u>POWER PROJECTS</u>	<u>Water</u>	<u>Sewerage</u>	<u>Drainage</u>	<u>Total</u>
613	Modification of Steam System	\$ 34,929.69	\$ 8,732.43	\$ 130,986.36	\$ 174,648.48
624	Extension and replacement to Electric System	5,705.00	1,426.25	21,393.75	28,525.00
676	Modification to Power Generating System (HMGP)	2,020,920.32	772,704.86	3,179,341.15	5,972,966.33
702	Sewer Reserve for Emergencies		2,727,066.35		2,727,066.35
703	Drainage Reserve for Emergencies			139,653.61	139,653.61
	TOTAL POWER PROJECTS	<u>\$ 2,061,555.01</u>	<u>\$ 3,509,929.89</u>	<u>\$ 3,471,374.87</u>	<u>\$ 9,042,859.77</u>

NOTE: These figures do not include proration of interest expense.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

2013 ACTUAL CAPITAL EXPENDITURES

GENERAL BUDGET ITEMS

<u>C.P.#</u>	<u>General Budget Items</u>	<u>Water</u>	<u>Sewerage</u>	<u>Drainage</u>	<u>Total</u>
803	Property Acquisition	\$ -	\$ -	\$ 40,463.00	\$ 40,463.00
812	Computer Systems Development	72,011.17	72,011.16	72,011.17	216,033.50
820	Overhead Charged to Capital	3,242,055.30	3,565,022.95	3,170,084.23	9,977,162.48
843	Minor Equipment Purchases	86,288.43	86,499.93	93,183.26	265,971.62
862	Fire Hydrants and Related Parts	1,051,042.00	-	-	1,051,042.00
864	Meter Boxes	374,214.46	-	-	374,214.46
	TOTAL GENERAL BUDGET ITEMS	<u>\$ 4,825,611.36</u>	<u>\$3,723,534.04</u>	<u>\$ 3,375,741.66</u>	<u>\$ 11,924,887.06</u>

NOTE: These figures do not include proration of interest expense.

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
ANALYSIS OF PUMPING AND POWER DEPARTMENT
POWER PURCHASED AND PRODUCED
NATURAL GAS AND FUEL OIL CONSUMED
TEN YEARS 2004 THROUGH 2013**

YEAR	ELECTRIC POWER PURCHASED		ELECTRIC & STEAM POWER GENERATED BY THE S&WB		NATURAL GAS & FUEL OIL USED TO GENERATE ELECTRIC & STEAM POWER			
	KW-HRS	\$ AMOUNT	KW-HRS	\$ AMOUNT	NATURAL GAS		FUEL OIL	
					MCF	\$ AMOUNT	GALLONS	\$ AMOUNT
2004	63,393,258	\$ 5,100,645.61	37,845,120	\$ 11,851,909.33	1,346,750	\$ 11,850,932.33	1,149	\$ 977.00
2005	56,511,639	\$ 5,038,729.15	32,232,480	\$ 15,857,909.84	1,442,440	\$ 15,834,816.84	27,168	\$ 23,093.00
2006	67,474,620	\$ 7,371,028.93	37,464,720	\$ 14,587,879.51	1,285,200	\$ 14,587,700.51	211	\$ 179.00
2007	68,574,205	\$ 7,278,339.03	39,421,440	\$ 15,138,652.93	1,464,900	\$ 15,131,634.93	1,464	\$ 7,018.00
2008	62,579,355	\$ 7,051,655.00	40,407,984	\$ 19,125,396.84	1,535,660	\$ 18,895,716.14	85,222	\$ 229,680.70
2009	67,889,778	\$ 6,422,589.30	37,716,720	\$ 10,651,093.69	1,449,540	\$ 10,651,093.69	0	\$ -
2010	70,609,461	\$ 6,653,752.17	39,090,720	\$ 9,719,013.29	1,332,770	\$ 9,669,413.74	12,883	\$ 49,599.55
2011	70,049,094	\$ 6,180,372.91	27,351,600	\$ 10,721,624.09	1,552,330	\$ 10,721,356.34	315	\$ 267.75
2012	63,873,900	\$ 5,941,992.30	44,819,460	\$ 9,180,159.72	1,605,720	\$ 9,174,677.57	1,459	\$ 5,482.15
2013	67,980,940	\$ 6,725,810.61	35,005,422	\$ 11,648,150.00	1,830,890	\$ 11,648,148.44	9	\$ 33.84
TOTALS	590,955,310	\$ 57,039,104.40	336,350,244	\$ 128,481,789.24	13,015,310	\$ 116,517,342.09	129,880	\$ 316,297.15

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
 POWER PURCHASED AND PRODUCED
 NATURAL GAS AND FUEL OIL CONSUMED - 2013**

	KW-HOURS	COST
ELECTRIC POWER PURCHASED	67,980,940	\$ 6,725,810.61
ELECTRIC AND STEAM POWER GENERATED BY THE S&WB*	35,005,422	\$ 11,648,150.24
TOTAL	102,986,362	\$ 18,373,960.85

NOTE: *NATURAL GAS CONSUMED IN OPERATION WAS 1,830,890 MCF
 AT A COST OF \$11,648,148.44. FUEL OIL CONSUMED WAS 9 GALLONS
 AT A COST OF \$34

SEWERAGE AND WATER BOARD OF NEW ORLEANS

Gallons Metered - Pay Water Consumption - 2013

<u>Month</u>	<u>Consumption</u>
January	1,170,214,500
February	1,007,454,600
March	1,049,705,600
April	1,112,770,700
May	1,040,006,800
June	1,105,013,000
July	1,155,234,600
August	1,177,788,300
September	1,189,801,800
October	1,261,150,700
November	1,053,873,800
December	<u>1,276,621,600</u>
Gross Total	<u><u>13,599,636,000</u></u>

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
MONTHLY WATER CHARGES COLLECTED - 2013**

<u>Months</u>	<u>Water Service Charges & Fees</u>	<u>Delinquent Fees</u>	<u>Total</u>
January	5,568,743.63	90,206.67	5,658,950.30
February	5,143,097.05	96,658.61	5,239,755.66
March	4,951,564.65	83,270.59	5,034,835.24
April	5,765,945.33	85,868.96	5,851,814.29
May	5,528,741.96	93,575.76	5,622,317.72
June	4,956,794.92	81,495.25	5,038,290.17
July	5,993,061.06	92,614.08	6,085,675.14
August	5,641,502.08	98,737.84	5,740,239.92
September	7,100,703.95	89,730.14	7,190,434.09
October	6,326,141.84	97,736.56	6,423,878.40
November	5,008,965.84	87,112.24	5,096,078.08
December	5,958,731.31	102,163.47	6,060,894.78
	<u>\$67,943,993.62</u>	<u>\$1,099,170.17</u>	<u>\$69,043,163.79</u>

MONTHLY SEWERAGE CHARGES COLLECTED - 2013

<u>Months</u>	<u>Sewerage Service Charges</u>	<u>Delinquent Fees</u>	<u>Total</u>
January	6,562,268.21	60,263.64	6,622,531.85
February	5,886,154.44	64,761.08	5,950,915.52
March	5,981,648.27	55,623.24	6,037,271.51
April	6,965,708.22	57,367.55	7,023,075.77
May	6,501,717.39	62,509.20	6,564,226.59
June	5,731,404.64	54,441.71	5,785,846.35
July	6,850,842.83	61,867.84	6,912,710.67
August	6,558,230.02	65,951.01	6,624,181.03
September	6,058,156.46	59,942.60	6,118,099.06
October	8,145,111.99	65,290.95	8,210,402.94
November	6,848,623.17	58,190.68	6,906,813.85
December	6,830,736.60	68,230.62	6,898,967.22
	<u>\$78,920,602.24</u>	<u>\$734,440.12</u>	<u>\$79,655,042.36</u>

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE I

CARROLLTON TURBIDITIES

	River (NTU)					Effluent Settling Reservoirs (NTU)					Filters (NTU)				
	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013
Maximum	320	274	282	159	281	19	8.3	10	7.3	9.3	0.78	0.26	0.22	0.35	0.25
Minimum	5	5	11	5	5	1.1	1.1	1.0	0.5	0.8	0.09	0.07	0.08	0.08	0.07
Average	71	71	51	34	70	3.1	3.2	2.9	2.0	2.8	0.14	0.13	0.13	0.12	0.11

TABLE II

**CARROLLTON ALKALINITIES
PARTS PER MILLION**

	River					Effluent Settling Reservoirs					Filters				
	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013
Maximum	185	212	163	154	139	175	202	165	146	127	200	225	195	168	144
Minimum	83	93	83	81	72	72	76	66	53	53	80	98	88	99	74
Average	121	143	125	122	101	114	135	115	110	89	134	155	135	135	115

TABLE II A

**CARROLLTON HARDNESS
PARTS PER MILLION**

	NON-CARBONATE HARDNESS										TOTAL HARDNESS									
	RIVER					FILTERS					RIVER					FILTERS				
	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013
Maximum	91	84	105	104	86	92	91	83	109	93	211	238	220	214	188	227	278	238	242	206
Minimum	0	0	17	19	18	0	0	26	1	23	110	116	115	115	101	130	140	132	143	115
Average	33	36	47	43	40	40	41	55	55	49	153	178	172	164	141	173	195	191	190	164

TABLE III

**CARROLLTON BACTERIAL CHARACTERISTICS
TOTAL COLIFORM ANALYSIS**

2013	River	Plant Tap	Distribution System
Maximum (Colonies / 100 ml)	3,700	5	4
Minimum (Colonies / 100 ml)	86	0	0
Average (colonies / 100 ml)	610	0	0
Number of Samples	365	365	2,346
Number of Samples Negative	0	364	2,344
Number of Samples Positive	365	1	2*

* Neither of these 2 total coliform positive samples was *E. coli* positive, and neither resulted in a violation of the Total Coliform Rule.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE IV-A

PRINCIPLE RESULTS OF OPERATION OF THE G3 CONVENTIONAL UNIT AT THE CARROLLTON WATER PURIFICATION PLANT FOR THE YEAR ENDING: December 31, 2013

1	2	3	4	5	6	7	8	9	10	11	12	13
Month		Total Million Gallons of Water Treated During Month	Amount of Water Treated Million Gallons Per 24 Hours	Total Pounds of Polymer used at Intake	Polymer at Intake Parts Per Million	Total Pounds of Polymer used in Plant	Polymer in Plant Parts Per Million	Total Pounds of Pure Iron (Fe) used During Month	Pure Iron (Fe) Parts Per Million	NTU Turbidity of River Water	PPM Alkalinity of River Water	NTU Turbidity of Unit Effluent
January	Max.		89.96				5.92		8.08	281	109	8.4
	Min.	2,700.04	82.00			114,761	4.49	136,531	5.05	80	72	2.0
	Avg.		87.10				5.10		6.07	149	86	4.3
February	Max.		90.71				5.80		7.92	221	89	7.4
	Min.	2,345.96	79.25			100,279	4.69	137,023	6.41	76	73	2.0
	Avg.		83.78				5.12		7.00	127	79	3.6
March	Max.		86.25				5.31		7.13	275	108	7.5
	Min.	2,578.33	78.13			109,954	4.78	127,825	5.35	41	73	1.9
	Avg.		83.17				5.12		5.94	100	89	4.0
April	Max.		85.08				5.23		5.85	138	103	6.4
	Min.	1,356.92	40.71			56,924	4.85	63,804	5.45	6	78	1.8
	Avg.		79.82				5.03		5.64	91	90	3.2
May	Max.											
	Min.											
	Avg.											
June	Max.											
	Min.											
	Avg.											
July	Max.											
	Min.											
	Avg.											
August	Max.											
	Min.											
	Avg.											
September	Max.											
	Min.											
	Avg.											
October	Max.											
	Min.											
	Avg.											
November	Max.											
	Min.											
	Avg.											
December	Max.											
	Min.											
	Avg.											
Total		8,981.25					381,919					
General	Max.		90.71				5.92		8.08	281	139	8.4
	Min.	2,700.04	40.71			114,761	4.49	137,023	5.05	5	72	1.8
	Avg.	2,245.31	83.94			95,480	5.12	116,296	6.32	70	101	3.8

Note: G3 Basin in service from 1/1/13 through 4/17/13. Polymer not used at intake.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE IV-B

**PRINCIPLE RESULTS OF OPERATION OF THE G4 CONVENTIONAL UNIT AT THE CARROLLTON WATER PURIFICATION PLANT FOR THE YEAR
ENDING: December 31, 2013**

1	2	3	4	5	6	7	8	9	10	11	12	13
Month		Total Million Gallons of Water Treated During Month	Amount of Water Treated Million Gallons Per 24 Hours	Total Pounds of Polymer used at Intake	Polymer at Intake Parts Per Million	Total Pounds of Polymer used in Plant	Polymer in Plant Parts Per Million	Total Pounds of Pure Iron (Fe) used During Month	Pure Iron (Fe) Parts Per Million	NTU Turbidity of River Water	PPM Alkalinity of River Water	NTU Turbidity of Unit Effluent
January	Max. Min. Avg.											
February	Max. Min. Avg.											
March	Max. Min. Avg.											
April	Max. Min. Avg.											
May	Max. Min. Avg.											
June	Max. Min. Avg.											
July	Max. Min. Avg.											
August	Max. Min. Avg.											
September	Max. Min. Avg.											
October	Max. Min. Avg.											
November	Max. Min. Avg.											
December	Max. Min. Avg.											
Total												
General	Max. Min. Avg.											

Note: G4 Basin was not in service in 2013. Polymer not used at intake.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE IV-C

**PRINCIPLE RESULTS OF OPERATION OF THE L3 CONVENTIONAL UNIT AT THE CARROLLTON WATER PURIFICATION PLANT FOR THE YEAR
ENDING: December 31, 2013**

1	2	3	4	5	6	7	8	9	10	11	12	13
Month		Total Million Gallons of Water Treated During Month	Amount of Water Treated Million Gallons Per 24 Hours	Total Pounds of Polymer used at Intake	Polymer at Intake Parts Per Million	Total Pounds of Polymer used in Plant	Polymer in Plant Parts Per Million	Total Pounds of Pure Iron (Fe) used During Month	Pure Iron (Fe) Parts Per Million	NTU Turbidity of River Water	PPM Alkalinity of River Water	NTU Turbidity of Unit Effluent
January	Max.	1,508.13	54.25			59,729	5.46	71,219	7.55	281	109	8.1
	Min.		42.79				3.75		4.25	80	72	2.1
	Avg.		48.65				4.76		5.69	149	86	4.1
February	Max.	1,373.58	55.08			58,782	5.57	80,920	7.82	221	89	5.6
	Min.		42.79				4.93		6.51	76	73	1.9
	Avg.		46.87				5.20		7.12	127	79	3.3
March	Max.	1,578.71	55.21			68,148	5.54	79,679	7.02	275	108	5.2
	Min.		47.21				4.97		5.63	41	73	1.9
	Avg.		50.57				5.23		5.90	100	89	3.4
April	Max.	1,747.46	73.29			75,271	5.72	84,915	6.48	138	103	6.4
	Min.		46.17				4.84		5.45	6	78	1.4
	Avg.		58.25				5.19		5.85	91	90	3.2
May	Max.	1,850.71	65.25			79,381	5.56	90,226	6.24	261	102	3.8
	Min.		58.88				4.80		5.49	15	85	1.2
	Avg.		61.69				5.15		5.85	101	95	2.5
June	Max.	1,853.92	64.58			65,708	5.10	73,786	5.72	228	115	4.6
	Min.		60.83				4.00		4.51	17	92	1.1
	Avg.		61.50				4.64		5.22	98	102	2.7
July	Max.	1,898.29	65.08			58,186	4.19	65,606	4.75	122	123	7.6
	Min.		57.67				3.37		3.83	30	98	1.3
	Avg.		61.24				3.70		4.15	52	109	2.1
August	Max.	1,710.54	63.42			50,687	4.02	57,564	4.63	79	120	5.0
	Min.		48.88				3.34		3.75	11	93	1.2
	Avg.		55.18				3.56		4.04	32	111	2.0
September	Max.	1,626.42	57.08			48,183	3.78	54,051	4.27	28	132	2.4
	Min.		51.21				3.40		3.53	6	95	1.0
	Avg.		54.21				3.55		3.99	13	113	1.6
October	Max.	1,676.08	57.04			46,559	3.58	52,492	4.03	19	139	3.2
	Min.		52.54				2.83		3.18	5	100	1.1
	Avg.		54.06				3.26		3.68	10	117	1.7
November	Max.	1,669.67	59.42			41,438	3.21	47,661	3.68	35	126	3.0
	Min.		53.29				2.75		3.10	6	111	1.3
	Avg.		55.66				2.98		3.42	17	120	2.1
December	Max.	2,124.25	74.38			73,227	5.34	82,434	5.99	126	119	9.3
	Min.		54.42				3.07		3.51	16	78	1.5
	Avg.		68.52				4.12		4.64	54	102	3.4
Total		20,617.75				725,300		840,553				
General	Max.	2,124.25	74.38			79,381	5.72	90,226	7.82	281	139	9.3
	Min.	1,373.58	42.79			41,438	2.75	47,661	3.10	5	72	1.0
	Avg.	1,718.15	56.49			60,442	4.29	70,046	5.01	70	101	2.7

Note: Polymer not used at intake.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE IV-D

PRINCIPLE RESULTS OF OPERATION OF THE L4 CONVENTIONAL UNIT AT THE CARROLLTON WATER PURIFICATION PLANT FOR THE YEAR ENDING: December 31, 2013

1	2	3	4	5	6	7	8	9	10	11	12	13
Month		Total Million Gallons of Water Treated During Month	Amount of Water Treated Million Gallons Per 24 Hours	Total pounds of Polymer used at Intake	Polymer at Intake Parts Per Million	Total Pounds of Polymer used in Plant	Polymer in Plant Parts Per Million	Total Pounds of Pure Iron (Fe) used During Month	Pure Iron (Fe) Parts Per Million	NTU Turbidity of River Water	PPM Alkalinity of River Water	NTU Turbidity of Unit Effluent
January	Max. Min. Avg.											
February	Max. Min. Avg.											
March	Max. Min. Avg.											
April	Max. Min. Avg.	741.67	60.21 29.46 52.98			32,610	6.48 5.01 5.32	36,440	6.92 5.60 5.93	138 6 91	103 78 90	4.0 1.0 2.0
May	Max. Min. Avg.	2,027.79	68.96 61.38 65.41			83,360	5.56 4.62 4.93	92,148	6.20 5.07 5.45	261 15 101	102 85 95	3.1 1.1 2.0
June	Max. Min. Avg.	2,025.75	71.88 62.88 67.53			71,062	5.56 3.66 4.23	79,543	5.89 4.24 4.71	228 17 98	115 92 102	5.0 0.9 2.1
July	Max. Min. Avg.	2,083.08	72.96 63.96 67.20			64,199	4.19 3.37 3.70	72,147	4.73 3.79 4.16	122 30 52	123 98 109	2.4 1.0 1.5
August	Max. Min. Avg.	2,302.00	79.54 68.58 74.64			68,283	3.75 3.35 3.55	76,459	4.21 3.76 3.98	79 11 32	120 93 111	2.4 1.0 1.6
September	Max. Min. Avg.	2,274.42	78.88 72.58 75.81			68,648	3.81 3.37 3.62	76,842	4.28 3.79 4.07	28 6 13	132 95 113	2.1 0.8 1.4
October	Max. Min. Avg.	2,410.33	80.17 75.46 77.72			67,850	3.61 2.97 3.46	76,131	4.04 3.34 3.88	19 5 10	139 100 117	5.3 1.0 2.8
November	Max. Min. Avg.	2,336.75	81.54 75.13 77.89			70,666	4.19 2.92 3.63	79,115	4.69 3.26 4.06	35 6 17	126 111 120	6.2 2.5 3.9
December	Max. Min. Avg.	1,977.25	77.67 57.83 63.78			80,360	5.62 3.63 4.89	89,854	6.28 4.08 5.47	126 16 54	119 78 102	9.3 2.5 4.5
Total		18,179.04				607,038		678,680				
General	Max. Min. Avg.	2,410.33 741.67 2,019.89	81.54 29.46 70.19			83,360 32,610 67,449	6.48 2.92 4.19	92,148 36,440 75,409	6.92 3.26 4.66	281 5 70	139 72 101	9.3 0.8 2.5

Note: L4 Basin in service from 4/17/13 through 12/31/13. Polymer not used at intake.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE IV-E

MONTHLY SUMMARY OF COMBINED OPERATION OF CONVENTIONAL UNITS AT THE CARROLLTON WATER PURIFICATION PLANT FOR THE YEAR ENDING: December 31, 2013

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	
																		Total M.G.	M.G.D.
Month		Total Million Gallons of Water Treated During Month	Amount of Water Treated Million Gallons Per 24 Hours	Total pounds of Polymer used at Intake	Total Pounds of Polymer used in Plant	Total Pounds of Fluoride (100%) used During Month	Fluoride Parts Per Million	Total Pounds of Pure Iron (Fe) used During Month	Total Pounds of Lime Used During Month	Lime Parts per Million	Total Pounds of Chlorine Used During Month	Chlorine Parts Per Million	Total Pounds of Anhydrous Ammonia Used During Month	Ammonia Parts Per Million	Total Pounds of Polyphos phate Used During Month	Polyphos phate Parts Per Million	Alkalinity of Filtered Water Parts Per Million (OFE)	Estimated High Lift Pumpage	
	Max.																		
	Min.																		
	Avg.																		
January	Max. Min. Avg.	4,208.21	141.83 129.42 135.75	0	174,489	5,175	0.24 0.11 0.13	207,750	695,444	23.14 17.58 19.83	167,761	5.22 4.42 4.78	30,663	0.96 0.80 0.87	23,474	0.77 0.60 0.67	115 74 98	4,635.00	154.80 144.80 149.52
February	Max. Min. Avg.	3,719.55	137.04 127.71 132.84	0	159,062	6,965	0.36 0.18 0.20	217,943	629,027	21.76 18.06 20.28	140,962	5.29 4.10 4.55	28,985	0.99 0.89 0.93	22,870	0.83 0.66 0.74	101 78 89	4,085.96	151.20 141.32 145.93
March	Max. Min. Avg.	4,157.06	139.83 128.79 134.10	0	178,102	7,877	0.23 0.16 0.21	207,503	742,902	24.12 18.64 21.43	158,843	5.27 4.10 4.58	32,878	1.00 0.90 0.95	25,461	0.77 0.68 0.73	122 90 103	4,401.52	150.08 136.04 141.98
April	Max. Min. Avg.	3,846.07	135.83 120.00 128.20	0	164,805	7,680	0.24 0.21 0.22	185,160	744,266	25.65 21.22 23.22	170,384	6.21 5.04 5.32	31,472	1.27 0.84 0.98	21,863	0.82 0.57 0.68	124 85 104	4,101.80	142.80 127.96 136.73
May	Max. Min. Avg.	3,940.42	129.79 123.79 127.11	0	162,741	8,135	0.28 0.21 0.23	182,373	772,069	26.45 20.90 23.50	179,989	5.99 5.23 5.48	32,840	1.08 0.95 1.00	18,373	0.72 0.50 0.56	120 98 110	4,179.72	138.20 127.44 134.83
June	Max. Min. Avg.	3,881.82	135.38 123.50 129.39	0	136,770	7,536	0.24 0.18 0.22	153,329	723,618	27.13 12.39 22.36	194,700	6.70 5.72 6.03	35,230	5.92 1.03 3.01	25,007	0.90 0.69 0.77	130 111 120	4,208.17	149.79 133.64 140.27
July	Max. Min. Avg.	3,981.39	138.04 125.38 128.43	0	122,386	8,154	0.36 0.17 0.22	137,753	732,058	25.07 17.45 21.94	212,721	6.79 6.02 6.41	38,596	1.21 1.09 1.16	23,493	0.79 0.61 0.71	144 109 125	4,557.83	157.71 140.79 147.03
August	Max. Min. Avg.	4,012.57	134.29 123.63 128.44	0	118,970	13,741	0.63 0.00 0.35	134,023	835,928	27.17 21.64 24.99	211,525	7.33 6.03 6.32	38,442	1.20 1.10 1.15	21,057	0.74 0.61 0.67	134 105 126	4,519.92	149.46 142.00 145.80
September	Max. Min. Avg.	3,900.86	133.25 125.54 130.03	0	116,831	13,763	0.40 0.33 0.38	130,893	790,461	28.11 22.35 24.30	203,607	6.66 5.81 6.26	36,520	1.18 1.06 1.12	17,286	0.67 0.48 0.53	135 110 124	4,395.58	153.96 142.38 146.52
October	Max. Min. Avg.	4,086.47	135.21 128.21 131.82	0	114,410	12,352	0.39 0.30 0.34	128,624	732,387	26.41 15.96 21.50	207,338	6.38 5.63 6.08	39,442	1.22 1.07 1.16	20,405	0.64 0.56 0.51	139 113 127	4,402.38	145.63 137.83 142.01
November	Max. Min. Avg.	4,006.45	140.96 130.25 133.55	0	112,104	10,869	0.33 0.27 0.31	126,777	629,211	20.18 16.56 18.84	194,058	6.23 5.41 5.81	38,754	1.24 1.06 1.16	20,676	0.65 0.60 0.62	143 125 135	4,243.75	148.04 136.13 141.46
December	Max. Min. Avg.	4,101.56	136.83 128.96 132.31	0	153,586	10,947	0.32 0.28 0.30	172,288	652,343	21.13 14.08 19.02	179,422	5.48 5.05 5.23	37,535	1.15 1.06 1.10	20,658	0.64 0.55 0.60	139 100 119	4,372.75	144.38 135.92 141.06
Total		47,842.43		0	1,714,257	113,194		1,984,415	8,679,714		2,221,310		421,358		260,621			52,104.4	
General	Max.	4,208.21	141.83	0	178,102	13,763	0.63	217,943	835,928	28.11	212,721	7.33	39,442	5.92	25,461	0.90	144	4,635.00	157.71
	Min.	3,719.55	120.00	0	112,104	5,175	0.00	126,777	629,027	12.39	140,962	4.10	28,985	0.80	17,286	0.48	74	4,085.96	127.44
	Avg.	3,986.87	131.08	0	142,855	9,433	0.28	165,368	723,310	21.75	185,109	5.57	35,113	1.06	21,718	0.65	115	4,342.03	142.75

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE V

PRINCIPLE RESULTS OF OPERATION OF THE ALGIERS WATER PURIFICATION PLANT FOR THE YEAR ENDING: December 31, 2013

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	
																				Total M.G.D.	M.G.D.
Month		Low Lift Total Million Gallons of Water Treated During Month	Amount of Water Treated Million Gallons Per 24 Hours	Total Pounds of Polyelectrolyte Used During Month	Polyelectrolyte Parts Per Million	Total Pounds of Fluoride (100%) Used During Month	Fluoride Parts Per Million	Total Pounds of Pure Iron (Fe) used During Month	Pure Iron (Fe) Parts Per Million	Total Pounds of Lime Used During Month	Lime Parts Per Million	Total Pounds of Anhydrous Ammonia Used During Month	Anhydrous Ammonia Parts Per Million	Total Pounds Chlorine Used During Month	Chlorine Parts Per Million	Total Pounds Polyphosphate Used During Month	Polyphosphate Parts Per Million	NTU Turbidity of Clarifier Effluent	PPM Clear Well Alkalinity of Filter Effluent	High Lift Pumpage	
January	Max. Min. Avg.	363.34	13.75 10.00 11.72	12,104	5.10 3.10 4.00	681	0.24 0.21 0.22	15,452	6.28 3.10 5.12	91,680	45.56 19.90 30.31	2,732	1.01 0.85 0.90	15,146	5.38 4.72 5.00	2,366	1.10 0.66 0.78	11.2 1.1 3.1	95 72 81	340.92	11.73 10.38 11.00
February	Max. Min. Avg.	326.84	15.25 10.00 11.67	12,392	4.57 4.51 4.55	683	0.29 0.22 0.25	14,958	9.82 4.04 5.55	91,158	40.05 27.72 33.34	2,429	0.94 0.84 0.89	12,323	4.91 4.08 4.52	2,334	1.20 0.53 0.86	3.6 0.6 1.6	83 68 76	301.99	13.58 10.02 10.79
March	Max. Min. Avg.	357.57	12.00 10.00 11.53	13,533	4.57 4.34 4.54	836	0.30 0.26 0.28	15,947	7.91 3.30 5.39	153,147	96.48 40.00 51.38	2,531	0.89 0.82 0.85	13,019	4.87 4.08 4.36	2,400	1.00 0.66 0.80	4.0 0.5 1.8	85 56 71	330.29	11.21 9.79 10.65
April	Max. Min. Avg.	338.65	12.00 10.00 11.29	12,829	4.58 4.51 4.54	853	0.30 0.28 0.29	14,958	6.87 3.30 5.49	148,260	70.17 31.04 52.50	2,591	0.98 0.88 0.92	13,207	4.96 4.40 4.68	2,400	1.15 0.66 0.86	3.4 0.4 1.3	66 50 58	315.36	11.61 9.67 10.61
May	Max. Min. Avg.	353.60	12.00 10.00 11.41	13,395	4.56 4.51 4.54	986	0.36 0.30 0.34	15,424	6.59 3.66 5.27	116,487	68.14 24.94 39.51	2,871	1.06 0.91 0.97	14,194	5.85 4.16 4.82	2,400	1.20 0.66 0.82	3.5 0.4 1.2	67 47 58	323.99	11.10 9.36 10.45
June	Max. Min. Avg.	345.44	13.25 10.00 11.51	13,086	4.59 4.50 4.55	989	0.36 0.31 0.34	16,141	6.64 4.37 5.63	203,469	85.04 59.95 70.47	3,097	1.16 1.00 1.07	14,204	5.29 4.57 4.93	2,400	1.15 0.61 0.84	14.3 0.3 1.7	62 42 49	317.01	11.45 9.63 10.57
July	Max. Min. Avg.	380.64	14.66 10.00 12.28	13,355	4.55 3.44 4.21	991	0.39 0.28 0.31	18,370	6.59 4.28 5.81	283,960	130.07 60.14 89.20	3,400	1.22 1.02 1.07	15,416	5.09 4.70 4.86	2,600	1.16 0.55 0.82	17.0 0.2 3.4	63 38 48	333.16	12.67 9.75 10.75
August	Max. Min. Avg.	370.17	14.00 10.00 11.94	13,076	4.27 4.21 4.24	1,385	0.49 0.40 0.45	18,260	7.30 4.59 5.96	246,729	111.46 59.21 81.67	3,341	1.20 1.01 1.08	15,386	5.42 4.64 4.98	2,600	1.20 0.60 0.85	21.0 0.8 3.0	74 42 62	348.87	12.97 10.06 11.25
September	Max. Min. Avg.	323.01	13.17 10.00 10.77	11,459	4.27 4.21 4.26	1,241	0.49 0.42 0.46	15,235	6.59 3.96 5.66	213,704	110.75 59.81 78.88	2,861	1.19 0.96 1.06	12,995	5.32 4.34 4.83	2,200	1.20 0.61 0.82	16.0 0.3 3.6	70 45 57	301.80	10.91 9.27 10.06
October	Max. Min. Avg.	320.84	13.17 10.00 10.35	11,401	4.27 4.21 4.26	1,204	0.49 0.37 0.45	13,427	6.26 2.64 5.04	223,180	123.66 41.44 82.90	2,582	1.27 0.90 0.97	11,896	4.78 4.40 4.68	2,300	1.20 0.61 0.86	18.0 0.3 3.5	79 45 63	302.68	10.61 9.01 9.76
November	Max. Min. Avg.	312.84	12.00 10.00 10.43	10,970	4.27 3.56 4.21	1,190	0.47 0.45 0.46	12,287	5.77 3.67 4.72	167,078	87.29 48.78 63.88	2,166	0.98 0.72 0.83	12,756	6.55 4.29 4.88	2,166	1.20 0.67 0.83	5.8 0.2 1.3	93 54 71	285.18	10.03 8.11 9.54
December	Max. Min. Avg.	322.41	12.00 10.00 10.40	11,449	4.28 4.22 4.26	1,222	0.46 0.38 0.39	12,835	7.91 2.64 4.77	123,238	64.49 29.93 45.88	1,911	0.77 0.67 0.71	12,531	5.32 4.40 4.67	2,134	1.20 0.67 0.80	7.5 0.2 2.1	88 47 68	295.26	10.65 8.23 9.52
Total		4,116.36		149,049		12,261		183,294		#####		32,512		163,073		28,300				3,797.51	
General	Max. Min. Avg.	380.64 312.84 342.95	15.25 10.00 11.27	13,533 10,970 12,421	5.10 3.10 4.34	1,385 681 1,022	46.00 0.21 0.36	18,370 12,287 15,275	9.82 2.64 5.34	283,960 91,158 171,859	130.07 19.90 60.09	3,400 1,911 2,709	1.27 0.67 0.95	15,416 11,896 13,589	6.55 4.08 4.75	2,600 2,134 2,358	1.20 0.53 0.82	21.0 0.2 2.3	95 38 63	348.87 286.18 316.46	13.58 8.11 10.40

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SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE VI-A

**MONTHLY SUMMARY OF CARROLLTON WATER PURIFICATION PLANT FILTER OPERATIONS
FOR THE YEAR ENDING: December 31, 2013**

1 Month	2	3 Total Million Gallons Water Filtered During Month		4 Total Number of Runs		5 Length of Runs in Hours		6 Million Gallons of Water Filtered Per Run		7 Million Gallons Per Day Per Filter		8 Total Amount in Million Gallons of Wash Water Used		9 Million Gallons of Wash Water Used Per Run		10 Percentage of Wash Water Used Per Run		11 Million Gallons Filtered Per Acre Per Day	
		Old	New	Old	New	Old	New	Old	New	Old	New	Old	New	Old	New	Old	New	Old	New
		Max.	Min.	Avg.															
January	Max. Min. Avg.	2,060.918	2,571.283	98	78	172 50 172	178 67 134	28.841 6.250 21.030	46.213 14.125 32.965	2.937	5.895	30.600	42.700	0.312	0.547	5.00 1.08 1.48	3.88 1.18 1.66	89.402	97.825
February	Max. Min. Avg.	1,694.501	2,403.055	88	68	213 120 167	221 119 159	29.177 10.084 19.256	50.113 23.500 35.339	2.772	5.336	26.400	30.300	0.300	0.446	2.98 1.03 1.56	1.90 0.89 1.26	84.385	88.548
March	Max. Min. Avg.	1,764.448	2,548.913	92	80	191 160 168	192 117 149	21.750 13.334 19.179	41.789 24.222 31.861	2.736	5.126	27.900	40.800	0.303	0.510	2.27 1.39 1.58	2.11 1.22 1.60	83.298	85.061
April	Max. Min. Avg.	1,793.044	2,267.936	94	80	191 119 165	231 57 131	23.625 11.917 19.075	49.455 10.655 28.349	2.767	5.187	28.500	44.500	0.303	0.556	2.54 1.28 1.59	5.22 1.12 1.96	84.218	86.070
May	Max. Min. Avg.	1,836.258	2,316.423	96	78	171 163 167	213 91 147	21.375 13.917 19.128	43.897 18.954 29.698	2.750	4.855	28.800	45.100	0.300	0.578	2.16 1.40 1.57	3.05 1.32 1.95	83.708	80.570
June	Max. Min. Avg.	1,620.671	2,551.002	84	78	173 156 167	166 138 153	21.625 13.917 19.294	38.505 27.926 32.705	2.767	5.141	25.500	49.800	0.304	0.638	2.18 1.40 1.57	2.29 1.66 1.95	84.240	85.302
July	Max. Min. Avg.	1,887.752	2,537.451	94	78	191 129 165	175 121 147	23.875 11.917 20.082	42.438 25.417 32.531	2.914	5.298	28.200	51.400	0.300	0.659	2.52 1.26 1.49	2.59 1.55 2.03	88.695	87.920
August	Max. Min. Avg.	1,755.922	2,571.169	88	80	169 165 167	173 136 148	23.295 13.750 19.954	42.410 29.583 32.140	2.868	5.207	26.400	54.600	0.300	0.683	2.18 1.29 1.50	2.31 1.61 2.12	87.289	86.398
September	Max. Min. Avg.	1,614.336	2,705.503	84	78	167 167 167	188 118 148	20.875 13.917 19.218	42.201 23.395 34.686	2.762	5.617	25.200	55.700	0.300	0.714	2.16 1.44 1.56	3.05 1.69 2.06	84.073	93.208
October	Max. Min. Avg.	1,806.843	2,599.790	92	76	167 48 166	171 140 152	22.169 10.000 19.640	41.940 25.871 34.208	2.846	5.393	27.600	55.400	0.300	0.729	3.00 1.35 1.53	2.82 1.74 2.13	86.626	89.489
November	Max. Min. Avg.	1,675.975	2,566.179	84	80	172 162 167	171 118 144	22.125 13.917 19.952	43.396 23.334 32.077	2.870	5.346	25.200	57.500	0.300	0.719	2.16 1.36 1.50	3.08 1.66 2.24	87.357	88.715
December	Max. Min. Avg.	1,742.546	2,563.555	83	78	175 157 175	190 109 149	21.875 13.917 20.995	46.386 23.679 32.866	2.886	5.304	26.400	58.900	0.318	0.755	2.29 1.45 1.52	3.19 1.63 2.30	87.856	88.013
Total		21,253.214	30,202.259	1,077	932	5,761	5,361	664.247	1,188.829	33.875	63.705	326.700	586.700	3.640	7.534	65.62	76.02	1,031.147	1,057.119
General	Max. Min. Avg.	2,060.918	2,705.503	98	80	213	231	29.177	50.113	2.937	5.895	30.600	58.900	0.318	0.755	5.00	5.22	89.402	97.825
		1,614.336	2,267.936	83	68	48	57	6.250	10.655	2.736	4.855	25.200	30.300	0.300	0.446	1.03	0.89	83.298	80.570
		1,771.101	2,516.855	90	78	168	147	19.734	32.406	2.823	5.309	27.225	48.892	0.303	0.628	1.54	1.94	85.929	88.093

SEWERAGE AND WATER BOARD OF NEW ORLEANS

TABLE VI-B

MONTHLY SUMMARY OF ALGIERS FILTER OPERATIONS FOR THE YEAR ENDING: December 31, 2013

1	2	3	4	5	6	7	8	9	10
Month		Total Million Gallons Water Filtered During Month of Runs	Total Number of Runs	Length of Runs in Hours	Million Gallons of Water Filtered Per Run	Million Gallons Per Day Per Filter	Total Amount in Million Gallons of Wash Water Used	Million Gallons of Wash Water Used Per Run	Percentage of Wash Water Used Per Run
January	Max.	383.85	58	174	7.480	0.990	7.920	0.136	3.03
	Min.			119	4.500				1.83
	Avg.			160	6.620				2.06
February	Max.	313.38	45	194	8.420	0.970	5.320	0.118	2.08
	Min.			161	5.690				1.40
	Avg.			172	6.960				1.70
March	Max.	331.83	51	192	8.000	0.960	6.110	0.119	2.30
	Min.			142	5.210				1.50
	Avg.			163	6.510				1.84
April	Max.	355.98	54	169	7.040	0.950	6.380	0.118	2.25
	Min.			163	5.250				1.68
	Avg.			166	6.590				1.79
May	Max.	354.11	54	194	7.960	0.940	6.380	0.115	2.61
	Min.			142	4.520				1.48
	Avg.			167	6.560				1.80
June	Max.	321.02	48	175	7.250	0.960	5.830	0.121	2.02
	Min.			160	6.000				1.68
	Avg.			167	6.690				1.82
July	Max.	391.57	65	168	7.210	1.000	11.030	0.169	12.52
	Min.			25	1.360				2.35
	Avg.			144	6.020				2.81
August	Max.	356.68	64	171	8.210	1.070	11.970	0.189	12.49
	Min.			16	1.520				2.31
	Avg.			125	5.570				3.41
September	Max.	319.22	61	144	6.040	0.900	10.630	0.174	9.09
	Min.			46	1.910				2.88
	Avg.			140	5.230				3.33
October	Max.	313.44	62	183	7.420	0.850	10.580	0.170	5.69
	Min.			95	3.000				2.30
	Avg.			142	5.060				3.37
November	Max.	311.62	61	146	6.080	0.870	10.380	0.170	40.79
	Min.			20	0.420				2.80
	Avg.			141	5.110				3.33
December	Max.	321.08	59	171	7.080	0.860	7.540	0.127	5.52
	Min.			68	2.310				1.80
	Avg.			151	5.440				2.35
Total		4073.78	682				100.070		
General	Max.	391.57	65	194	8.420	1.070	11.970	0.189	40.79
	Min.	311.62	45	16	0.420	0.850	5.320	0.115	1.40
	Avg.	335.45	57	156	5.973	0.943	8.377	0.145	2.46

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**TABLE VII
FIVE YEAR ANALYSIS COMPOSITE DATA (2009 - 2013) FOR CARROLLTON
DRINKING WATER PURIFICATION SYSTEM**

PARAMETER	MISSISSIPPI RIVER (Before Purification)			FINISHED WATER (After Purification)		
	MAX	MIN	AVG	MAX	MIN	AVG
Total Alkalinity (ppm as CaCO ₃)	212	72	122	227	78	134
Total Hardness (ppm as CaCO ₃)	238	101	162	270	122	182
Noncarbonate Hardness (ppm as CaCO ₃)	105	0	40	120	0	49
Calcium Hardness (ppm as CaCO ₃)	187	69	111	204	75	132
Magnesium Hardness (ppm as CaCO ₃)	104	0	50	154	2	50
Nephelometric Turbidity (NTU)	320	4.6	59	0.24	0.06	0.12
pH	8.47	7.04	7.81	9.53	7.22	8.85
Chloride (ppm)	63	10	32	65	14	35
Fluoride (ppm)	0.65	0.08	0.28	1.20	0.18	0.79
Total Dissolved Solids (ppm)	490	88	258	526	114	268
Total Suspended Solids (ppm)	396	7	81	-----	-----	-----
Free Chlorine Residual (ppm as Cl ₂)	-----	-----	-----	0.6	0.0	0.3
Total Chlorine Residual (ppm as Cl ₂)	-----	-----	-----	5.5	0.0	3.1
Ammonia (ppm as N)	-----	-----	-----	0.73	0.00	0.14
Nitrate + Nitrite (ppm as N) *	-----	-----	-----	2	1	1.6
Sulfate (ppm) *	-----	-----	-----	68	0	44
Conductivity (µS/cm)	610	179	399	650	185	450
Temperature (°F)	90	37	66	91	41	72
Aluminum (ppm) *	-----	-----	-----	0.80	0.00	0.20
Antimony (ppm) *	-----	-----	-----	0.002	0.000	0.000
Arsenic (ppm) *	-----	-----	-----	0.001	0.000	0.001
Barium (ppm) *	-----	-----	-----	0	0	0
Beryllium (ppm) *	-----	-----	-----	0.000	0.000	0.000
Cadmium (ppm) *	-----	-----	-----	0.000	0.000	0.000
Chromium (ppm) *	-----	-----	-----	0.00	0.00	0.00
Copper (ppm) *	-----	-----	-----	0.3	0.0	0.1
Iron (ppm) *	-----	-----	-----	0.05	0.00	0.02
Lead (ppm) *	-----	-----	-----	0.033	0.000	0.004
Manganese (ppm) *	-----	-----	-----	0.00	0.00	0.00
Mercury (ppm) *	-----	-----	-----	0.000	0.000	0.000
Nickel (ppm) *	-----	-----	-----	0.0	0.0	0.0
Selenium (ppm) *	-----	-----	-----	0.00	0.00	0.00
Silver (ppm) *	-----	-----	-----	0.00	0.00	0.00
Thallium (ppm) *	-----	-----	-----	0.000	0.000	0.000
Zinc (ppm) *	-----	-----	-----	0	0	0
Potassium (ppm) *	-----	-----	-----	8.8	2.8	5.3
Sodium (ppm) *	-----	-----	-----	41.8	21.5	28.0
Cyanide (ppb) *	-----	-----	-----	0.0	0.0	0.0
Haloacetic Acids (HAA5) (ppb)	-----	-----	-----	33.9	8.6	17.6
Total Organic Carbon (ppm)	4.7	2.9	3.6	4.1	1.9	2.9
Total Trihalomethanes (ppb)	25.7	0.0	0.0	85.1	6.8	24.2
1, 2-Dichloroethane (ppb)	0.0	0.0	0.0	0.6	0.0	0.0
Chloroform (ppb)	25.7	0.0	0.0	62.1	5.6	15.5
Carbon Tetrachloride (ppb)	3.1	0.0	0.0	0.0	0.0	0.0
Bromodichloromethane (ppb)	0.0	0.0	0.0	13.2	0.0	6.0
Tetrachloroethene (ppb)	0.0	0.0	0.0	0.0	0.0	0.0
BTX (Benzene, Toluene & Xylenes) (ppb)	0.6	0.0	0.0	0.0	0.0	0.0
Total Coliforms (CFUs/100 ml)	5400	44	770	36	0	0
Fecal Coliforms (CFUs/100 ml)	1500	0	60	0	0	0

The results for constituents indicated with asterisks are from the Louisiana Department of Health and Hospitals. Total Organic Carbon and Haloacetic Acid results are from a DHH certified contract laboratory. All other results are from testing by the S&WB Water Quality Laboratory. Lead and Copper results are from 2010 and 2013; testing is only required triennially. Concerning the chemical results, the S&WB Laboratory does not meet the higher criteria required by DHH to be classified as a "DHH-OPH Certified Chemical Laboratory/Drinking Water;" therefore, any results reported by this laboratory for chemical drinking water parameters which are required to be analyzed in a certified laboratory are officially deemed invalid. The S&WB Laboratory is certified by DHH for Total Coliform and Fecal Coliform testing.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE VIII

CARROLLTON OPERATION

CHEMICAL	CHEMICAL COST	CHEMICAL COST PER MILLION GALLONS
Lime	\$ 669,464.57	\$ 13.99
Ferric Coagulant	1,249,155.39	26.11
Chlorine & Sodium Hypochlorite	1,054,408.50	22.04
Sodium Polyphosphate	118,477.03	2.48
Polyelectrolyte	528,238.03	11.04
Fluoride	145,992.59	3.05
Ammonia	252,849.16	5.29
Carbon	-	-
TOTAL CHEMICALS	\$ 4,018,585.27	\$ 84.00

Purification Plant Operating Cost:

Total Water Treated in 2013:

47,842,430,000 Gallons

**TOTAL COST
PER MILLION GALLONS**

YEAR	TOTAL WATER TREATED IN MILLION GALLONS	OPERATING COST	TOTAL COST PER MILLION GALLONS
2013	47,842.43	\$ 8,119,447.00	\$ 169.71
2012	50,240.70	\$ 8,294,045.00	\$ 165.09
2011	50,870.78	\$ 7,342,571.00	\$ 144.34
2010	50,040.84	\$ 7,868,284.00	\$ 157.24
2009	50,515.38	\$ 7,672,872.00	\$ 151.89

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

**TABLE IX
ALGIERS OPERATION**

CHEMICAL	CHEMICAL COST	CHEMICAL COST PER MILLION GALLONS
Lime	\$ 210,046.27	\$ 51.04
Ferric Coagulant	\$ 115,360.57	\$ 28.03
Sodium Hypochlorite	\$ 76,961.79	\$ 18.70
Sodium Polyphosphate	\$ 30,558.00	\$ 7.43
Polyelectrolyte	\$ 46,247.70	\$ 11.24
Fluoride	\$ 15,866.85	\$ 3.86
Ammonia	\$ 23,590.21	\$ 5.73
Carbon	\$ -	\$ -
TOTAL CHEMICALS	\$ 518,631.39	\$ 126.02

Purification Plant Operating Cost:

Total Water Treated in 2013:

4,115,360,000 Gallons

**TOTAL COST
PER MILLION GALLONS**

YEAR	TOTAL WATER TREATED IN MILLION GALLONS	OPERATING COST	TOTAL COST PER MILLION GALLONS
2013	4,115.36	\$ 1,967,690	\$ 478.13
2012	4,227.86	\$ 2,061,032	\$ 487.49
2011	4,280.60	\$ 1,834,511	\$ 428.56
2010	4,105.81	\$ 1,995,926	\$ 486.12
2009	3,935.84	\$ 1,894,092	\$ 481.24
2008	3,788.95	\$ 2,029,729	\$ 535.70

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE X

**SLUDGE REMOVED FROM THE "G" BASINS PRIMARY TREATMENT UNITS
DOOR MONORAKE CONVENTIONAL SYSTEM
2013**

Total Million Gallons Water Treated	8,981.25
Total Tons Dry Sludge Deposited in Basins Including suspended and Dissolved Solids Removed and Reacting Chemicals	7,821
Total Million Gallons Wet Sludge Withdrawn from Basins	249.43
Average Percent solids in Wet Sludge	0.75
Total Million Gallons Water Used in withdrawing Sludge	248.65
Percent of Total Water Treated Used in Withdrawing Wet Sludge	2.78

TABLE X-A

**SLUDGE REMOVED FROM THE "L" BASINS PRIMARY TREATMENT UNITS
DOOR MONORAKE CONVENTIONAL SYSTEM
2013**

Total Million Gallons Water Treated	38,796.79
Total Tons Dry Sludge Deposited in Basins Including suspended and Dissolved Solids Removed and Reacting Chemicals	15,490
Total Million Gallons Wet Sludge Withdrawn from Basins	460.86
Average Percent solids in Wet Sludge	0.80
Total Million Gallons Water Used in withdrawing Sludge	459.31
Percent of Total Water Treated Used in Withdrawing Wet Sludge	1.19

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE XI
2013 ANALYSIS DATA FOR CARROLLTON
DRINKING WATER PURIFICATION SYSTEM

PARAMETER	MISSISSIPPI RIVER (Before Purification)			FINISHED WATER (After Purification)		
	MAX	MIN	AVG	MAX	MIN	AVG
Total Alkalinity (ppm as CaCO ₃)	139	72	101	150	78	114
Total Hardness (ppm as CaCO ₃)	188	101	141	203	122	163
Noncarbonate Hardness (ppm as CaCO ₃)	86	18	40	93	27	49
Calcium Hardness (ppm as CaCO ₃)	130	69	93	138	91	115
Magnesium Hardness (ppm as CaCO ₃)	91	21	48	93	7	48
Nephelometric Turbidity (NTU)	281	5.1	70	0.22	0.07	0.11
pH	8.28	7.04	7.57	9.42	8.10	8.88
Chloride (ppm)	49	15	27	54	19	31
Fluoride (ppm)	0.46	0.16	0.29	0.89	0.44	0.69
Total Dissolved Solids (ppm)	308	146	227	378	137	277
Total Suspended Solids (ppm)	396	7	125	-----	-----	-----
Free Chlorine Residual (ppm as Cl ₂)	-----	-----	-----	0.6	0.0	0.2
Total Chlorine Residual (ppm as Cl ₂)	-----	-----	-----	4.6	0.3	3.2
Ammonia (ppm as N)	-----	-----	-----	0.38	0.01	0.15
Nitrate (ppm as N) *	-----	-----	-----	1	1	1
Sulfate (ppm) *	-----	-----	-----	58	57	58
Conductivity (µS/cm)	606	281	408	638	350	473
Temperature (°F)	86	45	65	91	49	73
Aluminum (ppm) *	-----	-----	-----	0.00	0.00	0.00
Antimony (ppm) *	-----	-----	-----	0.000	0.000	0.000
Arsenic (ppm) *	-----	-----	-----	0.000	0.000	0.000
Barium (ppm) *	-----	-----	-----	0	0	0
Beryllium (ppm) *	-----	-----	-----	0.000	0.000	0.000
Cadmium (ppm) *	-----	-----	-----	0.000	0.000	0.000
Chromium (ppm) *	-----	-----	-----	0.00	0.00	0.00
Copper (ppm) *	-----	-----	-----	0.2	0.0	0.1
Iron (ppm) *	-----	-----	-----	0.05	0.02	0.04
Lead (ppm) *	-----	-----	-----	0.016	0.000	0.003
Manganese (ppm) *	-----	-----	-----	0.00	0.00	0.00
Mercury (ppm) *	-----	-----	-----	0.000	0.000	0.000
Nickel (ppm) *	-----	-----	-----	0.0	0.0	0.0
Selenium (ppm) *	-----	-----	-----	0.00	0.00	0.00
Silver (ppm) *	-----	-----	-----	0.00	0.00	0.00
Thallium (ppm) *	-----	-----	-----	0.000	0.000	0.000
Zinc (ppm) *	-----	-----	-----	0	0	0
Potassium (ppm) *	-----	-----	-----	2.8	2.8	2.8
Sodium (ppm) *	-----	-----	-----	25.0	24.8	24.9
Cyanide (ppb) *	-----	-----	-----	0.0	0.0	0.0
Haloacetic Acids (HAA5) (ppb)	-----	-----	-----	33.9	10.1	16.2
Total Organic Carbon (ppm)	4.5	3.2	3.8	3.5	2.2	2.8
Total Trihalomethanes (ppb)	25.7	0.0	0.0	85.1	9.0	22.7
1, 2-Dichloroethane (ppb)	0.0	0.0	0.0	0.6	0.0	0.0
Chloroform (ppb)	25.7	0.0	0.0	62.1	5.9	14.3
Carbon Tetrachloride (ppb)	3.1	0.0	0.0	0.0	0.0	0.0
Bromodichloromethane (ppb)	0.0	0.0	0.0	7.0	0.0	1.9
Tetrachloroethene (ppb)	0.0	0.0	0.0	0.0	0.0	0.0
BTX (Benzene, Toluene & Xylenes) (ppb)	0.0	0.0	0.0	0.0	0.0	0.0
Total Coliforms (CFUs/100 ml)	3700	86	610	4	0	0
Fecal Coliforms (CFUs/100 ml)	100	0	28	0	0	0

The results for constituents indicated with asterisks are from the Louisiana Department of Health and Hospitals. Total Organic Carbon and Haloacetic Acid results are from a DHH certified contract laboratory. All other results are from testing by the S&WB Water Quality Laboratory. Concerning the chemical results, the S&WB Laboratory does not meet the higher criteria required by DHH to be classified as a "DHH-OPH Certified Chemical Laboratory/Drinking Water;" therefore, any results reported by this laboratory for chemical drinking water parameters which are required to be analyzed in a certified laboratory are officially deemed invalid. The S&WB Laboratory is certified by DHH for Total Coliform and Fecal Coliform testing.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE XII

EXTRACTS FROM TABLES IV-E AND V

**20 Year Period, 1994 to 2013 Inclusive
Maximum, Minimum, and Average Amount of
Water Treated Per Day
(M.G. per 24 Hours)**

YEAR	CARROLLTON			ALGIERS		
	MAX.	MIN.	AVG.	MAX.	MIN.	AVG.
1994	128.88	103.88	113.71	17.00	8.00	11.47
1995	142.83	104.67	121.40	18.14	9.00	11.55
1996	198.42	91.59	128.97	18.27	9.00	11.47
1997	156.53	112.70	128.73	18.83	9.58	12.06
1998	152.96	98.48	126.86	22.96	12.00	12.36
1999	168.25	122.55	140.26	22.00	8.90	15.19
2000	152.50	126.71	128.10	18.83	7.58	12.13
2001	153.93	107.75	126.70	15.76	6.00	10.90
2002	128.67	87.00	106.63	14.00	6.66	9.80
2003	144.26	90.75	115.35	13.16	8.00	10.06
2004	145.83	102.92	122.57	13.16	8.00	10.15
2005	144.00	0.00	115.47	22.67	7.00	10.20
2006	165.63	115.33	139.73	18.34	8.00	11.67
2007	144.75	124.00	134.06	16.00	10.00	12.13
2008	143.50	114.08	133.88	13.58	6.92	10.38
2009	147.92	129.83	138.17	14.00	8.00	10.78
2010	156.50	125.33	137.10	15.67	8.00	11.25
2011	150.83	127.17	139.37	16.83	10.00	11.73
2012	163.29	117.96	137.65	15.50	10.00	11.58
2013	141.83	120.00	131.08	15.25	10.00	11.27

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE XIII

**Monthly Temperature (Degrees Farenheit) of the
Mississippi River Water at the Carrollton Plant**

	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
January	49	49	50	52	50	50	41	43	48	47
February	47	48	51	47	53	46	41	43	48	47
March	54	51	55	56	55	51	48	51	57	49
April	62	62	63	63	63	58	62	61	69	57
May	71	71	74	71	68	69	71	68	74	66
June	79	81	83	79	77	79	81	80	81	76
July	83	85	86	82	80	85	85	84	85	81
August	84	88	88	85	82	84	86	87	87	83
September	81	*	86	82	78	81	83	80	82	83
October	74	76	78	75	71	70	72	72	72	76
November	65	66	63	63	63	59	61	62	60	62
December	53	51	54	58	55	49	50	50	55	48
Maximum	87	90	90	89	85	86	89	90	89	86
Minimum	45	42	46	40	42	42	37	40	46	45
Average	67	66	69	68	66	65	65	65	68	65

Ten Year Period

Maximum: 90
Minimum: 37
Average: 66

* Data not available for
September 2005 due
to hurricane Katrina.

SEWERAGE AND WATER BOARD OF NEW ORLEANS

YEAR ENDING: DECEMBER 31, 2013

TABLE XIV

**Monthly Temperature (Degrees Farenheit) of the
Tap Water at the Carrollton Plant**

	2009	2010	2011	2012	2013
January	66	61	61	64	65
February	65	61	60	65	66
March	68	66	67	69	66
April	70	70	71	74	69
May	74	76	73	77	73
June	78	80	79	82	81
July	80	82	82	84	81
August	78	84	85	79	81
September	77	80	80	78	84
October	74	75	76	73	78
November	69	66	69	69	72
December	65	60	63	68	64
Maximum	88	88	90	89	91
Minimum	51	41	44	51	49
Average	72	72	72	73	73

<u>Five Year Period</u>	
Maximum:	91
Minimum:	41
Average:	72

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**New Orleans West Bank Sewerage Treatment Plant
2013 Yearly Summary**

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	2013
Plant Ef Flow (MGD)													
Average	11.456	14.710	7.670	15.814	12.087	7.546	9.113	8.636	8.8	6.745	7.474	10.60	10.05
Maximum	21.543	32.318	11.727	32.535	27.35	12.289	18.631	17.000	23.63	11.648	16.75	27.86	32.54
INFLUENT BOD (mg/L)													
Average	81.9	74.6	96.4	64	75.3	94	85.6	101.4	80.2	94.8	94.9	84.5	85.63
Maximum	149	128	196	118	100	117	139	195	124	138	163	139	196
INFLUENT TSS (mg/L)													
Average	75	80.8	82.8	97.2	94	93.3	80.5	114.4	74.4	78.8	92.4	68.7	86.03
Maximum	161	121	125	222	191	177	210	205	104	154	332	103	332
INFLUENT BOD (lbs/day)													
Average	7,056	8,180	6,271	6,938	6,172	5,430	5,776	6,662	5,388.5	5,296	5,428	6,092	6,300
Maximum	13,527	15,671	12,495	11,668	10,842	3,896	19,404	10,955	12,399	12,130	7,948	11,230	19,404
INFLUENT TSS (lbs/day)													
Average	6,729	9,441	5,454	12,096	8,551	5,566	5,750	7,786	5,157	4,458	5,354	5,346	6,807
Maximum	16,014	21,766	8,255	50,788	21,392	10,013	29,315	16,682	13,493	13,536	15,816	15,693	50,788
EFFLUENT BOD (mg/L)													
Average	9.4	11.5	15.8	15.2	9.7	8.8	5.8	5.6	5.4	5	7.4	7.1	8.89
Weekly Maximum	15	19	27	29	12	14	8	9	11	8	14	18	29
EFFLUENT TSS (mg/L)													
Average	9.3	12.4	12.6	16.6	12	10.9	7	8.3	9	6.7	10.3	10.3	10.45
Weekly Maximum	12	30	17	27	21	16	10	12	15	10	18	24	30
EFFLUENT BOD (lbs/day)													
Average	875	1,436	977	1,946	872	580	438	433	369	280	529	575	775.91
Weekly Maximum	1,329	2,954	1,790	5,698	2,281	1,435	1,088	851	732	574	1,536	1,845	5,698
EFFLUENT TSS (lbs/day)													
Average	882	1,842	790	2,403	1,151	695	539	664	619	374	751	964	972.82
Weekly Maximum	1,476	8,057	1,239	7,326	4,790	1,127	1,554	1,701	1,267	957	2,374	5,577	8,057
EFFLUENT CL2 (mg/L)													
Average	1.21	1.09	1.25	1.1	1.16	1.18	1.09	1.01	1.08	1.13	1.23	1.24	1.15
Maximum	1.4	1.4	1.4	1.4	1.4	1.4	1.4	1.4	1.4	1.4	1.4	1.4	1.40
EFFLUENT COLIFORM (col/100-ml)													
Average (Geo)	2.46	3.06	2.07	2.41	2.72	4.1	2.56	2.51	2.53	2.19	2.04	2.32	2.58
Weekly Maximum (Geo)	4.14	4.79	2.3	2.76	3.95	12	5.85	3.53	5.92	2.74	2.21	2.29	12.00
EFFLUENT pH (su)													
Minimum	7.16	7.32	7.06	7.14	7.14	6.94	7.19	7.2	7.21	7.12	6.84	6.99	6.84
Maximum	7.83	7.69	7.74	7.78	7.92	7.34	7.89	7.41	8.93	7.52	7.65	7.7	8.93
DISPOSED SLUDGE (dry tons)													
Average per day	4.05	3.34	6.43	4.88	4.06	6.04	5.97	3.29	5.37	2.76	3.94	4.9	5
Total	85	46.82	89.98	78.13	73.03	90.63	96	59	59.02	46.9	74.81	93.03	892
ELECTRICITY (kwhr)													
Average per day	10,393	14,807	9,580	15,219	8,841	9,432	10,302	10,344	9,971	9,565	9,274	10,130	10,655
Total (kwhr)	322,184	414,602	296,980	456,577	282,926	282,954	319,355	268,938	339,000	277,380	268,943	344,410	3,874,249
RAINFALL (inches) West Bank													
TOTAL	6.60	9.08	0.60	15.07	5.29	7.41	0.70	5.44	5.13	2.50	1.20	5.01	64.03

SEWERAGE AND WATER BOARD OF NEW ORLEANS

**New Orleans East Bank Sewerage Treatment Plant
2013 Yearly Summary**

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	2013
Plant EF Flow (MGD)													
Average	111.265	122.3	83.5	121.267	99.039	77.197	96.694	97.287	105.16	82.919	87.2	94.968	98
Maximum	181.7	191	103.5	181.9	181.9	134.1	140.3	147.0	177.2	123.5	138	175.9	191
INFLUENT BOD (mg/L)													
Average	93.6	121.5	106.2	96.5	100	261.1	107.4	100.3	99.4	108.5	96.7	89.2	115
Maximum	214	175	212	372	378	399	156	157	189	225	134	130	399
INFLUENT TSS (mg/L)													
Average	119.8	162	119.5	163.5	138.9	289.3	161.1	160.8	142.4	147.9	114.5	88.8	151
Maximum	322	258	274	339	479	450	259	262	269	406	188	155	479
INFLUENT BOD (lbs/day)													
Average	79,702	121,720	75,039	102,080	86,398	188,916	89,547	72,769	73,275	83,434	69,081	63,743	92,142
Maximum	232,140	180,126	151,948	330,405	280,217	338,116	118,607	128,524	127,800	248,939	105,064	90,821	338,116
INFLUENT TSS (lbs/day)													
Average	105,851	167,670	82,901	167,653	124,699	207,127	134,962	126,345	113,239	112,586	82,881	59,944	123,822
Maximum	371,832	320,898	201,702	470,337	287,658	292,325	267,179	261,392	305,185	373,672	140,588	112,744	470,337
EFFLUENT BOD (mg/L)													
Average	19.4	17.1	22.8	20	13.2	19.8	25.6	23.2	25.4	21.1	22.7	24.8	21.3
Weekly Maximum	31.2	31.8	42.5	39.4	25.2	39.8	38.3	37.1	41.7	34.9	39	52	52.0
EFFLUENT TSS (mg/L)													
Average	16	15.9	15.1	17.4	12.7	13.2	13.4	10.7	13.7	15.4	20.7	22.3	15.5
Weekly Maximum	26	58	26.8	34	39	30	35	21	34	31	108	85	108.0
EFFLUENT BOD (lbs/day)													
Average	17,642	17,332	15,802	19,557	11,456	12,969	20,836	18,287	22,198	14,771	16,557	19,795	17,267
Weekly Maximum	32,220	38,562	29,916	32,594	34,825	42,723	44,815	25,363	36,412	35,947	36,382	53,839	53,839
EFFLUENT TSS (lbs/day)													
Average	15,319	17,050	10,454	18,050	11,571	8,684	10,967	8,757	12,635	10,973	15,588	19,830	13,323
Weekly Maximum	37,904	87,844	17,613	44,235	53,896	33,552	28,256	17,164	46,646	31,930	75,660	124,696	124,696
EFFLUENT CL2 (mg/L)													
Average	0.49	0.49	0.48	0.48	0.48	0.47	0.48	0.48	0.48	0.48	0.49	0.48	0.48
Maximum	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.50
EFFLUENT COLIFORM (col/100-ml)													
Average (Geo)	2.6	2.83	3.01	3.91	9.25	4.35	4.58	2.38	4.64	3.5	2.99	4.89	4
Weekly Maximum (Geo)	4.32	3.5	4.76	5.44	15.85	8.37	10.12	3.07	8.89	5.98	5.28	8.09	16
EFFLUENT pH (su)													
Minimum	6.61	6.61	6.53	6.45	6.62	6.35	6.83	6.79	6.76	3.79	6.65	6.63	3.79
Maximum	7.07	7.13	7.04	7	7.01	7.05	7	6.94	9.88	3.92	7.01	6.93	9.88
DISPOSED SLUDGE (dry tons)													
Average per day	29.45	25.49	19.75	31.92	30.63	12.4	20.18	24.63	25.09	33.12	29.8	28.14	25.88
Total	728.21	586.32	717.2	925.73	796.26	263.48	625.6	763.5	752.67	993.65	445.44	590.98	8,189
ELECTRICITY (kwhr)													
Average per day	63,768	74,300	62,955	78,120	73,800	65,032	69,533	67,194	70,903	72,258	73,733	73,794	70,449
Total (kwhr)	1,976,800	2,080,400	1,951,600	2,343,600	2,066,400	2,016,000	2,086,000	2,083,000	2,198,000	2,240,000	2,212,000	2,287,600	25,541,400
RAINFALL (inches) East Bank													
TOTAL	7	9.2	0.87	12.05	4.34	4.77	4.0	2.46	6.66	1.84	1.64	4.81	59.64

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SEWERAGE AND WATER BOARD OF NEW ORLEANS
ANNUAL REPORT 2013 - FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2013
SEWER TABULATION NUMBER 1
SEWER LINES AND MANHOLES IN THE SYSTEM AS OF DECEMBER 31, 2013

SEWER LINES DISCARDED AND INSTALLED IN 2013

ORIGINAL CONSTRUCTION (FEET)	DESTROYED OR ABANDONED IN 2013 (FEET)	BUILT IN 2013 (FEET)	REMAINING IN THE SYSTEM AS OF 12/31/2013 (FEET)	REMAINING IN THE SYSTEM AS OF 12/31/2013 (MILES)
8,093,831.3	107,453.4	127,007.3	8,113,385.2	1,536.626

SEWER MANHOLES REMOVED AND INSTALLED IN 2013

ORIGINAL CONSTRUCTION	REMOVED IN 2013	BUILT IN 2013	REMAINING IN THE SYSTEM AS OF 12/31/2013
22,983	19	23	22,987

DETAILS OF SEWER LINES AND SEWER MANHOLES INSTALLED (CONSTRUCTED) IN 2013

ITEMS	BOARD FUNDED	BY OTHERS	TOTAL FEET	TOTAL MILES
6" P.V.C.	19,807.3	3,278.2	23,085.5	4.372
8" P.V.C.	92,088.0	8,971.5	101,059.5	19.140
10" P.V.C.	979.0	0.0	979.0	0.185
12" P.V.C.	787.0	0.0	787.0	0.149
15" P.V.C.	438.0	0.0	438.0	0.083
18" P.V.C.	626.3	0.0	626.3	0.119
24" P.V.C.	32.0	0.0	32.0	0.006
TOTAL SEWER LINES CONSTRUCTED IN 2013	114,757.6	12,249.7	127,007.3	24.054
SEWER MANHOLES CONSTRUCTED IN 2013	BOARD FUNDED	BY OTHERS	TOTAL MANHOLES BUILT IN 2012	
	4	19	23	

SEWERAGE AND WATER BOARD OF NEW ORLEANS
 ANNUAL REPORT 2013 - FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2013
 SEWER TABULATION NUMBER 2
 LENGTH OF SEWER LINES OF EACH SIZE AND MATERIAL DISCARDED, BUILT, AND NOW REMAINING IN THE SYSTEM

SIZE & MATERIAL OF SEWER	TOTAL LENGTH IN SYSTEM AS OF 12/31/2012	DESTROYED OR ABANDONED IN 2013	BUILT IN 2013	NOW REMAINING IN THE SYSTEM AS OF 12/31/2013
72" Steel	29,182.4			29,182.4
68" Steel	9,061.9			9,061.9
66" Steel	28,979.7			28,979.7
66" Concrete	13,740.7			13,740.7
60" Steel	2,577.7			2,577.7
60" Concrete	722.8			722.8
57" Concrete	1,766.8			1,766.8
54" Steel	44,014.5			44,014.5
54" Concrete	7,030.4			7,030.4
51" Concrete	755.9			755.9
50" Steel	135.0			135.0
48" Steel	21,147.2			21,147.2
48" Concrete	10,127.6			10,127.6
48" Fiberglass Reinforced	10,900.2			10,900.2
48" P.V.C.	3,663.4			3,663.4
45" Concrete	3,048.4			3,048.4
42" Steel	3,580.2			3,580.2
42" Concrete	19,121.2			19,121.2
39" Brick	832.8			832.8
39" Concrete	3,871.8			3,871.8
36" Vitrified Clay	1,894.9			1,894.9
36" Cast Iron	431.0			431.0
36" Steel	332.6			332.6
36" Prestressed Concrete	11,273.0			11,273.0
36" Reinforced Concrete	9,312.7			9,312.7
36" P.V.C.	10,604.0			10,604.0
33" Brick	3,080.9			3,080.9
33" Vitrified Clay	562.3			562.3
33" Reinforced Concrete	1,381.4			1,381.4
30" Brick	2,763.0			2,763.0
30" Vitrified Clay	7,538.5			7,538.5
30" Cast Iron	4,305.9			4,305.9
30" Steel	3,535.2			3,535.2
30" Prestressed Concrete	484.0			484.0
30" Reinforced Concrete	33,920.5			33,920.5
30" Fiberglass Reinforced	16,400.0			16,400.0
30" P.V.C.	996.0			996.0
27" Vitrified Clay	24,440.4			24,440.4
27" Reinforced Concrete	13,336.4			13,336.4
27" P.V.C.	4,622.0			4,622.0
24" Vitrified Clay	31,572.2			31,572.2
24" Cast Iron	16,269.2			16,269.2
24" Ductile Iron	619.0			619.0

SIZE & MATERIAL OF SEWER	TOTAL LENGTH IN SYSTEM AS OF 12/31/2012	DESTROYED OR ABANDONED IN 2013	BUILT IN 2013	NOW REMAINING IN THE SYSTEM AS OF 12/31/2013
24" Steel	87.0			87.0
24" Reinforced Concrete	26,569.0	32.0		26,537.0
24" Asbestos Cement	4,924.2			4,924.2
24" P.V.C.	5,917.6		32.0	5,949.6
21" Reinforced Concrete	11,238.1			11,238.1
21" P.V.C.	4,746.4			4,746.4
20" Ductile Iron Pipe	1,991.4			1,991.4
18" P.V.C.	17,333.7		626.3	17,960.0
16" Steel	120.0			120.0
16" Asbestos Cement	28,460.9			28,460.9
16" Plastic	1,913.1			1,913.1
15" Vitrified Clay	100,481.9	738.3		99,743.6
15" P.V.C.	12,608.9		438.0	13,046.9
15" Plastic Truss	1,766.8			1,766.8
12" Vitrified Clay	110,055.1	787.0		109,268.1
12" P.V.C.	64,803.9		787.0	65,590.9
10" Vitrified Clay	158,600.9	674.0		157,926.9
10" Steel	130.0			130.0
10" Concrete	50,891.1	305.0		50,586.1
10" Asbestos Cement	4,356.2			4,356.2
10" P.V.C.	126,848.8		979.0	127,827.8
10" Plastic Truss	4,983.5			4,983.5
8" Terra Cotta	332,875.5	10,497.6		322,377.9
8" Vitrified Clay	4,240,226.7	83,458.5		4,156,768.2
8" Cast Iron	32,210.2			32,210.2
8" Ductile Iron	2,233.0			2,233.0
8" Concrete	276,967.0	1,853.9		275,113.1
8" Asbestos Cement	3,887.9			3,887.9
8" P.V.C.	557,269.1		101,059.5	658,328.6
8" Plastic Truss	66,756.5	3,344.4		63,412.1
8" Plastic	693,824.4	704.8		693,119.6
6" Terra Cotta	9,194.7			9,194.7
6" Vitrified Clay	79,857.0	3,334.6		76,522.4
6" Cast Iron	4,204.4			4,204.4
6" Asbestos Cement	4,493.9			4,493.9
6" P.V.C.	261,997.6		23,085.5	285,083.1
6" Plastic Truss	2,385.1	621.8		1,763.3
6" Plastic	365,977.8	1,101.5		364,876.3
4" Cast Iron	874.2			874.2
4" Ductile Iron	180.4			180.4
4" P.V.C.	5,525.7			5,525.7
4" Plastic	126.0			126.0
Total Linear Feet	8,093,831.3	107,453.4	127,007.3	8,113,385.2
Total Miles	1,532.923	20.351	24.054	1,536.626

SEWERAGE AND WATER BOARD OF NEW ORLEANS
ANNUAL REPORT 2013 - FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2013
WATER TABULATION NUMBER 1

WATER LINES, MANHOLES, VALVES, AND FIRE HYDRANTS IN THE SYSTEM AS OF DECEMBER 31, 2013

WATER LINES DISCARDED AND INSTALLED IN 2013

ORIGINAL CONSTRUCTION (FEET)	DESTROYED OR ABANDONED IN 2013 (FEET)	BUILT IN 2013 (FEET)	REMAINING IN THE SYSTEM AS OF 12/31/2013 (FEET)	REMAINING IN THE SYSTEM AS OF 12/31/2013 (MILES)
9,529,096.1	43,091.3	48,834.1	9,534,838.9	1,805.841

WATER MANHOLES REMOVED AND INSTALLED IN 2013

ORIGINAL CONSTRUCTION	REMOVED IN 2013	BUILT IN 2013	REMAINING IN THE SYSTEM AS OF 12/31/2013
30,194	64	167	30,297

WATER VALVES REMOVED AND INSTALLED IN 2013

ORIGINAL CONSTRUCTION	REMOVED IN 2013	INSTALLED IN 2013	REMAINING IN THE SYSTEM AS OF 12/31/2013
29,521	64	172	29,629

FIRE HYDRANTS REMOVED AND INSTALLED IN 2013

ORIGINAL CONSTRUCTION	REMOVED IN 2013	INSTALLED IN 2013	REMAINING IN THE SYSTEM AS OF 12/31/2013
23,078	34	55	23,099

DETAILS OF WATER LINES, MANHOLES, VALVES, AND FIRE HYDRANTS INSTALLED (CONSTRUCTED) IN 2013

ITEMS	BOARD FUNDED	BY OTHERS	TOTAL FEET	TOTAL MILES
2" P.V.C.	0.0	1,450.6	1,450.6	0.275
4" DUCTILE IRON	0.0	190.8	190.8	0.036
4" P.V.C.	0.0	422.5	422.5	0.080
6" DUCTILE IRON	1,294.6	1,956.8	3,251.4	0.616
6" P.V.C.	1,849.0	2,037.4	3,886.4	0.736
8" DUCTILE IRON	830.0	104.0	934.0	0.177
8" P.V.C.	24,782.8	3,788.4	28,571.2	5.411
12" DUCTILE IRON	50.0	86.0	136.0	0.026
12" P.V.C.	8,516.3	1,474.9	9,991.2	1.892
TOTAL WATER LINES CONSTRUCTED IN 2013	37,322.7	11,511.4	48,834.1	9.249
WATER MANHOLES CONSTRUCTED IN 2013	BOARD FUNDED	BY OTHERS	TOTAL MANHOLES BUILT IN 2013	
	67	100	167	
WATER VALVES INSTALLED IN 2013	BOARD FUNDED	BY OTHERS	TOTAL WATER VALVES INSTALLED IN 2013	
	72	100	172	
FIRE HYDRANTS INSTALLED IN 2013	BOARD FUNDED	BY OTHERS	TOTAL FIRE HYDRANTS INSTALLED IN 2013	
	44	11	55	

SEWERAGE AND WATER BOARD OF NEW ORLEANS
ANNUAL REPORT 2013 - FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2013

WATER TABULATION NUMBER 2

LENGTH OF WATER LINES OF EACH SIZE AND MATERIAL, NUMBER OF VALVES OF EACH SIZE, BOTH GATE AND CHECK,
ORIGINALLY INSTALLED, THE QUANTITIES DISCARDED OR BUILT, AND THE QUANTITIES NOW REMAINING IN THE DISTRIBUTION SYSTEM

WATER LINES					
SIZE	MATERIAL	TOTAL LENGTH IN SYSTEM AS OF 12/31/2012	DESTROYED OR ABANDONED IN 2013	BUILT IN 2013	NOW REMAINING IN THE SYSTEM AS OF 12/31/2013
54"	Concrete Pipe	7,535.1			7,535.1
50"	Steel Pipe	88,374.0			88,374.0
48"	Cast Iron Pipe	12,759.3			12,759.3
48"	Steel Pipe	36,637.1			36,637.1
48"	Concrete Pipe	4,982.9			4,982.9
43"	Cast Iron Pipe	11,170.1			11,170.1
42"	Cast Iron Pipe	4,349.6			4,349.6
42"	Concrete Pipe	9,361.9			9,361.9
36"	Cast Iron Pipe	4,523.3			4,523.3
36"	Steel Pipe	16,922.0			16,922.0
36"	Concrete Pipe	37,374.7			37,374.7
36"	Prestressed Concrete	675.0			675.0
30"	Cast Iron Pipe	59,740.1			59,740.1
30"	Ductile Iron Pipe	35.0			35.0
30"	Steel Pipe	19,863.1			19,863.1
30"	Concrete Pipe	72,143.4			72,143.4
30"	Prestressed Concrete	36,654.4			36,654.4
30"	Reinforced Concrete	3,919.6			3,919.6
30"	P.V.C. Pipe	2,602.1			2,602.1
24"	Cast Iron Pipe	30,450.0			30,450.0
24"	Concrete Pipe	4,062.5			4,062.5
21"	P.V.C. Pipe	10,270.5			10,270.5
20"	Cast Iron Pipe	87,785.9			87,785.9
20"	Ductile Iron Pipe	10,405.4			10,405.4
20"	Concrete Pipe	18,755.8			18,755.8
20"	Prestressed Concrete	212.5			212.5
20"	Asbestos Cement	12,688.0			12,688.0
18"	Reinforced Concrete	970.5			970.5
16"	Cast Iron Pipe	112,496.7			112,496.7
16"	Ductile Iron Pipe	6,692.7			6,692.7
16"	Concrete Pipe	5,681.6			5,681.6
16"	Asbestos Cement	65,284.2			65,284.2
16"	P.V.C. Pipe	12,154.4			12,154.4
15"	Reinforced Concrete	1,069.3			1,069.3
12"	Cast Iron Pipe	848,568.1	7,823.0		840,745.1
12"	Ductile Iron Pipe	16,620.5		136.0	16,756.5
12"	Steel Pipe	1,272.9			1,272.9
12"	Asbestos Cement	360,060.2			360,060.2
12"	P.V.C. Pipe	211,499.3		9,991.2	221,490.5
10"	Cast Iron Pipe	10,271.7			10,271.7
10"	Ductile Iron Pipe	670.0			670.0
10"	Asbestos Cement	12,763.6			12,763.6
10"	P.V.C. Pipe	7,896.0			7,896.0
8"	Cast Iron Pipe	117,187.2	1,903.0		115,284.2
8"	Ductile Iron Pipe	36,621.0		934.0	37,555.0
8"	Asbestos Cement	697,824.4			697,824.4
8"	P.V.C. Pipe	780,170.9		28,571.2	808,742.1
8"	Plastic Pipe	318,036.5			318,036.5
6"	Cast Iron Pipe	2,491,039.6	18,462.6		2,472,577.0
6"	Ductile Iron Pipe	17,521.3	7.7	3,251.4	20,765.0
6"	Asbestos Cement	1,042,442.1	3,543.6		1,038,898.5
6"	P.V.C. Pipe	295,119.4	526.0	3,886.4	298,479.8
6"	Plastic Pipe	121,385.5			121,385.5
4"	Cast Iron Pipe	1,176,760.3	8,680.4		1,168,079.9
4"	Ductile Iron Pipe	2,655.0		190.8	2,845.8
4"	Asbestos Cement	24,395.8	2,145.0		22,250.8
4"	P.V.C. Pipe	22,705.4		422.5	23,127.9
4"	Plastic Pipe	3,833.1			3,833.1
3"	Galvanized Steel	3,361.7			3,361.7
2"	Cast Iron Pipe	7,909.9			7,909.9
2"	Galvanized Steel	9,620.0			9,620.0
2"	P.V.C. Pipe	76,935.4		1,450.6	78,386.0
1"	Galvanized Steel	5,346.6			5,346.6
Total Linear Feet		9,529,096.1	43,091.3	48,834.1	9,534,839.9
Total Miles		1,804.753	8.161	9.249	1,805.841

VALVES				
SIZE	EXISTING IN SYSTEM AS OF 12/31/2012	REMOVED IN 2013	INSTALLED IN 2013	REMAINING IN SYSTEM AS OF 12/31/2013
48"	16			16
42"	4			4
36"	18			18
30"	66			66
24"	39			39
20"	133			133
16"	193			193
14"	3			3
12"	2,308	13	14	2,309
10"	65			65
8"	6,591	22	98	6,667
6"	12,948	23	39	12,964
4"	7,137	6	21	7,152
Total	29,521	64	172	29,629

SEWERAGE AND WATER BOARD OF NEW ORLEANS

Table of Rainfall in New Orleans
As of December 31, 2012

Last Ten Years

YEAR No.	YEAR	JANUARY		FEBRUARY		MARCH		APRIL		MAY		JUNE		JULY		AUGUST		SEPTEMBER		OCTOBER		NOVEMBER		DECEMBER		ANNUAL MONTHLY AVERAGE	EXCESS OR DEFICIT
		AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE	AMOUNT	TOTAL TO DATE		
110	1	0.12	6.08	8.20	4.65	10.85	5.39	16.24	2.32	18.56	17.79	36.35	9.17	45.52	3.53	49.05	2.50	51.55	3.24	54.79	5.01	59.80	2.11	61.91	5.16	2.56	
	total avg.	508.42	502.84	1,013.33	571.63	1,584.96	530.01	2,121.93	526.24	2,648.21	617.80	3,274.05	712.06	3,986.11	643.58	4,629.69	628.92	5,258.59	348.70	5,607.29	408.48	6,018.83	512.19	6,528.37			
111	2004	3.34	8.10	11.44	0.99	12.43	8.30	20.73	7.38	28.11	10.31	38.42	4.78	43.20	4.18	47.38	1.07	48.45	5.55	54.00	6.08	60.08	2.76	62.84	5.24	61.72	
	total avg.	3.46	14.18	17.64	5.64	23.28	13.69	36.97	9.70	46.67	28.10	74.77	13.95	89.72	7.71	96.43	3.57	100.00	8.79	108.79	11.09	119.88	4.87	124.75			
112	2005	3.65	9.03	12.68	3.86	16.54	6.48	23.02	4.01	27.03	4.29	31.32	11.62	42.94	14.55	57.49	0.86	58.35	0.08	58.41	1.23	59.64	2.96	62.60	5.22	60.93	
	total avg.	7.11	23.21	30.32	9.50	39.82	20.17	59.99	13.71	73.70	32.39	106.09	25.57	131.66	22.26	153.92	4.43	158.35	8.65	167.20	12.32	179.52	7.89	187.35			
113	2006	2.60	2.72	5.32	0.25	5.57	3.18	8.73	0.76	9.49	2.16	11.65	8.40	20.05	6.40	26.45	2.89	29.34	3.03	32.37	2.94	35.31	10.55	45.86	3.82	43.60	
	total avg.	9.71	25.93	35.64	9.75	45.39	23.33	68.72	14.47	83.19	34.55	117.74	33.97	151.71	28.66	180.37	7.32	197.69	11.88	199.57	15.26	214.83	18.38	233.21			
114	2007	4.12	1.81	5.93	1.38	7.31	1.81	9.12	8.51	17.63	4.43	22.06	7.66	29.72	1.64	31.36	4.42	35.78	11.62	47.40	1.21	48.61	4.52	53.13	4.43	50.62	
	total avg.	13.83	27.74	41.57	11.13	52.70	25.14	77.84	22.99	100.82	38.98	138.80	41.63	181.43	30.30	211.73	11.74	223.47	23.50	246.97	16.47	263.44	22.90	286.34			
115	2008	6.32	5.64	11.96	2.57	14.53	7.88	22.41	7.76	30.17	6.52	36.69	3.91	40.60	7.77	48.37	7.87	56.24	1.36	57.60	2.06	59.66	1.86	61.52	5.13	58.50	
	total avg.	20.15	33.38	53.53	13.70	67.23	33.02	100.25	30.74	130.99	45.50	176.49	45.54	222.03	38.07	260.10	19.61	279.71	24.86	304.57	18.53	323.10	24.78	347.86			
116	2009	5.16	2.97	8.13	6.17	14.30	1.21	15.51	2.46	17.96	2.40	20.36	3.82	24.18	4.62	28.80	7.45	36.25	7.57	43.82	0.78	44.60	19.81	64.41	5.37	60.85	
	total avg.	25.31	36.35	61.66	19.67	81.53	34.23	115.76	33.20	148.95	47.90	196.85	49.36	246.21	42.69	288.90	27.06	315.96	32.43	348.39	19.31	367.70	44.57	412.27			
117	2010	0.22	0.31	0.53	0.17	0.70	0.30	1.00	0.29	1.28	0.41	1.70	0.43	2.12	0.37	2.49	0.23	2.72	0.28	3.00	0.17	3.17	0.38	3.55			
	total avg.	27.06	42.26	69.32	22.61	91.93	37.20	129.12	39.32	168.44	55.14	223.58	54.98	278.56	52.27	330.83	29.32	360.15	32.83	392.97	21.83	414.61	46.15	460.75			
118	2011	2.99	1.59	4.59	6.49	11.08	0.27	11.35	0.90	12.25	4.18	16.42	11.48	27.91	1.57	29.48	9.99	39.47	0.14	39.61	1.66	41.27	0.78	42.04	3.60	37.78	
	total avg.	30.05	43.86	73.91	29.10	103.01	37.47	140.48	40.21	180.69	59.32	240.01	66.46	306.47	53.84	360.31	39.31	399.62	32.97	432.58	23.29	455.88	46.92	502.80			
119	2012	0.25	0.37	0.63	0.25	0.87	0.32	1.19	0.34	1.53	0.50	2.03	0.56	2.60	0.46	3.05	0.33	3.39	0.28	3.67	0.20	3.86	0.40	4.26			
	total avg.	31.79	47.23	79.03	29.10	108.12	37.47	145.59	40.21	185.61	59.32	245.12	66.46	311.58	53.84	365.43	39.31	404.73	32.97	437.70	23.29	460.99	46.92	507.91	0.43	0.85	

SEWERAGE AND WATER BOARD OF NEW ORLEANS

COST OF OPERATIONS IDENTIFICATION PROGRAM BENCHMARKING 2013

ADMINISTRATIVE SERVICES DEPARTMENT

Insurance Cost per Employee:

Workers' Compensation	\$	1,783.93
Auto Liability	\$	259.92
General Liability	\$	31.64

ENGINEERING DEPARTMENT

Total Capital Program Design and Construction Contracts Cost Growth		7.0%
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ENVIRONMENTAL DEPARTMENT

Cost of Typical Industry Sampling Event	\$	1,059.87
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FACILITY MAINTENANCE DEPARTMENT

Cost to set 5/8" water meter	\$	94.59
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MANAGEMENT SERVICES DEPARTMENT

FINANCE:

Cost to Process a Miscellaneous Invoice	\$	29.32
Cost to Process a Vendor Invoice	\$	10.31
Cost to Process a Paycheck	\$	2.30

INFORMATION SYSTEM:

Cost to Image a Document	\$	0.22
Cost to Retrieve a Document	\$	3.27

PERSONNEL:

Cost to Hire an Employee	\$	166.86
Cost to complete a Voluntary - Employee Termination	\$	16.27
Employee Turnover Rate		9.15%
Cost to Train an Employee	\$	308.90

PURCHASING:

Cost to Process a Sundry Purchase Order	\$	49.46
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REVENUE:

Cost to Read a Meter	\$	1.29
Cost to Render a Bill (Less Meter Reading)	\$	0.91
Cost to Manage a Customer by Phone	\$	3.39
Cost to Manage a Customer by Mail	\$	5.34
Cost to Manage a Walk-in Customer	\$	5.70
Cost to Process a Mail-in Payment	\$	0.51
Cost to Process a Walk-in Payment	\$	2.15

SUPPORT SERVICES DEPARTMENT

Average Annual Maintenance Cost Per Piece of Equipment	\$	1,500.00 20%
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Appendix C

Consulting Engineer Feasibility Report

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ENGINEERING REPORT

WATER, SEWERAGE AND DRAINAGE REVENUE AND REFUNDING BONDS SERIES 2014

BLACK & VEATCH PROJECT NO. 182460

PREPARED FOR

Sewerage and Water Board of New Orleans

28 APRIL 2014



April 28, 2014

Sewerage & Water Board of New Orleans
625 St. Joseph Street
New Orleans, LA 70165

Dear Board Members:

We are submitting herewith our Engineering Report prepared in connection with the issuance of Water, Sewerage, and Drainage Revenue and Refunding Bonds, Series 2014. This report summarizes the findings of our engineering study related to the water, sewerage, and drainage systems of the City of New Orleans. We have made such investigation and review of the books, records, capital improvement programs, and water, sewerage and drainage systems and such other investigations as we deemed necessary.

In the preparation of this report, we performed site visits of Sewerage and Water Board of New Orleans (SWBNO) major water, sewerage and drainage facilities during the months of February, March, and April 2014, collected and reviewed basic operating data, and conducted personal interviews with key Water System, Sewerage System, and Drainage System operating, maintenance, engineering, and administrative staff. The general physical condition of the water, sewerage and drainage systems have been evaluated using three rating categories – good, adequate, and poor – as described below.

- Good – The facility is in good condition and provides reliable operation in accordance with design parameters and requires only routine maintenance.
- Adequate – The facility is operating at or near design levels; however, upgrading and repairs are needed to ensure continued reliable operation.
- Poor – The facility cannot be operated within design parameters. Major renovations are required to restore the facility and ensure reliable operation.

Subject to the limitations set forth herein, this report was prepared for SWBNO by Black & Veatch Corporation (Black & Veatch) and is based on information not within the control of Black & Veatch. Black & Veatch has not been requested to make an independent analysis, to verify the information provided to it, or to render any independent judgment of the validity of the information provided by others. As such, Black & Veatch cannot, and does not, guarantee the accuracy thereof.

In conducting our analysis and in forming an opinion of the projection of future operations summarized in this report, Black & Veatch has made certain assumptions with respect to conditions, events, and circumstances that may occur in the future. The methodology utilized by Black & Veatch in performing the analysis follows generally accepted practices for such projections. While Black & Veatch believes the assumptions are reasonable and appropriate, and the projection methodology valid, actual results may differ materially from those projected,

as influenced by the conditions, events, and circumstances that actually occur that are unknown at this time and/or which are beyond the control of Black & Veatch.

SWBNO may only distribute the complete report to third parties, including the above statements and not parts thereof. Any distribution of this report, or any excerpt thereof, to third parties shall be at SWBNO's sole risk. SWBNO's duty to distribute only the complete report, including the above statements, shall not apply to internal SWBNO documents derived from the report that come within the scope of applicable records laws and are requested under such laws by interested citizens.

As a result of our facility inspections, we find the overall condition of these facilities to be adequate. This indicates that most of the facilities are operating in accordance with requirements and meeting the needs of the customers, however, significant improvements are needed over the coming years to improve the reliability and performance of critical assets. The capital improvement program for fiscal years 2014 through 2019 addresses the improvements needed to improve the reliability and performance issues related to critical assets.

We wish to acknowledge the cooperation and assistance of SWBNO staff in providing guidance and information for the study. Mr. Michael Borchers of our organization has been responsible for the detailed preparation of the study summarized in this report.

Very truly yours,

BLACK & VEATCH CORPORATION



Russell A. Feingold
Vice President



Anna M. White
Principal Consultant

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Acronyms

AMI—Advanced Metering Infrastructure
AWWA—American Water Works Association
BMP—Best Management Practice
CAA—Clean Air Act
CAFR—Comprehensive Annual Financial Report
CAM—Customer Account Management
CCR—Consumer Confidence Report
CCTV—Closed Circuit Television
CIP—Capital Improvement Program
CIPP—Cured In Place Pipe
COBOL—Common Business Oriented Language
CWA—Clean Water Act
D/DBPR—Disinfectants and Disinfection By-Products Rule
DMR—Discharge Monitoring Reports
DOC—Dissolved Organic Carbon
DPW—Department of Public Works
DROP—Deferred Retirement Option Plan
ESSA—Emergency Sanitary Sewer Assessment
ESWTR—Enhanced Surface Water Treatment Rule
EWOCDS—Early Warning Organics Contamination Detection System
FBBR—Filter Backwash Recycling Rule
FBI—Fluidized Bed Incinerator
FEMA—Federal Emergency Management Agency
GC/MS—Gas Chromatograph/Mass Spectrometer
GHRS—Government Human Resources Services
GIS—Geographic Information System
GWR—Groundwater Rule
HAA5—Five Haloacetic Acids
HMGP—Hazard Mitigation Grant Program
Hz—Hertz
IVR—Interactive Voice Response
LDEQ—Louisiana Department of Environmental Quality
LRAA—Locational Running Annual Averages
LT2ESWTR—Long Term 2 Enhanced Surface Water Treatment Rule
MCL—Maximum Contaminant Level
mgd—Million Gallons per Day

mg/dscm—Milligrams per Dry Standard Cubic Meter
mg/L—milligrams per Liter
MQL—Minimum Quantification Levels
MRDL—Maximum Residual Disinfectant Limit
MS4—Municipal Separate Storm Sewer System
MW—Megawatts
NPDES—National Pollutant Discharge Elimination System
NTU—Nephelometric Turbidity Unit
PC—Personal Computer
PPE—Personal Protective Equipment
PSI—Pounds per Square Inch
RAA—Running Annual Average
RAS—Return Activated Sludge
RFP—Request for Proposal
RFQ—Request for Qualifications
RMAP—Remedial Measures Action Plan
RTCR—Revised Total Coliform Rule
SCADA—Supervisory Control and Data Acquisition
SDWA—Safe Drinking Water Act
SELA—Southeast Louisiana
SIU—Significant Industrial User
SSO—Sanitary Sewer Overflow
SWBNO—Sewerage and Water Board of New Orleans
SWP3—Stormwater Pollution Prevention Plan
TCR—Total Coliform Rule
TOC—Total Organic Carbon
TSS—Total Suspended Solids
TTHM—Total Trihalomethanes
UCMR-3—Unregulated Contaminant Monitoring Rule
µg/L—Micrograms per Liter
USACE—United States Army Corps of Engineers
USEPA—United States Environmental Protection Agency
WAS—Waste Activated Sludge
WPP—Water Purification Plant

I. Introduction

A. PURPOSE

The purpose of this report is to summarize the findings of engineering studies performed by Black & Veatch Corporation (Black & Veatch) related to the water, sewerage and drainage systems of the Sewerage and Water Board of New Orleans (SWBNO) in conjunction with the issuance of a maximum of \$415,000,000 of Water, Sewerage, and Drainage Service Revenue and Refunding (Series 2014) bonds

In the preparation of this report, we performed site visits of SWBNO's major water, sewerage and drainage facilities during the months of February, March and April 2014, collected and reviewed basic operating data, and conducted personal interviews with key Water System, Sewerage System, and Drainage System operating, maintenance, engineering, and financial staff.

Subject to the limitations set forth herein, this report was prepared for SWBNO by Black & Veatch and is based on information not within the control of Black & Veatch. Black & Veatch has not been requested to make an independent analysis, to verify the information provided to it, or to render any independent judgment of the validity of the information provided by others. As such, Black & Veatch cannot, and does not, guarantee the accuracy thereof.

In conducting our analysis and in forming an opinion of the projection of future operations summarized in this report, Black & Veatch has made certain assumptions with respect to conditions, events, and circumstances that may occur in the future. The methodology utilized by Black & Veatch in performing the analysis follows generally accepted practices for such projections. While Black & Veatch believes the assumptions are reasonable and appropriate, and the projection methodology valid, actual results may differ materially from those projected, as influenced by the conditions, events, and circumstances that actually occur that are unknown at this time and/or which are beyond the control of Black & Veatch.

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B. SCOPE

This report addresses the organization and management, physical condition, adequacy of system capacity, operation and maintenance practices, and staffing levels of SWBNO's water, sewerage, and drainage systems. It also provides a review of the proposed Capital Improvement Program (CIP) of SWBNO.

This report has been prepared in conjunction with the issuance of Water, Sewerage and Drainage Service Revenue and Refunding Bonds, Series 2014. The purpose of the Series 2014 bonds is to pay the costs of constructing system improvements, extensions, betterments and repairs to the water sewerage, and drainage systems and to provide for the refunding of the outstanding debt issues shown in Table 1 on the following page.

Table 1—Outstanding Debt Issues

UTILITY	DESCRIPTION	ISSUE AMOUNT	AMOUNT OUTSTANDING ^a
Water	Series 1998	\$16,000,000	\$5,570,000
Water	Series 2002	\$34,000,000	\$22,085,000
Water	Total	\$50,000,000	\$27,655,000
Sewerage	Series 1997	\$30,000,000	\$8,935,000
Sewerage	Series 1998	\$25,000,000	\$8,705,000
Sewerage	Series 2000A	\$26,800,000	\$13,040,000
Sewerage	Series 2000B	\$20,300,000	\$9,875,000
Sewerage	Series 2001	\$37,720,000	\$16,685,000
Sewerage	Series 2002	\$57,000,000	\$33,160,000
Sewerage	Series 2003	\$5,500,000	\$3,270,000
Sewerage	Series 2004	\$33,000,000	\$21,400,000
Sewerage	Series 2009	\$23,375,000	\$20,495,000
Sewerage	Total	\$258,695,000	\$135,565,000
Drainage	Series 1998	\$10,000,000	\$3,445,000
Drainage	Series 2002	\$20,000,000	\$12,760,000
Drainage	Total	\$30,000,000	\$16,205,000
	Total	\$347,695,000	\$179,425,000

^a As of December 31, 2013

C. BLACK & VEATCH QUALIFICATIONS

Black & Veatch is one of the largest and most experienced engineering, construction, and consulting firms in the United States specializing in utility engineering. The firm’s experience includes the planning, design, operational analysis, and construction of water, wastewater, and energy generation and transmission systems. In addition, the firm has extensive experience in assisting utilities with management and financial aspects of their operations. The firm has been engaged in more than 40,000 projects for over 7,000 clients, including utilities owned by municipalities ranging in size from small villages to large metropolitan regions, investor-owned utilities, industrial and commercial businesses, agencies of the United States, and international governmental agencies.

The physical evaluation of SWBNO’s water, sewerage and drainage systems has included experienced personnel of the firm’s Water Business which provides study, design, and construction services in all facets of the water and wastewater fields. Water system engineering experience of this business unit includes the design of a broad variety of facilities such as source of supply, pumping stations, treatment plants, and transmission and distribution systems. Wastewater and Drainage system engineering experience includes design of collection, interceptor, and trunk sewers; pumping stations; treatment systems; and sludge disposal facilities. The Water Business

also has extensive experience in operator training, plant management studies, and preparation of operation and maintenance manuals for both water and wastewater systems.

In performing our engineering assessment of SWBNO, Black & Veatch reviewed the current condition and operation and maintenance of its water, sewerage and drainage systems. We conducted inspections of SWBNO's major water, sewerage and drainage facilities in February, March, and April 2014, including the two sewage treatment plants and the two water treatment plants and evaluated the general physical condition of the facilities based on the definitions and criteria described below.

- Good—The facility is in good condition and provides reliable operation in accordance with design parameters and requires only routine maintenance.
- Adequate—The facility is operating at or near design levels; however, upgrading and repairs are needed to ensure continued reliable operation.
- Poor—The facility cannot be operated within design parameters. Major renovations are required to restore the facility and ensure reliable operation.

As a result of our facility inspections, we find the overall condition of these facilities to be adequate. This indicates that most of the facilities are operating in accordance with requirements and meeting the needs of the customers, however, significant improvements are needed over the coming years to improve the reliability and performance of critical assets. We also met with key SWBNO water, sewerage and drainage system staff during this period to discuss other facilities, regulatory compliance, staffing, and the overall mission of the departments. Staff interviewed during our studies included representatives from the following departments:

- Administrative Services
- Environmental Compliance
- Planning & Budget
- Finance
- Information Systems
- Personnel Administration
- Purchasing
- Risk Management
- Revenue and Customer Service
- Operations
- Facility Maintenance
- Networks
- Support Services
- Engineering

II. Executive Summary

The purpose of this report is to summarize the findings of engineering studies performed by Black & Veatch Corporation (Black & Veatch) related to the water, sewerage and drainage systems of the Sewerage and Water Board of New Orleans (SWBNO) in conjunction with the issuance of a maximum of \$415,000,000 of Water, Sewerage, and Drainage Service Revenue and Refunding (Series 2014) bonds.

A summary of the conclusions is provided in the following section. As referenced above, this report should be read and considered in its entirety as additional information relevant to the operations of SWBNO is provided outside of this executive summary.

A. ORGANIZATION AND MANAGEMENT CONCLUSIONS

Based on our review of SWBNO's organizational and managerial structures, Black & Veatch has reached the following conclusions:

- SWBNO is organized to effectively carry out its mission to provide drinking water, sewerage, and drainage services to the citizens of New Orleans. This includes managers who are experienced in the critical areas of utility finance, planning, operations, and engineering. There are administrative units tasked with key utility functions such as planning and budgeting, emergency management, human resources, and customer service. The operational units consist of departments focused on providing quality drinking water, sewerage, and drainage service.
- The management team consists of individuals with significant water, sewerage, and drainage experience. This experience has been developed both internally at SWBNO, and also at other respected, major water and sewer utilities.
- Similar to water and sewer utilities across the U.S., the departments that comprise SWBNO are faced with a significant number of pending retirements. Approximately 40 percent of current employees are either on the Deferred Retirement Option Plan (DROP) program or are eligible for retirement. Unless they are replaced with a steady influx of qualified replacements, these pending retirements pose a significant threat to SWBNO's ability to perform its core operational and administrative functions. Succession planning and recruitment of qualified employees will be a key element for SWBNO to adjust to the pending retirements.
- There are several departments that are experiencing critical vacancies, including the Water Purification unit of the Operations Department, as well as the Facilities Maintenance and Networks Departments. SWBNO should address these vacancies as soon as possible to ensure effective operational and maintenance performance, and administrative oversight.
- With pending retirements, current vacancies, and a significant CIP to be implemented, a detailed staffing analysis of the various departments appears to be warranted. The staffing analysis, including an assessment of necessary skills and levels by department, can assist SWBNO's management with the efficient replacement of employees, as well as the development of revised job descriptions for use with the Civil Service hiring process.
- Many of the day to day administrative processes conducted by SWBNO are primarily paper-driven and not supported by its core information systems. In several instances, these information systems, while still functional, have been in place for almost 25 years. SWBNO is beginning a

multi-year process to replace its core information systems, including information systems necessary for customer account management and billing, human resources, financial management and work order management.

- SWBNO has developed a strategic plan to address current and future challenges. The plan includes an assessment of strengths and weaknesses; as well as strategies and tactics for strengthening the organization over the coming years. There is specificity for key managers of the administrative and operational units to understand their role in the plan's implementation. The strategic plan should be followed up with department-developed tactical plans and metrics for tracking performance toward stated goals and objectives.

B. WATER SYSTEM CONCLUSIONS

Based on our review of SWBNO's water system, Black & Veatch has reached the following conclusions:

- SWBNO has an abundant water supply via the Mississippi River to provide service to existing and future customers.
- SWBNO consistently meets or exceeds state and federal standards for the provision of drinking water. The treatment capacity for the Carrollton Water Purification Plant (WPP) and Algiers WPP is sufficient to meet current and projected demands.
- SWBNO's water purification plants are adequate and include processes and components that are common in the water industry. The water purification plants are in need of infrastructure upgrades or replacements to sustain reliable operation. Most critical are the Carrollton WPP filters and underdrains.
- The amount of non-revenue water, which is water produced by SWBNO but not sold to customers, is well above what is typical for a similar sized utility. SWBNO is taking action to address the issue through the use of several initiatives, including the use of leak detection technology; the Federal Emergency Management Agency (FEMA)-funded replacement of the distribution system; the FEMA-funded Water Hammer program; meter replacement; and account validation. These initiatives are common techniques in the water industry for identifying and reducing non-revenue water and should eventually yield improved results over the long-term.
- From 2008 through 2012, an outside consultant performed a water audit per the American Water Works Association (AWWA) guidelines. It is recommended that SWBNO staff internally develop and manage the annual water audit per AWWA guidelines. This annual water audit can provide an effective basis for understanding areas of non-revenue water and tracking progress toward reducing the amount of non-revenue water to more typical levels.
- Over the years, SWBNO has developed a redundant power supply that is available primarily to sustain drainage operations during significant emergencies such as hurricanes. The power plant is also able to provide power to sustain drinking water low service pumping, treatment operations, and high service pumping during events where the local power source is down. These power assets may be unique within the water industry and provide a mechanism for SWBNO to sustain critical operations during significant storm events.
- Significant FEMA funds are being dedicated over the coming years to reinvest and prepare the power assets to continue providing reliable power during future storm events.

- SWBNO continues to rebuild its water system to recover from the impact of Hurricane Katrina in 2005. The FEMA-funded hurricane recovery projects will rehabilitate or replace significant pumping assets, as well as a significant portion of the water distribution system.

C. SEWERAGE SYSTEM CONCLUSIONS

Based on our review of SWBNO's sewerage system, Black & Veatch has reached the following conclusions:

- Complying with the consent decree continues to be a major focus for SWBNO. Significant improvements have been made to the system including rehabilitation of sewage pump stations and the implementation of the Comprehensive Collection System Remedial Program. The number of Sanitary Sewer Overflows (SSOs) has been reduced but is still significant, and SWBNO has recently been able to negotiate an extension of its schedule for completing the rehabilitation of East Bank basins at varying milestones through 2025. Meeting this schedule appears feasible, but will require diligent coordination between SWBNO and the City of New Orleans (City) to keep sewer rehabilitation and street projects on track.
- The preventive maintenance inspections developed as part of the consent decree provide an effective means for consistently checking and correcting deficiencies in the east bank collection system. Based on a review of 2012 and 2013 annual reports to the United States Environmental Protection Agency (USEPA), SWBNO has been complying with these important inspections.
- The sewage treatment plants have historically been compliant with meeting the limits set forth in their respective National Pollutant Discharge Elimination System (NPDES) permits. There have been several recent exceedances of the permit limits for the East Bank Sewage Treatment Plant (East Bank Plant); however, additional focus by the operator, Veolia Water North America (Veolia), should return the plant to performance that is more in line with its historical performance.
- The sewage treatment plants are comprised of processes and components for treating sewage and handling sludge that are common within the wastewater industry. The treatment capacity of the East Bank Plant is sufficient to meet existing and near term demand. SWBNO should continue to monitor the population growth and the impact of the collection system rehabilitation projects to appropriately plan for any needed future expansions.
- There has been several compliance issues related to meeting the reporting requirements for SWBNO's Title V permit for the power plant at the Carrollton WPP. SWBNO believes that it has improved its processes for meeting these requirements and does not anticipate future occurrences.
- There is a new emissions rule developed by the USEPA related to sewage sludge incinerators that could result in needed modifications to the Fluidized Bed Incinerator (FBI) located at the East Bank Plant. The new rule includes increased standards for mercury emissions, and it appears that emissions from current operations may exceed this limit. SWBNO is working with Veolia to assess the impact of the new rule and will then determine any needed improvements to the FBI.

D. DRAINAGE SYSTEM CONCLUSIONS

Based on our review of SWBNO's drainage system, Black & Veatch has reached the following conclusions:

- SWBNO has made significant progress with the rehabilitation of its drainage pump stations with the help of Federal disaster-recovery and hazard mitigation funds. Completed work includes rehabilitation of drainage pumps and motors; storm proofing of stations to protect the pumping assets from flood and wind; and installation of backup generators to ensure operations should loss of power occur. The proposed CIP includes additional, internal funds to continue the normal repair and replacement of drainage pumping assets.
- SWBNO is a participant with the USACE in the Southeast Louisiana (SELA) Drainage program. The CIP includes significant funds provided by the Federal government and SWBNO for constructing and improving canals to facilitate better drainage and flood control in the drainage system. The implementation of these improvements will continue to be a major focus of SWBNO in the coming years.
- Additional pumping stations (West Closure Complex and Lake Pontchartrain permanent stations) are being constructed by the USACE to improve the drainage of the system. SWBNO will share in the operating cost of the West Closure Complex once operational, and likely will assume some responsibility for the three permanent stations on Lake Pontchartrain. These additional responsibilities would require additional O&M expense and employee resources that are yet to be determined.

E. CIP CONCLUSIONS

Based on our review of the SWBNO's water, sewerage, and drainage systems and associated reports and documents, Black & Veatch has reached the following conclusions:

- The CIP developed by SWBNO appropriately addresses major system deficiencies and initiatives.
- Almost one half of the total CIP is projected to be funded from other sources, including FEMA and USACE disaster-recovery and hazard mitigation funds. The majority of these projects are focused on rebuilding the water, sewerage, and drainage systems, as well as preparing SWBNO to sustain operations during future storm events.
- SWBNO is developing its processes for monitoring and re-evaluating a prioritized CIP on an annual basis; as well as implementing a significant number of projects over the coming years. Adjustments to the costs and timing of CIP projects are expected once SWBNO initiates more detailed design. The prioritization component of SWBNO's CIP development process provides a logical basis for managing the implementation of the CIP.
- The CIP will result in a more aggressive schedule for completing capital projects. SWBNO is qualified to manage the implementation of the CIP, and is planning to retain additional, outside engineering support to complete these projects. Increased focus by SWBNO on program management, purchasing, and project approval processes will be needed to prevent significant delays in the completion of the CIP.

As a result of our facility inspections, Black & Veatch finds the overall condition of the water, sewerage, and drainage facilities to be adequate. This indicates that most of the facilities are

operating in accordance with requirements and meeting the needs of the customers, however, significant improvements are needed over the coming years to improve the reliability and performance of SWBNO's critical assets.

III. Organization and Management

A. ORGANIZATION AND STRUCTURE

The water, sewer, and drainage systems that service the City of New Orleans (City) are operated by the Sewerage and Water Board of New Orleans (SWBNO) as a self-supporting enterprise fund utility. The systems date back to the late 19th century when City leaders moved to create drainage, water, and sewer systems to respond to flooding (drainage system), provide drinking water and fire protection (water system), and alleviate unsanitary conditions related to the disposal of human waste (sanitary sewer system). The Drainage Commission was organized in 1896 to develop a drainage master plan for the City. The Sewerage and Water Board was organized in 1899 to begin planning and constructing the water and sanitary sewer systems that would provide service to the residents of New Orleans. The Drainage Commission was merged with the Sewerage and Water Board in 1903 and has continued to provide drainage, water, and sanitary sewer service ever since as the Sewerage and Water Board of New Orleans. In addition to the operation of the water, sewerage, and drainage systems, SWBNO is responsible for capital planning; construction; budgeting and accounting; financial planning and rate setting; meter reading; billing; customer service; and various other administrative functions necessary for managing a utility.

SWBNO's Mission is to "provide safe drinking water to everyone in New Orleans; to remove waste water for safe return to the environment; to drain away storm water; to provide water for fire protection; to provide information about products and services; and to do all of this continuously at a reasonable cost to the community." The vision of SWBNO is to have the trust and confidence of its customers for reliable and sustainable water services.

Based on our review of the assets and operations of SWBNO, there are several key challenges that it will face in the near future, including:

- *Compliance with the Consent Decree.* The Third Modified Consent Decree is currently being routed to obtain signatures from state and federal regulators. The Third Modified Consent Decree builds on the original consent decree that was entered into by SWBNO with the USEPA in 1998. The primary purpose of the consent decree is to correct the instances of sewer overflows from the sanitary sewer system. This includes the rehabilitation of the sanitary sewer system to increase capacity, reduction of cross connections, operational response to overflows, and other pertinent items related to complying with the Clean Water Act and Clean Air Act and associated regulations. Additional information related to the consent decree is found in the Sewerage System section of this report.
- *Hurricane Katrina Recovery Efforts.* In 2005, the City was devastated by flooding caused by levee breaks following Hurricane Katrina, which also had a significant impact on the assets of SWBNO. Since then, SWBNO has embarked on a substantial rebuilding effort that continues to this day. Significant ongoing projects related to the sewer pump stations, power plant, and water distribution system are meant to return these Katrina-impacted assets to good working condition. The capital budget planned by SWBNO includes a significant portion of Hurricane Katrina related projects to be completed over the coming years. Many of these projects are funded via federal grants from entities such as the FEMA, United States Army Corps of Engineers (USACE), as well as State of Louisiana funding programs.

- *Staffing.* As with many other utilities across the U.S., SWBNO is facing a wave of retirements over the coming years. The loss of personnel and the associated experience will challenge management to hire and retain the next generation of employees to continue providing capable water, sewerage, and drainage services.
- *Information Systems.* The majority of business systems that SWBNO relies on for providing customer service and managing its business are outdated. Accordingly, SWBNO is planning to replace and/or upgrade several important systems over the coming years. This necessary venture will require planning and preparation to seamlessly integrate the new systems with ongoing operations and other planned initiatives.
- *Water System Non-Revenue Water.* The drinking water system experiences a significant amount of unmetered, non-revenue water that appears to be related to leaks in the transmission and distribution system. Over the coming years, SWBNO has planned several initiatives to address this condition including capital repair and replacement of water distribution mains; proactive use of leak detection technology; and the installation of Advanced Metering Infrastructure (AMI).
- *Other Capital Repair and Replacement Projects.* In addition to the projects mentioned above, SWBNO is planning to invest in projects to return other critical assets to good working order, including the water purification plants and sewage treatment plants.

Implementation of these initiatives will be the responsibility of the SWBNO Board of Directors and Management, which is described in more detail in the following sections.

1. Board of Directors

SWBNO is currently governed by 13 members of a Board of Directors (Board), including the Mayor of New Orleans. During the 2013 Louisiana regular legislative session, several changes were made to the state statutes that govern the makeup and actions of SWBNO. Upon approval of the City Council, the Board on a going forward basis will be comprised of 11 individuals that include the Mayor of New Orleans; two syndicate members of the City Board of Liquidation, City Debt; and eight citizens to be selected by a newly designated Selection Committee and submitted to the Mayor and City Council for approval. The major changes to SWBNO's Board are highlighted below:

- The number of Board members was decreased from 13 to 11. There is no longer a requirement for three Board members to be selected from the City Council.
- Previously, seven citizens were selected (2 at large; and 5 from each of the council districts of the City). Now eight citizens are to be selected by a Selection Committee that consists of ten members, including: 1) president of Dillard University or designee; 2) president of Loyola University or designee; 3) president of Tulane University or designee; 4) president of Xavier University or designee; 5) chancellor of Delgado Community College or designee; 6) chancellor of University of New Orleans or designee; 7) chancellor of Southern University at New Orleans or designee; 8) chair of board of directors of New Orleans Chamber of Commerce or designee; 9) president of the board of directors of New Orleans Regional Black Chamber of Commerce or designee; and 10) chair of board of directors of the Urban League of Greater New Orleans or designee.
- The process for determining Board members was amended. Generally, the process now requires that vacancies to the Board shall be published to achieve public awareness and solicit nominees

for replacement. The Selection Committee is to review the list of applicants and determine whether they are qualified, and then submit a list of three qualified candidates to the Mayor for consideration. The Mayor is to then select one of the three individuals and submit the nominee to the City Council for consideration and approval. If City Council approves, the nominee is appointed to the Board. If the City Council does not approve, the Selection Committee is to reconvene and again select three qualified individuals for submittal to the Mayor to re-start the process.

- Each nominee needs to have experience either in architecture, environmental quality, finance, accounting, business administration, engineering, law, public health, urban planning, facilities management, public administration, science, construction, business management, community or consumer advocacy or other pertinent disciplines.
- The term of each Board member is reduced from nine years to four years. There are staggered initial terms determined by lot for the eight citizens.
- There is a requirement for the Board to submit additional reports on a quarterly basis to the City Council. The reports generally cover standard industry metrics; processes and indicators to prevent waste and fraud; performance metrics for employees and contractors; benchmarks on the coordination of SWBNO and the City's Department of Public Works for ensuring resource alignment; effectiveness and efficiency of information systems; improvements to system redundancy; and status of operational reforms, capital improvement programs, and service assurance programs.

2. Management

SWBNO is led by the Executive Director who reports to the Board. The former Executive Director, Ms. Marcia St. Martin, retired from SWBNO on January 31, 2014. At this time, the Board is in the process of selecting her replacement. While the Board provides leadership, policy direction, and oversight, the day to day operations of SWBNO are managed by the Executive Director, Deputy Director, General Superintendent, and Deputy General Superintendent. As seen in the organizational chart on the following page, operations, maintenance, and engineering functions are managed by the General Superintendent who reports to the Executive Director. The General Superintendent is supported by the Deputy General Superintendent. Business and administrative functions are managed primarily by the Executive Director and Deputy Director. As the Board is in the process of selecting the next Executive Director, Mr. Robert Miller is serving as Interim Executive Director. Mr. Miller has over 32 years of experience in the water utility industry, including 26 years at the Louisville Water Company. He has been at SWBNO since 2009. The General Superintendent is Mr. Joe Becker, who has approximately 27 years of service with SWBNO. Mr. Becker's background has been primarily in the Operations and Engineering departments of SWBNO. He is assisted by Ms. Madeline Goddard who came to SWBNO from the City of Phoenix Water Services Department. Ms. Goddard has over 28 years of service in the water industry and has been at SWBNO since 2009. This interim management team is well qualified to run SWBNO until a new Executive Director is selected.

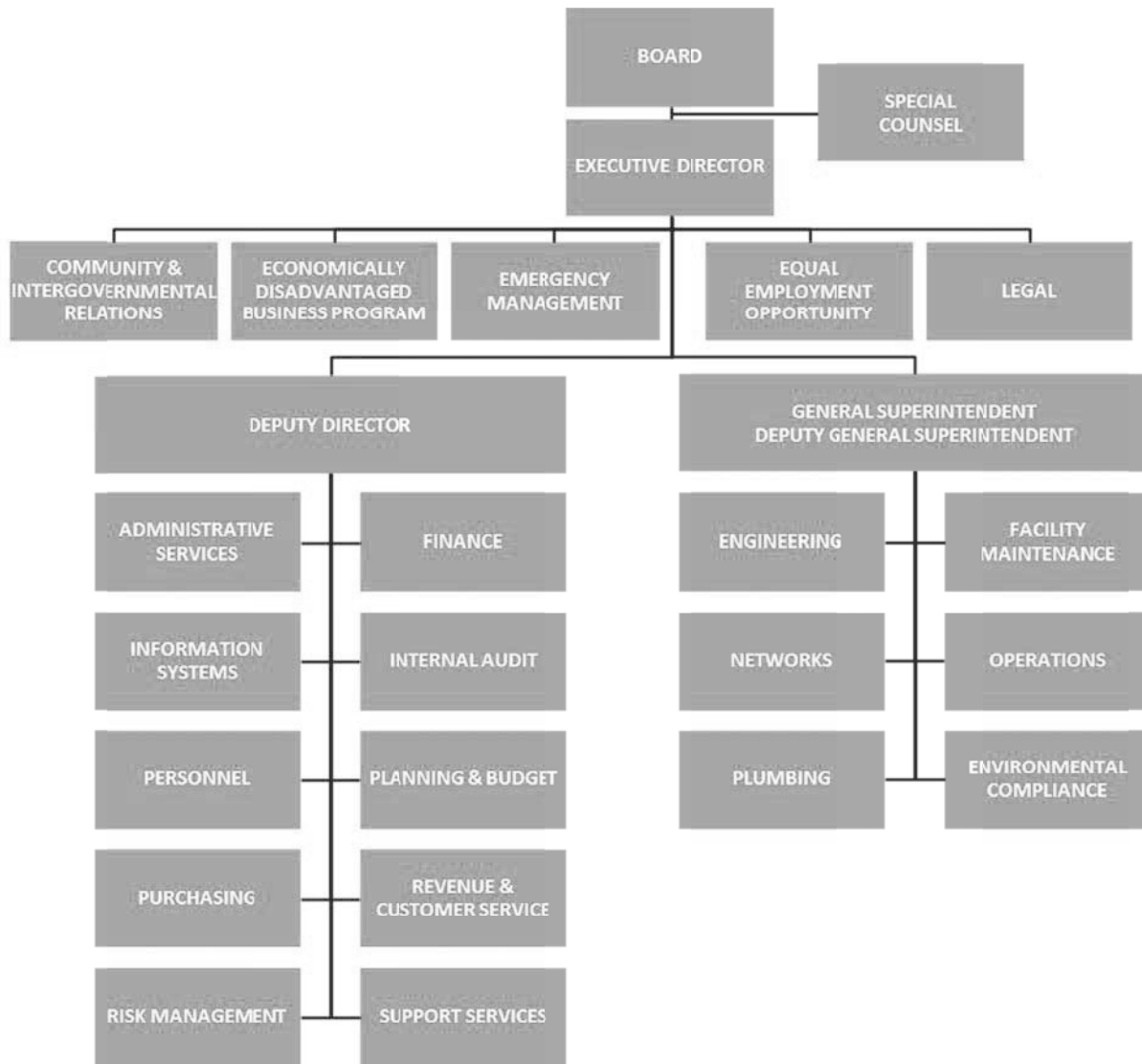


Figure 1—Organizational Chart

In addition to SWBNO’s core management team noted above, the department heads maintain significant operational and professional experience. For example, the head of the Operations, Facilities Maintenance, and Networks Departments each have over 30 years of experience, with SWBNO. Other managers maintain significant experience with SWBNO, but also have experience within the City or separate organizations. Discussions with staff have indicated that reporting lines do not always coordinate with the organizational structure. For example, the Support Services Department (Support Services) reports to the Deputy Director, but interacts regularly with the operating units that fall under the General Superintendent’s office. The Geographic Information System (GIS) is housed within the Information Systems Department (Information Systems), but is required in the Engineering Department. In these instances, cooperation between administrative and operational units occurs to provide the necessary support across the organization.

3. Staffing

As noted above, key managers maintain significant experience with SWBNO operations and its business functions. While this provides current benefits, retirement is on the horizon for many of these key managers. According to SWBNO, approximately 40 percent of its workforce will be eligible for retirement by the end of 2017.

As of March 2014, SWBNO has approximately 1,028 total employees. This does not include contract employees, such as Veolia employees who operate and maintain the sewage treatment plants. Table 2, on the following page, provides the current number of employees at SWBNO by department and the associated number of vacancies to be filled.

As can be seen, there are significant vacancies in some of the key departments, including the Water Purification and Lab unit of the Operations Department, as well as Internal Audit, and Customer Service and Revenue. These are key areas where the lack of qualified personnel can impact the performance of core responsibilities and administrative oversight. For the majority of these, the vacancies have been approved by the Board to be filled. Of the 189 vacancies noted above, the SWBNO Board has approved requisitions for 117 of these. This means that the hiring of replacements has been initiated and will be pursued by SWBNO's Personnel Department in conjunction with the City of New Orleans' Department of Civil Service (Civil Service). While SWBNO initiates the hiring process, personnel management and the actual hiring process are managed by Civil Service. Civil Service has developed policies and procedures that must be followed by SWBNO for the hiring of any new personnel. In general, interviews with SWBNO indicate that hiring suitable replacements for the vacancies noted above is a challenge due to several factors including:

- **Lack of Qualified Candidates**—The operating departments for SWBNO include more technical and labor intensive positions such as electricians, engineers, laborers, and mechanics. In many instances, SWBNO managers report that the pool of candidates does not maintain the technical experience associated with the job needed, or the candidates become uninterested when learning about the nature of the work associated with the job opening.
- **Cumbersome Hiring Process**—The process for hiring through Civil Service requires reviewing and interviewing a significant number of applications. Civil Service groups candidates into bands that reflect compatibility with the requirements of the particular job opening. The candidates in the more qualified bands must be interviewed with recommendations reverted back to Civil Service. This process takes time, and in some instances managers report that qualified candidates will move on to other jobs that become available.
- **Pay Limits and Residency Requirements**—Working for SWBNO includes a residency requirement to live within Orleans Parish. Additionally, managers note that pay scales for more technical jobs such as engineering and skilled labor are not competitive with similar private sector jobs. In some instances disincentives exist where a promotion to a managerial position could result in less pay.

Despite these hurdles, SWBNO management believes that the process for hiring additional employees and replacements for the existing employees that will soon be retiring can and will be improved. Several initiatives mentioned include providing more SWBNO-specific job descriptions to Civil Service to assist with providing a more focused and qualified set of candidates to evaluate; completion of job studies to create or design new positions to meet the changing outlook of

SWBNO; strengthening the communication between SWBNO and Civil Service; and participation by members of the Personnel Department (Personnel) at local and regional job fairs to recruit workers interested in the water, sewerage, and drainage fields.

Table 2—Current Number of SWBNO Employees and Vacancies (as of March 31, 2014)

DEPARTMENT	# OF EMPLOYEES	# OF VACANCIES	TOTAL	% VACANT
Executive Director	5	1	6	16.67%
Community & Intergovernmental Relations	4	2	6	33.33%
Economically Disadvantaged Business Program	6	1	7	14.29%
Emergency Management	4	0	4	0.00%
Equal Employment Opportunity	1	0	1	0.00%
Legal Department	7	3	10	30.00%
Administrative Services	3	1	4	25.00%
Environmental Compliance	12	3	15	20.00%
Finance Administration	32	6	38	15.79%
Information Systems Administration	6	1	7	14.29%
Internal Audit	3	4	7	57.14%
Personnel Administration	10	4	14	28.57%
Planning & Budget	6	2	8	25.00%
Purchasing Administration	7	1	8	12.50%
Revenue & Customer Service	180	35	215	16.28%
Risk Management	9	3	12	25.00%
General Superintendent	4	1	5	20.00%
Engineering	43	7	50	14.00%
Facility Maintenance	65	8	73	10.96%
Networks	291	45	336	13.39%
Operations – Administrative	2	0	2	0.00%
Operations – Water Purification and Lab	65	25	90	27.78%
Operations – Pumping and Power	78	6	84	7.14%
Operations – Sewage and Drainage Pump Stations	96	12	108	11.11%
Operations – Sewage Treatment Plants	1	0	1	0.00%
Plumbing	16	7	23	30.43%
Support Services	72	11	83	13.25%
Total	1,028	189	1,217	15.53%

As SWBNO manages personnel in accordance with the City's Civil Service Department, employees that are eligible for retirement can opt to enter the DROP program. The DROP program allows employees that are eligible for retirement to continue working while receiving their normal pay and retirement pay for up to five years. This benefit allows SWBNO employees to save additional money prior to terminating their employment with SWBNO. A benefit for SWBNO is that the organization can begin planning for the departure of the employee. Currently, there are approximately 131 employees of SWBNO that are on DROP. There are an additional 279 employees that are eligible for retirement. Thus, approximately 40 percent of SWBNO's current workforce is on DROP or eligible for retirement.

The pending retirements facing SWBNO are not unique to SWBNO. Utilities across the U.S. are facing similar challenges as the workforce that was developed to manage and operate utilities during growth years approaches retirement age. In addition to pursuing replacements for the identified vacancies above, SWBNO also has several initiatives that are focused on mitigating the impact of the pending retirements, including:

- Knowledge Management and Succession Planning—In 2013 SWBNO developed a policy for initiating a program for Knowledge Management and Succession Planning. The focus of the program is to 1) capture knowledge from critical employees prior to retirement; 2) identify potential successors; and 3) transfer knowledge and develop potential successors. While this program is still in the early stages, it is evident from discussions with staff that one benefit of the DROP program is the advance notice that it provides management for preparing for the loss of critical personnel. At this point, this initiative is being developed within the administrative departments that report to the Deputy Director. SWBNO management plans to continue to develop this program in the coming years.
- Training—SWBNO has approved training courses provided by an outside firm to develop the skills of current managers and employees. The training courses include a variety of classes on subjects including, time management; diversity and communications; process and change management; and leadership. Managers in SWBNO can identify classes for their employees and submit the list to the Personnel Department, who coordinates the training with the outside firm. Additionally, the operating divisions under the General Superintendent's Office maintain training regimens related to their specific focus areas.

B. KEY OPERATING UNITS

As seen in the organizational chart on above, the key operating units of SWBNO fall under the supervision of the General Superintendent and Deputy General Superintendent, who report directly to the Executive Director. The following sections provide an overview of key operating units, as well the major assets for which they have responsibility.

1. Operations

The Operations Department (Operations) within SWBNO is organized into four separate units. These include Water Purification, Sewerage and Drainage Pumping, Water Pumping and Power, and Sewage Treatment. Operations coordinates with several other departments, including Engineering, Networks, and Facility Maintenance to plan and perform maintenance related to SWBNO's key assets.

a) Water Purification

The Water Purification unit is responsible for the treatment of all drinking water supplied by SWBNO. This is accomplished at two purification plants, the Carrollton WPP and the Algiers WPP. The Carrollton WPP is the larger of the two and primarily serves the portion of the SWBNO service area that is on the east bank of the Mississippi River. The operating capacity of the Carrollton WPP is 232 million gallons per day (mgd). The Algiers WPP is located on the west bank of the Mississippi River and has a current operating capacity of 24 mgd.

Key responsibilities of the Water Purification unit include treating water that meets all parameters of the Safe Drinking Water Act (SDWA); controlling the rate of flow into the plants to assure the quantity of water is sufficient to meet system demand; operation of the laboratory to conduct process control sampling as well as compliance sampling; management of various chemicals used in the treatment process; general maintenance of treatment facilities, including backwashing of filters, painting, and other miscellaneous activities.

Another key function of the Water Purification unit is to monitor the raw water coming down the Mississippi River for any potential organic contaminants. This includes participating in the State of Louisiana Department of Environmental Quality (LDEQ) program for Early Warning Organics Contamination Detection System (EWOCDS). This system consists of monitoring stations equipped with sensors for detecting organic contaminants. If organic contaminants are detected, LDEQ, through the Louisiana Department of Health and Hospitals, notifies downstream utilities so they can prepare and utilize treatment options for the removal of organic contaminants.

b) Sewerage and Drainage Pumping

The Sewerage and Drainage Pumping unit primarily provides operation and maintenance of the sewerage and drainage pump stations owned by SWBNO. The topography of the SWBNO service area is unique and requires significant pumping assets for conveying sewage and storm runoff. There are approximately 1,536 miles of sewer mains in the system and 83 sewage pump and lift stations. With respect to the sewerage system, this unit operates the pump stations to assure effective flow of sewage to SWBNO's two treatment plants. SWBNO is under a consent decree with the USEPA to eliminate the instances of sanitary sewer overflows in the larger, east bank portion of its sewerage system. Thus, this unit plays a critical role as the pumping and lift stations need to be in good working order to prevent backups in the system and associated overflows that are required to be reported under the terms of the consent decree.

With respect to the drainage system, this unit operates 24 major drainage pump stations that are responsible for draining Orleans Parish during wet weather. The pumps in these drainage pump station require manual operation and therefore this unit provides a critical role in the drainage of Orleans Parish during wet weather. In addition to the drainage pump stations, this unit is responsible for monitoring and inspecting the various canals and 13 minor drainage stations that are used to collect and convey stormwater during wet weather events.

c) Water Pumping and Power

The Water Pumping and Power unit (Pumping and Power) is responsible for the operation of SWBNO's power plant that is located at the Carrollton WPP. This power plant is primarily a 25 cycle plant that powers SWBNO's drainage pump stations and parts of the water purification plants.

In addition to the power plant, this unit is also responsible for operating the major pumping assets that supply drinking water to SWBNO's customers. This includes the Panola and Claiborne high service pump stations, as well as high service pumps A and B that are located in the power plant at the Carrollton WPP. Additionally, this unit controls the low lift pumps that pump water from the river intakes to the two purification plants.

Electricity is a critical component for the provision of all water, sewerage, and drainage service. During an emergency situation, the power station uses steam produced from onsite boilers to power three turbines that produce electricity to keep the drainage pump stations up and running during a flood event or other disaster. There is an additional turbine that uses natural gas or diesel fuel to also supply 25 cycle power. The combined capacity of these four turbines is approximately 61 megawatts (MW). There is also a new 60 cycle, 15 MW power turbine that has been installed near the power plant. This turbine will provide redundancy to stations that rely on 60 cycle power that is provided by the local electricity provider, Entergy. The new turbine will have a feed line from it to Drainage Pump Station No. 1, which is a key pump station that serves the downtown portion of the drainage service area.

d) Sewage Treatment

The sewage treatment plants owned by SWBNO are operated under a contract with Veolia. At this time, the existing contract between SWBNO and Veolia has expired, however, after a competitive bidding process; SWBNO is re-negotiating a new ten-year agreement with Veolia. During this negotiation period, Veolia is continuing to operate the plants and is responsible for complying with the NPDES permit requirements.

The sewage treatment operations and maintenance are managed by Veolia, with oversight by SWBNO. Veolia is responsible for the compliance with standards outlined in SWBNO's NPDES permit related to Clean Water Act (CWA) sewage treatment effluent standards, as well as Clean Air Act (CAA) regulations for emissions as the sewage treatment plants. Both Veolia and SWBNO cooperate with respect to identifying capital needs for the sewage treatment plants to assure that they remain in good working order.

2. Facility Maintenance

The Facility Maintenance Department (Facility Maintenance) provides technical maintenance service to various critical assets owned by SWBNO. Facility Maintenance is divided into four units that focus on plant maintenance, welding and fabrication, electrical maintenance, and mechanical maintenance. Examples of the work performed by Facility Maintenance includes: cleaning and inspection of flocculation and sedimentation basins; welding and fabrication of various mechanical parts necessary for SWBNO's critical power and pumping equipment; electrical maintenance on the power delivery assets as well as the electrical equipment at pumping and treatment facilities; maintenance on pumping motors and associated equipment; and testing and maintenance on SWBNO's customer meters. The work performed by Facility Maintenance requires significant specialized technical skills as much of the SWBNO equipment related to the power plant, steam pumps, and other older equipment cannot be replaced with the same equipment, and therefore must be maintained and repaired in house.

Work performed by Facility Maintenance is coordinated and tracked through SWBNO's Cassworks® work order maintenance system. Facility Maintenance is participating in several important initiatives, including: rehabilitation of the power plant and associated turbines; water hammer project related to replacing pumps at high service pump stations; sewerage and drainage pump station rehab projects; and maintenance on water purification plant sedimentation basins. These projects, combined with routine and reactive maintenance issues throughout the plants, stations and distribution, keep Facility Maintenance heavily engaged and require the normal use of overtime from employees to keep up with its work load

3. Engineering

The Engineering Department (Engineering) includes Mechanical Engineering, Electrical Engineering, Civil Engineering, Construction Administration and Inspection, and Networks Engineering. Engineering administers major contracts for all projects related to SWBNO facilities, and coordinates with other agencies and consulting engineers for the design and construction of SWBNO capital improvements. The engineering staff works closely with the various Operations units. These close ties promote the effective execution of critical projects necessary to keep operations and processes working and producing the services for the community. Currently, there are 43 employees in Engineering with seven vacancies.

Major areas of responsibility for Engineering include:

- Review of design packages from outside engineering firms that are related to SWBNO facilities.
- Inspection of projects currently under construction, e.g., the current rehabilitation of the steam driven high service pumps A and B.
- Internal design of systems such as the replacement of sewer lines or water distribution mains that serve the Orleans Parish.

The proposed CIP discussed in Section VII of this report will be the focus for Engineering in the coming years. To supplement the existing Engineering staff, SWBNO has been seeking qualified firms that have expertise in specific areas to assist with the design and implementation of the various projects. This will shift much of the design of proposed projects to the outside engineering firms with SWBNO engineers providing program management.

4. Networks

The Networks Department (Networks) is responsible for the maintenance of the transmission and distribution lines for the water, sewer, and drainage systems, as well as responding to customer service requests that are routed via the Customer Service and Revenue employees using Cassworks®. Major areas of responsibility for this unit include:

- Sewer Overflow Response—As part of the consent decree, SWBNO is required to respond within four hours of a daytime sewer overflow to mitigate the impact of the overflow on the environment. For sewer overflows that occur during the night time, or during holidays, the required response time is six hours.
- Leak Detection—This initiative to identify and repair leaks in the water distribution system is led by the Networks Department. SWBNO has been using firms with experience in leak detection,

and the associated leak detection technology to survey various sections of the water distribution system.

- **System Inspections—**Networks is responsible for inspecting the various components of the water, sewer, and drainage systems. This includes manholes, pressure relief valves on force mains, exercising water distribution valves, closed circuit television (CCTV) sewer inspections, and inspection of fire hydrants. With respect to fire hydrants, the goal of the Networks Department is to inspect a fire hydrant once every two years. Additionally, the local fire department does its own check of fire hydrants on a semi-annual basis.
- **Customer Response—**This includes service issues that impact customers such as main breaks, low pressure, or other events in the water distribution or sewer system that impact customer service.

To complete these various tasks, Networks distributes its employees into seven zones of operation. Employees assigned to Zones 1, 3, 4, 5 and 6 are responsible for maintenance and inspections within a specific geographical zone of SWBNO's service area. Employees assigned to Zone 2 focus solely on preventative maintenance tasks across the entire service area. Employees in Zone 7 focus on issues that occur outside of normal operating hours, i.e., "after hours." To supplement these employees, Networks maintains agreements with contractors to assist with activities such as water line repair, sewer line repair, and paving of areas where work is required under the street.

Another important SWBNO initiative where Networks plays a key role is the water line repair and sanitary sewer system rehabilitation projects. SWBNO strives to coordinate with the City's Department of Public Works (DPW) to conduct these rehabilitation projects concurrently as DPW is rehabilitating streets and sidewalks. Networks, as well as other SWBNO units provide input and coordination for the scheduling of these projects to prevent both entities from unnecessarily tearing up the street or disrupting traffic on two separate occasions.

5. Plumbing

The Plumbing Department (Plumbing) is responsible for plumbing code enforcement and inspection of new residential and commercial connections to the SWBNO collection and water distribution network. Areas of code enforcement include installation of relief valves, backflow preventers, and avoiding cross connections with SWBNO system. Additionally, Plumbing plays a key role in compliance with the consent decree. SWBNO is required to report any sewer overflows that are identified on private property. When Plumbing identifies a defect that causes a sewer overflow on private property, a letter is sent to the property owner informing them that a plumber must be retained to fix the defect to prevent further issues. These work activities are reported quarterly as part of the consent decree compliance.

6. Environmental Compliance

The Environmental Compliance Department (Environmental Compliance) oversees several critical functions with respect to maintaining and reporting compliance with the various permits held by SWBNO. While the operating units of SWBNO have the responsibility of complying with the parameters of the various permits, Environmental Compliance assists reporting and tracking to ensure the timely submission of required information to regulatory agencies. There are a total of 12

employees within Environmental Compliance and three vacancies. Key permits monitored by Environmental Compliance include:

- **NPDES**—Environmental Compliance manages SWBNO’s industrial pretreatment program required by the NPDES permit. This includes establishing discharge limits for significant industrial users and monitoring these customers to ensure they stay within the limits. With respect to sewage treatment plant effluent parameters outlined in the NPDES permits, Veolia is responsible for achieving compliance. Environmental Compliance is copied on Veolia’s monthly reports to LDEQ and tracks compliance. There are also discharge permits for the water purification plants to allow for the discharge of backwash water and clarifier sludge to the Mississippi River.
- **Title V Air Permits**—There are two main permits for SWBNO’s operations, including the power plant at the Carrollton WPP and the incinerator at the East Bank Plant. Additionally, SWBNO maintains backup generators at many facilities. Environmental Compliance has led the initiative to have these generators registered with LDEQ.
- **Municipal Separate Storm Sewer System (MS4) Permit**—Along with the City of New Orleans and several other entities, SWBNO is a party to the stormwater permit that regulates stormwater discharges in the Orleans Parish area.

In addition to monitoring the permits above, Environmental Compliance also tracks other environmental requirements related to underground storage tanks and participates with the operating units in tracking and complying with the consent decree.

A key initiative that Environmental Compliance will lead includes the implementation of the green infrastructure project required under the second and third modified consent decrees. This project will look at the viability of using components such as pervious pavement, rain gardens, or other components as part of construction projects that will mitigate the impact of stormwater during wet weather events. It will also include education about stormwater management best practices for the general public.

7. Support Services

Although Support Services falls under the purview of the Deputy Director, it provides various maintenance and support functions for the operating departments that report to the General Superintendent. Several of these support functions include:

- **Fleet Management**—SWBNO, through Support Services, manages the fleet of vehicles used by the various other divisions. The fleet consists of regular passenger vehicles and utility trucks, as well as larger vehicles such as vacuum trucks and trucks that are equipped with portable hydraulic equipment for operating valves throughout the system. Currently, there are approximately 731 pieces of rolling stock managed by Support Services. Additionally, there are approximately 80 pieces of equipment, such as portable pumps. All preventive maintenance is performed on the fleet by Support Services. Repairs to equipment are done both internally and via contracted maintenance.
- **Maintenance**—Support Services provides grounds maintenance for many of the unmanned properties owned by SWBNO. For example, grounds maintenance at the Carrollton WPP is performed by staff from the operating units located there, as well as the maintenance at the

manned sewage pump stations. Support Services provides grounds maintenance at the unmanned pump stations and other similar facilities. Additionally, Support Services manages the contract for controlling vegetative growth along the drainage canals. Finally, Support Services provides general maintenance such as janitorial services and miscellaneous repair to building facilities.

Additional responsibilities that fall under the purview of Support Services include control of the warehouse, which includes the tracking and inventory of field supplies and equipment used by SWBNO, as well as managing the contracted security at the Central Yard, St. Joseph Street headquarters, and Algiers WPP.

C. ADMINISTRATIVE AND SUPPORT UNITS

As seen on the organizational chart on page 14, the units that provide administrative and support functions for SWBNO report to the Deputy Director and Executive Director. Key functions include finance, planning and budget, information systems support, customer service and revenue collection, legal, purchasing, and other critical areas necessary for helping SWBNO perform its mission. The following sections provide an overview of several key Departments and their current initiatives.

1. Finance Administration

The Finance Administration Department (Finance Administration) is responsible for several important functions of SWBNO, including the following:

- Preparing monthly financial statements;
- Processing employee payroll;
- Managing receipts from customers, as well as disbursements to employees and vendors;
- Managing annual audit process;
- Overseeing pension fund;
- Monitoring and preparing annual report on debt service coverage;
- Inventory control; and
- Managing short-term investment portfolio

Finance Administration currently has 32 budgeted positions with six vacancies.

Financial reporting is a critical function of Finance Administration. On a monthly basis, this Department prepares an overview of the financial condition of SWBNO for presentation at the monthly regular Board meeting. Preparing these monthly reports in a timely manner is difficult due to the deficiencies of the existing financial reporting system. A more modern system with increased functionality (see section on Information Systems) is desired and in the early planning stages. The end of the financial reporting year is December 31st. It is the goal of Finance Administration to complete the SWBNO audit by March 31st of each year. This includes completion of the audit and production of the Comprehensive Annual Financial Report (CAFR). Staff indicates that SWBNO has consistently received the Certificate of Achievement for Excellence in Financial Reporting for its annual financial statements, with the exception of one year in the aftermath of Hurricane Katrina.

Finance Administration manages the payroll process for SWBNO. At this point, the process is still manual in nature. Time cards are collected from the various divisions and input into the payroll system. Payment is disbursed to employees electronically to their respective account. As mentioned in the Information Systems section, SWBNO is beginning to explore the next generation of software to manage its human resources (including payroll) functions.

Another responsibility of Finance Administration is to conduct an inventory count of equipment for the SWBNO warehouse with the assistance of a contracted professional counter. This work consists of performing a physical count of equipment in the warehouse and cross-referencing it to forms that must be completed prior to reception or release of the equipment. The purpose of this inventory is to assure that SWBNO equipment is managed responsibly and goes for its authorized purpose.

Other critical responsibilities include managing accounts payable and the various investments of SWBNO. The cash desk, accounts payable group, and investment coordinator must work together to assure that funds are available to meet SWBNO obligations. Finance Administration also is responsible for managing the pension fund, and retains an actuary on an annual basis to assess the fund value as part of the annual audit process.

2. Planning & Budget

The Planning & Budget Department (Planning & Budget) is responsible for developing the annual budget that by law must be completed by December 31st each year for the coming year. The annual budgeting process consists of developing both of the operating and capital budgets. The normal operating budgeting process begins in May of each calendar year. At that time, Planning & Budget submits a budget package to the Department heads that shows the actual spend versus budgeted amounts for the current year to date. The Department heads then perform their own internal analysis to review the current budget, spend to date, and ongoing operations to provide Planning & Budget with an assessment of budget changes for the coming fiscal year. Planning & Budget reviews the budget information supplied by the Department heads for reasonableness and then inputs into the AFIS financial system. Planning & Budget develops the budgeted projection of water, sewer, and drainage revenue for SWBNO. The revenue and requested operating budget is compared to determine whether sufficient funds are available to meet the budgeted costs. The Department heads then meet in person with Planning & Budget, as well as the Executive Director to review their requested budget and make final adjustments as necessary.

The capital budget is managed by the General Superintendent's office, which receives capital requests from all departments, prioritizes projects, and determines the funding source for each project. The funding source dictates which utility the project supports, as well as whether it will be paid from SWBNO funds, FEMA funds if the project meets specific requirements, or from another source. Planning & Budget takes this capital budget and analyzes it to determine whether there is sufficient revenue or funds on hand to complete the project. If there are not sufficient funds, the project is marked as unfunded and reverts to be considered during next year's capital budget cycle.

Additional initiatives that Planning & Budget is involved in include strategic planning, support of bond issuance, and tracking actual versus budgeted spend for the various departments.

3. Revenue & Customer Service

The Revenue & Customer Service Department (Revenue & Customer Service) provides the day to day interface with SWBNO customers. This includes operating the call center on a 24 hour/7 days a week basis, and manning the lobby customer service and payment centers. As the title of this department indicates, the two core functions provided are: 1) customer service which includes assisting customers with general payment and service issues and 2) revenue which includes meter reading, billing, and collection functions. Revenue & Customer Service currently has approximately 180 budgeted positions, with 35 vacancies.

Customer service is generally accomplished through the operation of the call center and lobby customer service center located at St. Joseph Street. The call center operates 24 hours per day, seven days per week. Normal operating hours are from 7:00 AM to 7:00 PM, with the emergency group handling any calls after hours. The emergency group, while a part of Revenue & Customer Service, is set up to handle customer service issues that require a time sensitive response from SWBNO. A key reason for the existence of this group is to comply with SWBNO's consent decree, which requires the reporting of the date and time of SWBNO's response to an unauthorized discharge from the sanitary sewer system. The majority of calls received by the call center are related to billing issues. Revenue & Customer Service staff acknowledges that the performance of the call center has been the most challenging aspect of their operations in recent years. Over the last two years, management has begun tracking typical call center metrics such as number of abandoned calls and wait time, with the goal of improving performance in this area.

Another challenge mentioned by staff is the communication between the customer service call center and operations when service issues occur in the system. The main issue appears to be when a service issue such as an outage occurs due to a main break or other reason. In these instances, the call center struggles to provide customers with timely updates on the status of the outage and timing of service restoration. For planned outages, this communication is greatly improved as the call center receives text from the community relations staff that provides pertinent information to relay to customers.

The call center has access to the Cassworks® work order system, which allows it to initiate service requests to be performed by operations. However, Cassworks® does not provide any additional information or functionality that would allow a call representative to update a customer that is inquiring about an open service request.

Revenue & Customer Service also handles the billing and collection of SWBNO customers. Water and sewer revenue is derived from metered water use. Meters are read by Revenue & Customer Service employees on a monthly basis. Staff indicates that there are approximately 129,000 meters in the SWBNO system. Meters are read manually by approximately 28 meter readers. Data is uploaded each day to the Customer Account Management (CAM) system where it is consolidated and bills are generated each month via 20 billing cycles. Revenue & Customer Service is responsible for printing of bills, and has access to a local print shop in the event of any disruptions to the in-house print process. Collection of revenue is primarily accomplished through traditional mail service. Customers can also pay online via credit card that includes a 5 percentage processing fee, or in person at the customer service centers. The main customer service center is the lobby at St. Joseph Street headquarters. There is a satellite customer service center also located in Algiers.

Payment at customer service centers is only available via cash or personal check. Collection of the drainage system revenue is via property tax which is collected by the City. Revenue collected by the City is forwarded to SWBNO.

One SWBNO initiative that its staff believes will have a positive impact on the customer service and revenue collection efforts of SWBNO is the replacement of the existing CAM system that is used for billing, collection, and customer service functions. At this point, it is envisioned that the new billing system will be able to allow Customer Service and Revenue to institute e-billing in lieu of the current paper driven process. Additionally, the new system will allow for Interactive Voice Response (IVR) to provide automatic reminder notices to those customers that are behind on payments. SWBNO will soon begin installing the new system. In the near future, Revenue & Customer Service will also be moving the Algiers satellite service center from its current location to a nearby location. SWBNO has also committed to opening a satellite customer service center in the eastern portion of its service territory, which will be led by Revenue & Customer Service.

a) Customer Service Metrics

Revenue & Customer Service tracks several performance areas with respect to its call center, revenue, and billing. The table below provides an indication of its recent performance:

Table 3—SWBNO Internal Customer Service Performance Metrics

METRIC	2012 AVERAGE	2013 AVERAGE	INTERNAL GOAL	MEET INTERNAL GOAL?
Bills Adjusted	2.30%	2.40%	Reduce over time	Yes
Bills Estimated	4.41%	3.00%	< 2%	No
Calls Abandoned	15.10%	18.40%	< 5%	No
Emergency Calls Abandoned	16.40%	15.50%	< 5%	No
Inbound Customer Contacts	22,375	22,270	Reduce over time	Close

As shown in the above table, the metrics related to actual abandoned calls are high compared to SWBNO’s internal goals.

(1) Bills Adjusted

Revenue & Customer Service monitors the number of bills that are adjusted each month, compared to the total number of monthly bills computed for customers. A bill adjustment can occur due to an unknown leak, erroneous meter read, or other issue. For 2012, 2.3% of bills were adjusted, and for 2013, 2.4% of bills were adjusted.

(2) Bills Estimated

Revenue & Customer Service monitors the number of bills that are estimated each month, compared to the total number of monthly bills computed for customers. A bill is estimated if the meter is not read by the designated billing date, or when a meter is read and the reliability of the reading is doubtful and the account is placed on an exception report. Spikes in estimated bills can also occur during extreme weather. For 2012, 4.4% of bills were estimated, and for 2013, 3.0% of bills were estimated, both being higher than the internal goal of less than 2% of bills estimated.

(3) Calls Abandoned

Revenue & Customer Service monitors the number of calls that are abandoned each month, compared to the total number of calls received from all customers. A customer will abandon a call if he or she perceives they have waited for an inconvenient amount of time. Some portion of the abandoned calls is also from customers calling and hanging up on multiple occasions. For 2012, 15.1% of calls were abandoned, and for 2013 18.4% of calls were abandoned, both percentages being higher than the desired goal of less than 5% of calls abandoned. SWBNO is focusing on hiring and training new call center representatives to provide better service in this area.

(4) Emergency Calls Abandoned

Revenue & Customer Service monitors the number of emergency calls that are abandoned each month, compared to the total number of emergency calls received from all customers. A customer will abandon a call if he or she perceives they have waited for an inconvenient amount of time. Some portion of the abandoned calls is also from customers calling and hanging up on multiple occasions. For 2012, 16.4% of emergency calls were abandoned, and for 2013 15.5% of emergency calls were abandoned, both percentages being higher than the desired goal of less than 5% of calls abandoned.

(5) Inbound Customer Contacts

Revenue & Customer Service monitors the number of customer contacts each month. Customers contact SWBNO to start or end service, to request information about their bills, to report concerns about their water service, sewer connection, street flooding, or solid waste sanitation service, and other matters. For 2012, an average of 22,375 contacts per month was recorded, and for 2013, an average of 22,270 contacts per month was recorded. SWBNO is working to improve this metric, analyzing what events trigger calls in order to determine methods to reduce the call volume.

4. Information Systems

The Information Systems Department (Information Systems) manages the software and hardware technology systems that support SWBNO's operations. Information Systems performs its responsibilities via a contract with Xerox. Contract services have been used by SWBNO since approximately 1988. In total, this unit includes 6 SWBNO employees and 27 employees of Xerox and its subconsultant partner. The majority of the contract with Xerox is related to providing O&M activities such as Help Desk assistance for employees, personal computer technicians and programming support of the existing software. The other major part of the contract deals with supporting activities related to implementing new systems to replace the current systems. The contract with Xerox is currently on a month to month extension and Information Systems is in the process of drafting a Request for Proposal (RFP) to establish a new contract which is expected to be awarded during the second half of 2014.

SWBNO's technology systems are functional, but are outdated and in need of upgrades or replacement. In response, SWBNO has begun the process of replacing several of its most important business technology systems. The first planned replacement is of the CAM billing system. This system, in place since approximately 1988, is a COBOL, batch system that was developed in-house and is used to bill for water and sewer service. The system also handles sanitation billing for the City. The Board has authorized Information Systems to begin negotiations with Cogsdale Corporation to initiate replacement of the CAM billing system. Information Systems anticipates that

the timeline for replacement is approximately two years. The replacement is expected to proceed during the 2014-2015 timeframe.

The next system that Information Systems is planning to replace is its human resources system. This human resource software system has been in place since the mid-1990s. It includes payroll, position control, worker's compensation and personnel management functions. Most notable is that SWBNO's timesheet process is still a manual and paper-driven process. Information Systems is looking to replace the existing system, and has begun exploring potential replacement options. The new system needs to be able to interact with the City's human resource system as SWBNO employees are part of the City's Civil Service program. The replacement is expected to proceed during the 2015-2016 timeframe.

Another IT system managed by Information Systems is the Cassworks® system that is used to create and complete field service work orders. While Cassworks® appears functional for initiating and completing basic field service work orders, it lacks the functionality that would allow SWBNO to begin an enhanced asset management program. Thus, Information Systems has been assessing whether a move to an asset management system such as Cityworks® by Azteca would be warranted. Further evaluation of this potential move is anticipated in the coming years. The replacement of this system is expected to take approximately five years as it will be a complete replacement of the existing system with new technology.

The final major IT system that is anticipated to be replaced in the coming years is the financial system. Generally, the financial system includes modules for managing the budget, tracking fixed assets (including inventory control), and performing accounting and purchasing functions. This is a COBOL-based program that was installed in approximately 1994. The individuals that have developed the COBOL-based programming for the system will be eligible for retirement in the coming years. Thus, Information Systems is taking prudent steps to plan for a replacement financial system. The replacement is expected to proceed during the 2016-2017 timeframe.

The CIP also includes a line item to fund programming related to the implementation of the new systems. Thus, a portion of Information Systems employees, including contract employees, will be focused on implementing the aforementioned new systems.

In addition to the major systems noted above, Information Systems also is responsible for several other SWBNO initiatives, including the following: Personal Computer (PC) management and support; housing of GIS software; smart phone tracking and management for eligible employees; and records and data management. Most notable among these functions is that Information Systems is currently overseeing the PC change out of all SWBNO computers (approximately 705 PCs). The current computers date back to the early 2000s.

5. Emergency Management

The Emergency Management Department (Emergency Management) is primarily responsible for the planning associated with ensuring that SWBNO can provide effective water, sewer, and drainage service to customers during hazardous events, while minimizing the cost and damage to property from such events. This includes planning to ensure that employees and critical assets are prepared to perform during hazardous conditions. There are four full-time employees in

Emergency Management, with three part-time employees. The Director is a FEMA certified emergency manager that has been at SWBNO for almost 20 years.

There are two primary responsibilities that fall to Emergency Management. The first is to ensure that SWBNO is prepared to provide its core water, sewerage, and drainage services should a disaster occur. The second is to track the completion of FEMA funded projects to ensure compliance with associated requirements.

To prepare for future incidents that may disrupt water, sewerage, or drainage service, Emergency Management completed a Hazard Mitigation Plan in 2010. The plan evaluates various potential occurrences such as hurricanes, earthquakes and floods to their potential for disrupting normal service to SWBNO's customers. The plan then includes recommendations to mitigate the impact from the potential occurrences. Examples of mitigation include storm proofing of critical pump stations or installing backup generators to ensure power delivery during a disruption of power. The Hazard Mitigation Plan is developed to be compliant with FEMA Hazard Mitigation Grant Programs (HMGP) and the Disaster Mitigation Act of 2000, so that SWBNO can be eligible to directly apply for available FEMA grants should recovery be necessary. As seen in the CIP, there is significant funding for projects related to the HMGP.

Emergency Management also maintains an emergency management plan that is reviewed on an annual basis, primarily before the typical hurricane season; to ensure that managers are familiar with the plan of action should an emergency occurrence disrupt normal operations.

Emergency Management is responsible for tracking and closing out FEMA-funded projects that are being completed after the occurrence of Hurricane Katrina. Emergency Management works with SWBNO project managers and the State of Louisiana to ensure that grant funds are used in compliance with applicable FEMA and state guidelines. There are approximately 489 projects totaling approximately \$655 million that are being tracked by Emergency Management. Emergency Management indicates that both internal and external audits of SWBNO's grant tracking program have not revealed any significant problems with how grant funded projects are implemented and completed. Overall, it appears that Emergency Management is well versed in the state and federal requirements for grant funded projects.

6. Personnel Administration

The Personnel Administration Department (Personnel) manages the personnel administration for SWBNO. There are a total of 10 employees in Personnel, with four vacancies that focus on personnel operations and training. The general responsibilities of Personnel consist of the following:

- Recruiting and hiring
- Benefits administration
- Promotions, transfers, retirements, and terminations
- Training
- Tuition reimbursement program
- Retirement Administration

Employees of SWBNO are generally subject to the same civil service rules that govern employment with the City of New Orleans. This includes job classifications and pay scales for water, sewer, and drainage employees that are commensurate with other City job functions. The City's Civil Service Department is responsible for administering the civil service policies of the City, including procedures for SWBNO to request the filling of vacancies, hiring of new employees, as well as other personnel functions. This inhibits SWBNO's ability to directly hire for vacancies, but Personnel has been proactively recruiting at local job fairs to attract future employees are required to apply through the City's Civil Service Department.

There are three individuals in Personnel who manage employee training for SWBNO. They assist with arranging training that is available through the City Civil Service Department, local community colleges and other venues. Recently, SWBNO initiated an in-house training program to enhance leadership and management throughout the organization. This training is being conducted via a contract with Deborah Gould & Associates. At one time, SWBNO had a full-time training group to arrange and track employee training. Now that it is included in Personnel, the tracking of training has not occurred during recent years. Personnel plans to re-implement the tracking of training for SWBNO in the near future. More technical and operator-focused training is managed under the General Superintendent's office by the respective operating units.

A major initiative that will be led by Personnel in 2014 is the succession planning initiative. Per the SWBNO strategic plan, this includes developing succession plans and performing knowledge transfer for all managerial positions. This is particularly important for individuals that are in the DROP program or eligible for retirement.

7. Administrative Services

The Administrative Services Department (Administrative Services) serves several key functions within SWBNO. First, Administrative Services acquires and manages issues related to real estate property owned by SWBNO. Next, it is responsible for obtaining the timely execution of construction contracts that are approved by the Board. Finally, it manages the equipment and connections for SWBNO's landline telephone service, as well as cellular service for many of SWBNO's employees. There are currently three employees in Administrative Services with one vacancy.

For land acquisition related to construction projects, Administrative Services coordinates the various professional services needed to acquire the real estate, including attorneys, land appraisers, and land surveyors, etc. It also involves coordinating with various governmental entities where necessary to properly complete and record a real estate transaction. While performing these services, Administrative Services interacts with other SWBNO legal, engineering, and operating divisions as necessary assure the acquisition meets the construction need.

The processing of construction contracts is managed from Board approval through the proper execution of all contract documents, including obtaining necessary insurance forms or bonds. There is a goal to have contracts executed within 45 days of Board approval. Administrative Services tracks its progress and the average time for the complete execution of a construction contract is 46 days, 48 days, and 60 days during 2011, 2012, and 2013, respectively. Not achieving the stated goal of 45 days can be due to various factors that are not always under the control of Administrative

Services. This can include disputes with contractors, delays in obtaining signatures, and misrouting of contract documents by other parties that are involved in the process.

8. Purchasing

The Purchasing Department (Purchasing) is responsible for the procurement of all goods and services for SWBNO. This includes miscellaneous materials and supplies, as well as professional services in accordance with Louisiana state procurement laws. There are a total of seven employees in Purchasing, with one vacancy.

Generally, the purchasing of goods and services consists of obtaining Board approval to advertise for procurement of a specific good or service; advertisement of bid to prospective bidders; conduct of pre-bid meeting to provide bidders with opportunity to ask questions; receipt and tabulation of bids; contract approval; obtainment of signatures; and monitoring of contracts while in effect. For services such as engineering or other professional services, the process is essentially the same except that Requests for Qualifications (RFQ) are used to first ensure that qualified firms respond. At this time the Purchasing manager is not overwhelmed by the number of bids that he must handle during the year.

A challenge for Purchasing is that the current system for developing a project or requesting a good or service is very paper dependent. Thus, the required signatures and inputs from managers involved in the procurement process are routed via SWBNO's mail system for the various approvals. For capital project bids, the current process can sometimes take 6 to 8 months from project development to obtaining final signature on contracts by the Mayor. Another challenge is that the majority of current staff members, while very experienced, are approaching retirement. Two of five are on DROP, and another two are DROP eligible. Thus, as SWBNO plans on implementing a significant capital program over the coming years, it will be necessary to hire and train qualified employees to keep the projects on track.

9. Risk Management

The Risk Management Department (Risk Management) is responsible for helping SWBNO managers create a safe working environment for all employees, as well as handling the various insurance claims that arise during the course of business. There are 12 positions within Risk Management and three vacancies.

To promote a safe work environment across SWBNO, Risk Management conducts inspections of facilities on an annual basis to identify workplace hazards. Risk Management then works with onsite managers to mitigate or correct the identified hazards to prevent workplace injuries. Additionally, construction projects and work repair sites are spot checked to ensure that safe practices are being used, Personal Protective Equipment (PPE) is being used, and that workers have the appropriate licensing and training as necessary. Should a safety incident occur, there are two Safety Review Boards (one for auto-related incidents; one for non-auto-related incidents) that review the incident to determine the root cause and responsibility of the incident.

Risk Management also oversees claims from third parties that arise during the normal course of business. Claims can arise from a variety of issues such as vehicle accidents, main breaks, or other occurrences. SWBNO is fully self-insured, thus, Risk Management handles all claims that are made

against SWBNO. This includes obtaining and evaluating damage estimates, and working with the Legal Department to deal with any issues that arise from the claims process.

D. STRATEGIC PLAN

In 2011, in order to determine the future direction of the organization, the SWBNO began the process of creating a Strategic Plan (Plan) for the ten-year period, 2011-2020. The Plan can be seen at the following link: <http://www.swbno.org/docs.asp>. The Board of Directors approved the initial Plan in September 2011. Since then, the Plan has been updated and revised, with the most recent version adopted by the Board of Directors in February 2013. The Plan presents SWBNO's Mission, Vision and Values; Goals and Objectives; Assumptions; Strengths, Weaknesses, Opportunities, and Threats; and Strategies and Tactics.

The SWBNO's Mission is to "provide safe drinking water to everyone in New Orleans; to remove waste water for safe return to the environment; to drain away storm water; to provide water for fire protection; to provide information about products and services; and to do all of this continuously at a reasonable cost to the community."

The Mission is to "have the trust and confidence of our customers for reliable and sustainable water services."

The Goals and Objectives outline how SWBNO will meet customer and stakeholder requirements. Identified stakeholders include ratepayers, taxpayers, elected officials, employees, bondholders, regulators, and other entities that interact with SWBNO on a day to day basis. The Plan indicates how SWBNO intends to interact with each of these stakeholders in a professional performance-driven manner, with one of the most notable goals to operate, maintain, rehabilitate, and replace the drinking water, sewerage, and drainage systems to deliver water services in perpetuity.

While SWBNO has the strength of an abundant water supply and reliable backup power supply, it has identified weaknesses that will impact its ability to achieve its mission, such as unresolved damage to buried infrastructure, extensive water loss, deferred maintenance of infrastructure, aging workforce, difficulty in hiring experienced technical employees, and information technology systems which have exceeded their design life.

The result of SWBNO's strategic planning process is the creation of six strategies to focus on continuous improvement over the coming years. These include:

1. Building the necessary infrastructure for the water, sewerage, and drainage systems in coordination with the City and other infrastructure providers;
2. Building SWBNO's financial capabilities;
3. Improve customer service capabilities;
4. Enhance business performance;
5. Enhance the capabilities of employees; and
6. Protect the environment.

Each of these strategies has tactics to provide more specific direction to SWBNO management with respect to implementing the strategies and thereby meeting the stated goals and objectives.

The Plan developed by SWBNO is a proactive document. It provides a foundation for management and employees to work toward rebuilding or strengthening the assets and performance of SWBNO over the coming years. The strategic plan should be followed up with department-developed tactical plans and metrics for tracking performance toward stated goals and objectives.

E. CONCLUSIONS

Based on our review of SWBNO's organizational and managerial structure, Black & Veatch has reached the following conclusions:

- SWBNO is organized effectively to carry out its mission to provide drinking water, sewerage, and drainage services to the citizens of New Orleans. This includes managers who are experienced in the critical areas of utility finance, planning, operations, and engineering. There are administrative units tasked with key utility functions such as planning and budgeting, emergency management, human resources, and customer service. The operational units consist of departments focused on providing quality drinking water, sewerage, and drainage service.
- The management team consists of individuals with significant water, sewerage, and drainage experience. This experience has been developed both internally at SWBNO, and also at other respected, major water and sewer utilities.
- Similar to water and sewer utilities across the U.S., the departments that comprise SWBNO are faced with a significant number of pending retirements. Approximately 40 percent of current employees are either on the DROP program or are eligible for retirement. Unless they are replaced with a steady influx of qualified replacements, these pending retirements pose a significant threat to SWBNO's ability to perform its core operational and administrative functions. Succession planning and recruitment of qualified employees will be a key element for SWBNO to adjust to the pending retirements.
- There are several departments that are experiencing critical vacancies, including the Water Purification unit of the Operations Department, as well as the Facilities Maintenance and Networks Departments. SWBNO's plan is to address these vacancies as soon as possible to ensure effective operational and maintenance performance, and administrative oversight.
- With pending retirements, current vacancies, and a significant CIP to be implemented, a detailed staffing analysis of the various departments appears to be warranted. The staffing analysis, including an assessment of necessary skills and levels by department, can assist SWBNO's management with the efficient replacement of employees, as well as the development of revised job descriptions for use with the Civil Service hiring process.
- Many of the day to day administrative processes conducted by SWBNO are primarily paper-driven and not supported by its core information systems. In several instances, these information systems, while still functional, have been in place for almost 25 years. SWBNO is beginning a multi-year process to replace its core information systems, including information systems necessary for customer account management and billing, human resources, financial management and work order management.

- SWBNO has developed a strategic plan to address current and future challenges. The plan includes an assessment of strengths and weaknesses; as well as strategies and tactics for strengthening the organization over the coming years. There is specificity for key managers of the administrative and operational units to understand their role in the plan's implementation. The strategic plan should be followed up with department-developed tactical plans and metrics for tracking performance toward stated goals and objectives.

IV. Water System

A. INTRODUCTION

SWBNO has been providing drinking water to the City since the early 1900s and serves the surrounding area with clean, treated drinking water from the Mississippi River. The major elements of its water system include three river supply intakes, two treatment plants, storage facilities and distribution network. The water system service area is shown in Figure 2 on the following page.

B. WATER SUPPLY

SWBNO’s water system presently supplies water to New Orleans which is located on the east and west banks of the Mississippi River. The Mississippi River supplies a reliable supply of water to meet the demands of the greater New Orleans area. As the Mississippi River adjacent to New Orleans is a major commercial shipping artery for various materials, a major risk that SWBNO must be prepared for is the occurrence of spills that could potentially pollute the water source. Thus, SWBNO participates in the EWOCDS run by the LDEQ. This system consists of a series of monitoring stations along the Mississippi River that notify LDEQ if any of the 60 USEPA listed pollutants are detected in the river water samples. The LDEQ disseminates the information to the program participants via the Department of Health and Hospitals, allowing an early warning of possible pollutants in the water source. The LDEQ maintains EWOCDS equipment at all participating locations; the program participants provide the manpower to collect and analyze the samples.

1. System Capacity

SWBNO delivers water through an integrated system of raw water intake structures, treatment, storage, high service pumping, and distribution piping. The current treatment capacity of the Carrollton WPP located on the East Bank of the Mississippi River is 232 mgd which is by far the larger of the two plants. The Algiers WPP on the west bank of the Mississippi River has a current treatment capacity of 24 mgd. The Carrollton WPP production has ranged from 130 to 140 mgd since Hurricane Katrina in August of 2005. Prior to the levee failure caused by Hurricane Katrina, the plant was treating and average of approximately 120 mgd. The Algiers WPP has ranged from 10 to 12 mgd in average day production since the hurricane. At this time, the raw water facilities and treatment plants are able to meet the current and future demands of SWBNO.

Table 4—Water System Capacities

FACILITY	RAW WATER PUMPING CAPACITY	CURRENT TREATMENT CAPACITY	WATER STORAGE CAPACITY
	mgd	mgd	Treated Water mg
Carrollton WPP	310	232	35.8
Algiers WPP	55	24	10
System Totals	365	256	45.8

mg – million gallons

mgd – million gallons per day

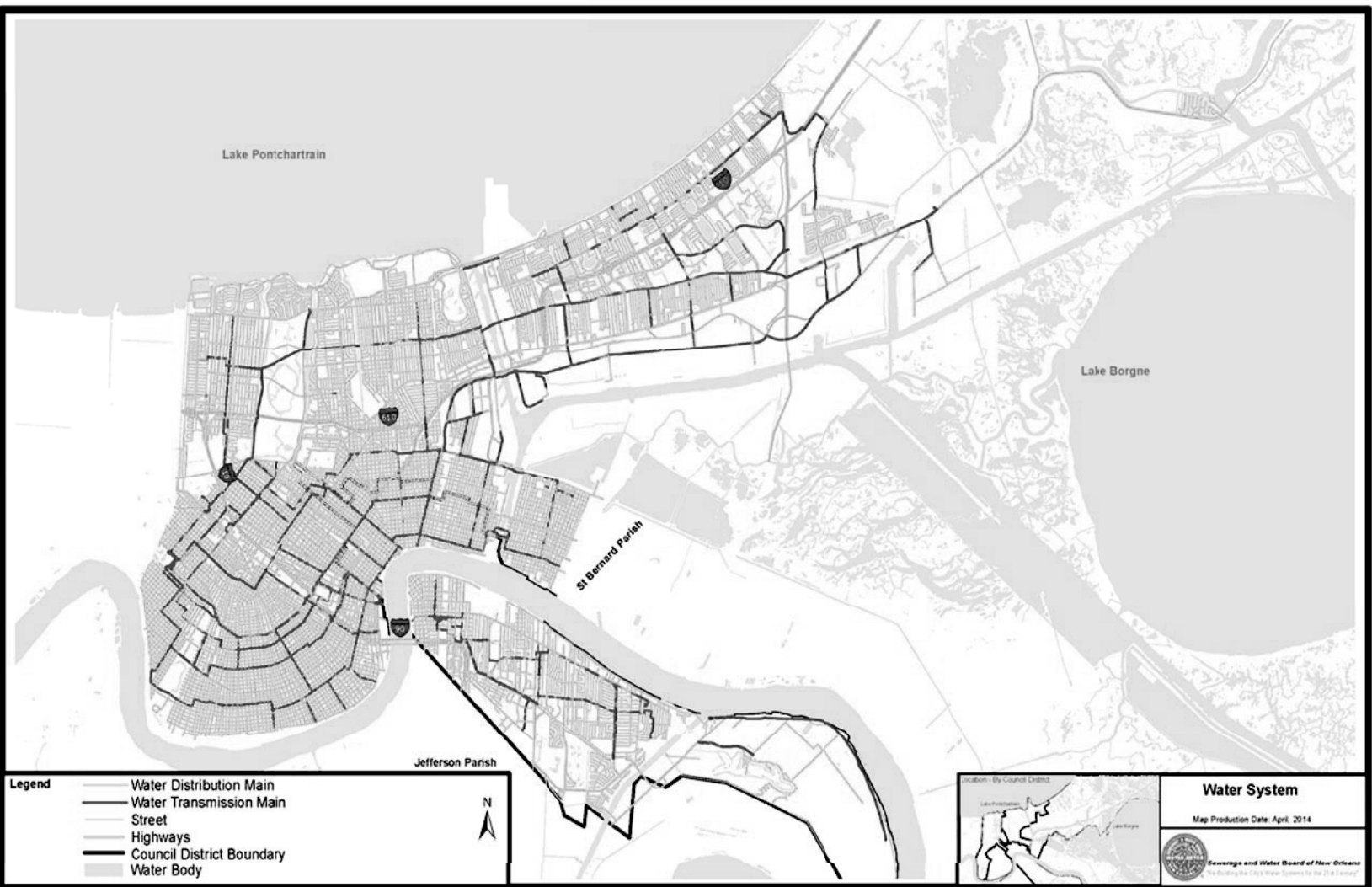


Figure 2—Overview of the SWBNO Water System

2. Population

The estimated population for Orleans Parish in August 2005, prior to Hurricane Katrina was 463,000. In November 2005, the population was estimated at 138,700 or about 30 percent of the pre-Hurricane Katrina population. At July 2013, the U.S. Census Bureau estimated New Orleans' population at 378,715, or 82 percent of the August 2005 population. As part of its annual report to the USEPA for the consent decree, SWBNO also provides an estimate of New Orleans' population. For the 2013 annual report, the estimated population is 383,074.

C. WATER SYSTEM PLANNING INITIATIVES AND COMPLIANCE

Based on discussions with staff, and a review of annual water quality reports, SWBNO is in compliance with all drinking water regulations. The USEPA promulgated two regulations in 2005 that went into full effect in 2012. SWBNO is in compliance with these new regulatory requirements as described in more detail below. This section describes SWBNO's water quality initiatives, compliance with present regulations, and planning initiatives and actions being taken to meet anticipated future regulations, water system demands and goals.

1. Regulatory Requirements

The water operations of SWBNO are subject to the requirements of the SDWA of 1974, as amended in 1986 and 1996. The 1986 amendments extended the regulatory agenda of the USEPA to include, among other things, the development of drinking water standards for 83 contaminants, criteria by which surface water supplies would be required to utilize filtration performance standards for disinfection, and the banning of lead-containing materials from distribution and home plumbing systems. The 1996 amendments changed the emphasis of developing rules only slightly, but these latest amendments did stress some new issues such as the protection of source waters, annual reports to consumers on the quality of their drinking water, regulation of filter backwash water within treatment facilities, and the establishment of a state revolving loan fund. Since 1998, several additional rules have been implemented.

The Interim Enhanced Surface Water Treatment Rule (ESWTR) and the Stage 1 Disinfectants and Disinfection Byproducts Rule (D/DBPR) were both promulgated in December 1999 and became effective in January 2002. The Filter Backwash Recycling Rule was promulgated in May 2001 and became effective in December 2003. The Radionuclides Rule was promulgated in December 2000 and also became effective in December 2003. The Arsenic Rule was promulgated in March 2001 and became effective in January 2006. The Long Term 2 Enhanced Surface Water Treatment Rule (LT2ESWTR) and the Stage 2 D/DBPR were promulgated in January 2006 and became effective in March 2006 with full compliance required as of April 2012. The Groundwater Rule (GWR) was promulgated in November 2006 and became effective January 2007, but is not relevant to SWBNO who relies exclusively on surface water from the Mississippi River. Several of these key regulations are discussed below. The third Unregulated Contaminant Monitoring Rule (UCMR-3) was published in May 2012 with monitoring to begin in 2013. In addition to the above requirements, the State of Louisiana has recently required utilities to comply with a temporary emergency rule that has been established to prevent the harmful effect of amoeba parasites that have been found in two other water systems in Louisiana. The emergency rule was renewed on March 5, 2014 and effective March 6.

The following sections provide an overview of specific areas of the SDWA and SWBNO's compliance. Concentrations are shown in milligrams per liter (mg/L) and micrograms per liter (µg/L). One milligram per liter is the equivalent of one part per million, while one microgram per liter is the equivalent of one part per billion.

a) Lead and Copper Rule

The Lead and Copper Rule was promulgated in June 1991. It addresses the control of copper and lead that may leach from home plumbing systems. Compliance with the rule is based upon treatment technique requirements that are triggered if measured lead and copper levels exceed the action levels of 0.015 mg/L for lead or 1.3 mg/L for copper at more than 10 percent of customer taps sampled. SWBNO adds lime to water to control the rate of metal loss by corrosion in the water supply network, which includes the internal piping in residences and commercial or industrial facilities.

Compliance Status: SWBNO is in full compliance with this regulation. Based on 2013 results, it achieved a 90th percentile lead level of 0.006 mg/L and 0.002 mg/L for the service areas served by the Carrollton and Algiers WPPs, respectively. It also achieved a 90th percentile copper level of 0.1 mg/L and 0.0 mg/L for the service areas served by the Carrollton and Algiers WPPs, respectively. USEPA uses a 90th percentile action level for the lead and copper rule. This means that hypothetically, a system with 10 required samples would use the ninth highest result to compare to the action levels for lead and copper.

b) Total Coliform Rule (TCR)

The TCR was published in 1989 and became effective in 1990. It set goals and limits for the presence of total coliforms in drinking water and required water systems to monitor for total and fecal coliform at specific locations throughout their distribution systems. USEPA published revisions to the TCR in February 2013. The Revised Total Coliform Rule (RTCR) goes into effect April 1, 2016.

The RTCR removes the maximum contaminant levels (MCL) for total coliform that was established under the TCR, and focuses more on using detection of total coliform as a means of identifying and addressing potential contamination issues. The rule also establishes criteria that enable systems to transition to reduced monitoring requirements. Such a system creates incentives for better system operation and has the potential to reduce monitoring burden. The RTCR maintains the MCL for *E.Coli* and the associated required actions.

Compliance Status: A review of the annual water quality reports for SWBNO shows that it is in compliance with the TCR.

c) Disinfectants/Disinfection By-Products Rule (D/DBPR)

This rule regulates levels of disinfectants and disinfection by-products. Stage 1 of the rule was promulgated in December 1998 and became effective on January 1, 2002. Stage 2 of this Rule was promulgated in January 2006 and became effective on March 6, 2006. These rules contain maximum residual disinfectants levels (MRDLs), MCLs for disinfection by-products and a treatment technique for total organic carbon (TOC) removal. The Stage 1 Rule reduced the MCL for total trihalomethanes (TTHM) from 100 µg/L to 80 µg/L and established an MCL of 60 µg/L for the sum

of five haloacetic acids (HAA5), another group of disinfection by-products. In addition, MRDLs were established for chlorine (4 mg/L), chloramines (4 mg/L), chlorine dioxide (0.8 mg/L), chlorite (1.0 mg/L), and bromate (0.010 mg/L).

Compliance Status with Stage 1: SWBNO is in compliance with the required MCLs and treatment technique based on a review of the 2012 and 2013 Water Quality Reports. Both water treatment plants are being operated to achieve TOC removal credits at or above the required running annual average. The highest running annual average level of TTHMs at the conclusion of 2013 for SWBNO's two water treatment plants was 26 µg/L. For HAA5s, the highest running annual average was 25 µg/L. SWBNO is in compliance with the 4.0 mg/L MRDL for chloramines, with the highest running annual average of monthly samples measuring 3.3 mg/L.

Compliance Status with Stage 2: The Stage 2 phase of the D/DBPR was promulgated in January 2006 and became effective on March 6, 2006 with compliance monitoring required as of April 2012. This rule maintains the TTHM and HAA5 MCLs at 80 µg/L and 60 µg/L, respectively, but changes the method of calculating the system annual average from running annual averages (RAAs) to locational running annual averages (LRAAs). Per discussions with SWBNO, LRAA concentrations for TTHM and HAA5s are similar to the system-wide averages seen for the Stage 1 Compliance which would indicate compliance with Stage 2.

d) ESWTR

This rule was promulgated in December 1998 and became effective on January 1, 2002. This Rule lowered the turbidity treatment technique level to 0.3 nephelometric turbidity unit (NTU) in 95 percent of the samples from the previous level of 0.5 NTU. It also set a maximum turbidity of 1.0 NTU in the finished water and required installation of continuous turbidity monitors on each filter. The Rule requires that operating procedures be revised and follow-up investigations be conducted if individual filters are found to exceed specific monitoring criteria.

Compliance Status: SWBNO is in compliance with all requirements of this Rule. SWBNO maintained filtered effluent turbidity at levels less than or equal to 0.3 NTU during the entire 2012 and 2013 periods.

e) Long-Term 2 Enhanced Surface Water Treatment Rule (LT2ESWTR)

The LT2ESWTR was promulgated in January 2006 and became effective on March 6, 2006 with compliance monitoring to begin in April 2012. Regulatory requirements under the LT2ESWTR are based upon the concentration of *Cryptosporidium* or *E. coli* in the source water of individual treatment plants. The Rule required microbial monitoring (2 years of monthly *Cryptosporidium* and *E. coli* monitoring) to determine each drinking water treatment plants average source water *Cryptosporidium* level. Based on this level, the treatment plants are placed in different "bins" with varying removal and/or inactivation credit requirements, with higher influent *Cryptosporidium* levels requiring greater removal or inactivation. Utilities must meet their resulting requirements by implementing enhanced treatment practices as defined in the "microbial toolbox." The microbial toolbox defines a range of treatment, prevention or optimization options that utilities can implement to obtain the additional removal and/or inactivation credits required to meet the treatment technique of this Rule.

Compliance Status: Per discussions with SWBNO, the required raw water sampling was conducted to assess the Cryptosporidium levels in the raw water. Based on those results, SWBNO indicates that no additional treatment credits were required.

f) Consumer Confidence Reports Rule

The 1996 SDWA Amendments require SWBNO to issue an annual report on treated water quality to its consumers, called the Consumer Confidence Report (CCR).

Compliance Status: SWBNO has done this annually in the format required by the Rule. SWBNO's CCR meets the requirements and provides educational information regarding source water and the water treatment process, along with information about current initiatives and projects being completed by SWBNO.

g) Filter Backwash Recycling Rule (FBRR)

The FBRR became effective in December 2003. The recycle streams regulated by the FBRR are filter backwash water, sludge thickener supernatant, and liquids from dewatering processes. The rule requires recycled flows to pass through all processes of the treatment plant in order to maintain removal credit for Cryptosporidium. In the case of conventional treatment facilities like those of SWBNO, this requires the return of recycled streams prior to or concurrent with the point of primary coagulant addition.

Compliance Status: The Carrollton WPP includes the ability to deliver water used in the filter backwash process to the beginning of the plant where it is recycled through the entire treatment process; therefore it meets the requirements of the FBRR. The Algiers WPP backwash and sludge from the settling tanks is discharged via permit to the Mississippi River.

h) Emergency Rule

As mentioned above, the State of Louisiana has recently established a new rule that is focused on preventing any harmful instances of amoeba parasites entering state water systems. Particular focus of this rule is on two areas, including requiring systems to maintain a minimum disinfection chloramine residual of 0.5 mg/L, as well as additional TCR sampling focused on areas of the distribution system with longer residence times. The new rule requires a greater number of TCR samples each month, as well as the reporting of instances where a system's disinfection residual drops below 0.5 mg/L.

Compliance Status: SWBNO is just beginning to comply with this new emergency rule. SWBNO indicates that it is in compliance with the first round of samplings related to this new rule.

i) Source Water Assessment Program

The 1996 SDWA Amendments required each state to develop a Source Water Assessment Program, designed to stress protection of the source water prior to treatment. The Source Water Assessment for SWBNO was completed in August of 2001. The Assessment provides information related to potential threats or risks related to the source water, including high, medium and low risks to SWBNO's treatment plants. As the intakes for SWBNO are located on the Mississippi River, high threats includes spills from barge traffic, storage tanks located adjacent to the river, and chemical plants

Compliance Status: As noted above, the source water assessment was completed for both the Carrollton WPP and Algiers WPP in 2001.

j) Arsenic Rule

The Arsenic Rule became effective on March 3, 2001 and established an MCL of 0.01 mg/L for total arsenic. The compliance date for systems with arsenic levels that exceed the MCL is January 23, 2006.

Compliance Status: SWBNO is in compliance with the Arsenic Rule. In 2012 and 2013, Arsenic levels in the finished water supply were well below the established MCL of 10 ug/L.

2. Water Accountability

Table 5 on the following page provides SWBNO's assessment of non-revenue water for the years 2012 and 2013. SWBNO has a high percent of non-revenue water. Some of the non-revenue water is considered a loss (leaks), while other non-revenue water is free water, metered and accounted for. Out of the total water pumped in 2013, only about 24% is water sold to customers. The other 76% of the water pumped is either tracked and accounted for as free metered water (municipal swimming pools, libraries, display fountains, parks and playgrounds, fire department and police department use, etc.), or it is categorized as unidentified leaks, accounted for leaks, or unmetered water used in firefighting or flushing of sewers. Water loss through leaks and unmetered use is by far the largest category of non-revenue water, accounting for 73% of the total pumped water in 2013. This category includes several items, the majority of which is likely unmeasured leaks in the distribution system. This amount of water results in a significant negative impact to SWBNO's operating costs and revenue.

Some other information about the non-revenue water:

- The free metered process water category (fountains, municipal swimming pools, etc.) accounts for approximately 1.33% of the total pumped water, and increased slightly from 2012 to 2013.
- The free metered process water category accounts for 1.06% of the total pumped water in 2013, a decrease from 1.1% in 2012.

Table 5 on the following page shows a summary of SWBNO's non-revenue water for 2012 and 2013, as it compares to the total pumped water for each year.

Table 5—SWBNO’s Water Pumped and Consumed

CATEGORY	2012		2013	
	Gallons	Percent	Gallons	Percent
Free Metered Process Water to Various City Departments and Charitable Institutions	672,837,900	1.23%	745,453,200	1.33%
Free Metered Process Water by SWBNO	622,443,400	1.14%	593,075,100	1.06%
Allowance for Leaks on Private Property	205,961,300	0.38%	209,863,900	0.38%
Water Loss through Leaks and Unmetered Use	39,419,612,200	72.04%	40,753,881,800	72.90%
Water Sold to Customers	13,801,965,200	25.22%	13,599,636,000	24.33%
Total Water Pumped	54,722,820,000	100.00%	55,901,910,000	100.00%

Additionally, a consultant for SWBNO has conducted a water audit in accordance with AWWA guidelines for the fiscal year 2008-2012 timeframe. The audit also shows that non-revenue water by volume is approximately 76 percent. According to the consultant’s report, the Infrastructure Leakage Index, which is a ratio of annual real losses to unavoidable annual real losses, reflects ratios for SWBNO that are significantly higher than other large U.S. water systems.

To address the issue of non-revenue water in the SWBNO water system, there are several initiatives that are currently being planned or conducted including:

a) Leakage Management

The Networks Department has been employing leak detection technology to proactively seek, find, and fix leaks in the system. This technology includes proactive use of acoustic equipment to identify and subsequently fix leaks as they are discovered. It also has included using SmartBall® technology to survey larger transmission mains for leaks. While SWBNO believes this program has been effective, it has not been able to find significant leaks that would explain the large value of Leaks and Unmetered Use noted in the Table above.

b) Water Main Replacement Program

Another initiative that is being pursued is the FEMA-funded project to replace much of the water distribution system. This project is focusing on the identification of portions of the distribution system that experience multiple main breaks for replacement. The CIP includes approximately \$15 million annually to identify and replace main segments in the east bank portion of the water system.

c) Account Validation

The Plumbing Department is focusing on account validation related to ensuring the proper billing of existing customers. This program was initiated in 2011 and focuses on reviewing accounts in the field to ensure meters are working accurately and accounts are being billed properly.

d) New Meters and Advanced Metering Infrastructure (AMI) Equipment

The determination of non-revenue water is dependent on metered water leaving the WPPs, as well as metered water at the customer endpoint. SWBNO has included a project in its CIP to fund the

installation of AMI equipment (\$20 million), as well as associated meters (\$20 million). This initiative would be funded by internal SWBNO funds.

e) Water Hammer Program

The Water Hammer Program is to address surges within the water distribution system which damage water mains. Two elevated tanks will be added to the distribution system to minimize surges. In addition, high service pumps and piping will be rehabilitated to reduce the impact of water hammer on the distribution system. Improvement include converting the high service pumps to variable speed pumps, as well as improvements to better control the opening and closing of major valves.

Each of the aforementioned initiatives should have a positive impact toward reducing non-revenue water over time. It is recommended that an annual, internally-driven water audit using the AWWA methodology be conducted to 1) gain a better understanding of the causes of the high non-revenue water level; and 2) track improvement toward a more reasonable non-revenue water level.

3. Water System Planning

SWBNO has several planning initiatives ongoing that are specific to assessing the long-term needs of the water supply and system.

a) Water Quality Master Plan

SWBNO will contract with an engineering firm to provide a Water Quality Master Plan to assess the current condition of the treatment plants. This assessment will be a holistic look at the current treatment process and the future needs of New Orleans and surrounding communities. The Water Quality Master Plan will also provide guidance with respect to prioritizing CIP projects related to the Carrollton WPP and Algiers WPP. Management indicates that the scope for this plan is now complete and a consultant is expected to be hired in 2014. Once a consultant is hired, it is anticipated that it will take six months to complete, putting the completion likely in the middle of 2015.

D. WATER TREATMENT PLANTS

The water system is served by the Carrollton WPP and Algiers WPP. Both plants utilize water from the Mississippi River. Each plant provides similar treatment, consisting of raw water sedimentation, coagulation, flocculation, clarification, media filtration, disinfection and fluoridation. In addition, a corrosion control chemical is added prior to distribution. Finished water can be stored at the treatment site for later distribution, or discharged directly to the distribution system. Portions of the Carrollton WPP date from the early 1900s. The last major improvements and additions were completed at the plant in the 1960s. The Algiers WPP was built in the 1970s. The plants have been maintained over the years to ensure quality water for the surrounding community.

1. Carrollton WPP

The Carrollton WPP became operational in the early 1900s. The plant draws water from the Mississippi River and sends treated water to either the Claiborne Pumping station, Panola Pumping Station or to the two steam driven pumps with the Power Station building. The Carrollton WPP is the larger of the two water plants, with an operating capacity of 232 mgd. Plant production information for the past five years is shown below in Table 6.

Table 6—Carrollton WPP Annual Plant Water Treated per Day

FISCAL YEAR	DAILY OUTPUT (MGD)	
	AVERAGE	MAXIMUM
2009	138	148
2010	137	157
2011	139	151
2012	138	163
2013	131	142

The plant is budgeted for a staff of 57 but is in need of experience operators with Level IV certification. Currently, the personnel with Class IV licenses spend overtime to cover shifts that need class IV operators. This is consistent with the vacancies seen in Section III of this report.

The Carrollton WPP is currently treating approximately 135 mgd of water in spite of serving only 82 percent of the pre-Katrina population. Leaks in the distribution network are a source of persistent problems as additional unaccounted for water is also an issue. The water delivery pressure has been consistent throughout the last year at 70 pounds per square inch (psi) to maintain minimum pressure throughout the distribution system.

The plant has recently completed commissioning a new sodium hypochlorite feed system for disinfection. This has eliminated the need to bring in large rail cars of chlorine gas through the City of New Orleans. The Risk Management Plan has been updated to reflect the change from chlorine gas to sodium hypochlorite and the reduced hazards to the surrounding area. Some of the other major accomplishments related to the facility are listed below:

- There have been no violations at the Carrollton WPP within 2013 with respect to meeting drinking water standards.
- G4 sedimentation basin has been completely rehabbed except for the flocculator and will be put back in service by the end of 2014.
- L4 sedimentation basin has been cleaned and put back in service in April of 2013.
- All chemical systems are functional.

Items of concern at the plant include the following:

- The piping and underdrains for the Sycamore filters are severely corroded and in need of replacement.
- Filter media is in need of replacement.
- Seven of 28 filters in the Sycamore filter building are not functional due to failures of valves and actuators.
- Nine additional filters of the 28 filters in the Sycamore filter building are operational, but the rate of filtration actuators are not functional and must be controlled manually. Static mixing for ferric sulfate is insufficient due to low velocity through the mixers. In addition, the chemical flow

through the rotameters that separate flow to the various application points are not accurate and are in need of constant monitoring.

- There are corrosion issues with the finished water tanks which need to be addressed. Tanks should be inspected, cleaned, sandblasted, and painted on a regular basis.
- The lime system is in need of replacement.
- A new dryer for the air compressor is needed with the Sycamore filter building to reduce condensation in the instrument air lines which causes plugging.
- A new compressor and dryer system is required for the Claiborne filter building for instrument air.
- The washwater pump in the Sycamore building is leaking at the packing seal and is need of maintenance. A backup pump is also needed for washwater.
- New recycle pumps are needed as only two of the four pumps are operational.
- Due to new Ten State Standards adopted by the LDEQ, all liquid chemical feed systems must have a day tank with walled containment. Currently, double walled tanks are used on site which does not meet the standards.
- The anhydrous ammonia system according to the new standards is required to be in a building and a scrubber system in place in case of a leak. Currently, the SWBNO tank is located outside in the plant yard.
- Overflow vents are recommended for the finished water tanks to reduce the potential for erosion around the tanks.
- The ferric sulfate chemical feed system should be expanded to 30 days of storage. Currently, there is only three to five days of storage onsite. Due to a local supplier shutdown during last year, chemical had to be purchased from another supplier on the spot market. This caused increased chemical costs which can be avoided by having sufficient storage of chemical onsite.

The CIP includes a variety of projects to address the above issues, most notably CIP Project #122 seen in Section VII for approximately \$24,850,000 from 2014-2019 for work on the Sycamore and Claiborne filters.

2. Algiers WPP

The Algiers WPP began service in the 1970s. The plant was improved several times, including a renovation in the 1980s. The plant draws water from the Mississippi River and serves as the main distribution point the west bank portion of the system. The plant's current operating capacity is 24 mgd. Recent plant production rates are shown below in Table 7.

Table 7—Algiers WPP Annual Plant Water Treated per Day

FISCAL YEAR	DAILY OUTPUT (MGD)	
	AVERAGE	MAXIMUM
2009	10.8	14.0
2010	11.3	15.7
2011	11.7	16.8
2012	11.6	15.5
2013	11.3	15.3

This plant has had issues with TOC removal in the past, but has since made adjustments in the chemical feed application point to better control TOC. The plant has had no violations in the past year and has fed required chemicals at the required dosages despite issues with the sodium hypochlorite generation system. The sodium hypochlorite system was available only 67% of the time in 2013 due to equipment issues. The plant uses more concentrated sodium hypochlorite delivered by a chemical supplier during times the generation system is out of service.

The facility has partially commissioned a new ferric storage and feed system for flocculation. The new storage and feed system should be finished at the end of 2014. The following are additional improvements required at the Algiers WPP.

- There have been no violations at the Algiers WPP within 2013 with respect to meeting drinking water standards.
- The Supervisory Control and Data Acquisition (SCADA) system is out of service and its absence is impacting plant monitoring capabilities. Planned improvements to this system have been on hold due to insufficient funding, however, there are two projects identified in the CIP totaling approximately \$600,000 to be completed with anticipated, internal SWBNO funds.
- One of the finished water tanks has been cleaned, disinfected, and placed back in service. The cleaning of the tank did not eliminate nitrification in the tank. One cause for nitrification in the tanks can be insufficient mixing within the finished water tanks. A new mixer was purchased and installed within one of the water storage tanks. However, this new mixer has not resolved the current nitrification issues.
- EIMCO Clarifier No. 1 needs to be replaced. EIMCO Clarifier No. 2 was placed in service in 2013. Sedimentation tank No. 3 is offline for cleaning. Also, the rake in tank No. 3 is unbalanced and in need of work on the motor and gearbox. In addition, the effluent launder is corroded and needs rehabilitation or replacement. Similar issues are noted in Sedimentation tank No. 4. Once tank No. 3 has been repaired No. 4 will be taken offline and repaired.
- The raw water pumping and piping systems need to be improved to provide redundancy to the intake system. Currently, Intake structure No. 1 and Station No. 2 cannot run at the same time since the head on the pumps are not compatible. Modifications to the pumps are required to pump from each station.

- Improvements to the fluorosilicic acid storage and feed system were completed at the end of 2013. These improvements include new metering pumps and accessories, but not the State mandated day storage tank.
- Mud balls have formed in the filters. Super chlorination is required to clean the filters and return the filters to optimum efficiency. In addition, a few of the valves and actuators in the filter gallery are in need of replacement. This situation can be remedied with more frequent backwashing of filters.

The plant is adequate to serve the public but is in need of funds to adequately address issues within the plant. The abovementioned issues are either included in the CIP, or are under consideration by SWBNO.

3. Water Quality Laboratory at the Carrollton WPP

The water quality laboratory conducts daily analyses of river water quality and purified water at the Carrollton WPP and Algiers WPP. Water samples from the distribution network are also analyzed at the laboratory facility. The lab continues to meet the State/Federal mandated analytical requirements of the water plants, and is certified by the Louisiana Department of Health and Hospitals for analysis of coliform bacteria.

In addition to coliform analysis, the lab collects samples for protozoan analysis. Other regular analyses include hardness, turbidity, fluoride, ammonia, pH, alkalinity, TOC, dissolved organic carbon (DOC), phosphorus, corrosion monitoring, and chlorine residual at different stages of treatment. The solids are analyzed for total suspended solids (TSS) and total dissolved solids concentrations. River water and finished water samples are analyzed for volatile organic compounds.

The laboratory continues to maintain its involvement in the EWOCDS run by the LDEQ; however, several upstream stations have proved unreliable. Management indicates that the EWOCDS program has also been underfunded by the State of Louisiana, which has caused a reduction in sampling and analysis.

The laboratory is currently adequately staffed with one supervisor, one microbiologist, four chemists, and four technicians. Much of the lab instrumentation and equipment is reaching or has reached the end of its service life and is in need of replacement. Analytical instruments and equipment, such as a new gas chromatograph/mass spectrometer (GC/MS), autoclaves for the microbiology lab, and fume hoods in the chemistry lab are needed to perform other analysis. Currently, the lab staff is working toward certification of TOC analysis in order for TOC analysis to be performed at the lab facility. The GC/MS equipment is included in the CIP.

E. WATER PUMPING AND POWER

The Water Pumping and Power unit of SWBNO's Operations Department operates the power plant, as well as the low lift and high service pumps that bring raw water to the plants and pump treated water to the distribution systems. The power plant is located at Carrollton WPP. The power plant is currently undergoing significant rehabilitation work related to the FEMA-funded hazard mitigation project. This project consists of storm proofing the power plant, and rehabilitation of boilers and

turbines to improve SWBNO's ability to provide 25 Hertz (Hz) power to the drainage pump stations and other pumping assets during a hurricane or flood event.

Significant assets managed by Water Pumping and Power include:

- Six boilers capable of producing 650,000 pounds of steam per hour. All boilers are to be rehabilitated as part of the hazard mitigation project. #1 and #3 boilers are to be redesigned to include more automation.
- Three steam-powered turbines that produce 25 Hz power. #1 Turbine = 6 MW capacity; #3 Turbine = 15 MW capacity; #4 Turbine = 20 MW capacity. Currently, #4 Turbine is out of service for rehabilitation.
- One Natural Gas/Diesel powered turbine that produces 25 Hz power. #5 Turbine = 20 MW.
- One Natural Gas/Diesel powered turbine that produces 60 Hz power. #6 Turbine 15 MW.

Significant high service pumping units include:

- Pump A and Pump B are steam-powered pumps located at the power plant. They are each capable of pumping 40 mgd. Pump A is being rehabilitated and is in the final stages of completion. Pump B is scheduled to be rehabilitated as soon as Pump A is back in service.
- The Panola pump station is adjacent to the power plant and includes two pumps capable of pumping 50 mgd each. The pumps have the ability to operate on 25 Hz or 60 Hz power depending on the availability of 60 Hz power from the local electricity provider. The #2 pump at Panola is currently being rehabilitated.
- The Claiborne pump station, located at the Carrollton WPP, consists of four pumps capable of pumping 40 mgd each. Currently, all of these pumps are in operation.

The intake structures for the two Carrollton WPP pump stations include the Old River Station and the New River Station. The New River Station is able to provide sufficient water to the Carrollton WPP. The Old River Station has pumps which are used for backup supply to the Carrollton WPP. The two pump stations cannot be used simultaneously, as the head created by the pumps at the New River Station is too great for the pumps at the Old River Station to overcome.

The Algiers WPP is served by a separate intake structure that is capable of supplying all of its raw water needs. There are also backup intake pumps from a second station for the Algiers WPP to provide redundancy. In addition to the assets above that serve the majority of the SWBNO system, Water Pumping and Power also manages power and pumping assets for the smaller, west bank portion of the system. While the primary power source for the west bank is the local energy provider Entergy, there is a generating station at the Algiers WPP that is capable of generating 60 cycle power using diesel generators. The power generation facility can also generate enough power to support operations at the Algiers WPP. This station is also capable of performing a frequency change to convert 25 Hz power supplied from the power plant at WPP to 60 Hz power for west bank treatment and pumping assets.

As mentioned above, there are significant improvements included in the proposed CIP related to Water Pumping and Power. Two significant projects to be funded by FEMA include:

- FEMA HMGP for power-related projects including, refurbishment of turbines, replacement of power feeds; and design and construction of new Oak Street Raw Water Intake. The cost of these FEMA-funded projects is approximately \$224.6 million.
- FEMA-funded Water Hammer program to rehabilitate low service and high service pumps used to provide drinking water as described above. These projects are expected to cost \$49.1 million.

These projects are designed to rehabilitate key Water Pumping and Power assets from the effects of past hurricanes, as well as to harden and prepare them to sustain operations during future storm events.

F. DISTRIBUTION SYSTEM

SWBNO’s distribution system consists of approximately 1,800 miles of main generally ranging in size from 1-inch diameter to 54-inch diameter. There is little storage in the distribution system with the storage located at the treatment plants in ground storage tanks. Key components of the 1,800 mile distribution system also include approximately 29,600 valves and 23,100 hydrants.

The Networks Department provides preventative maintenance in terms of investigating leaks, exercising valves, and inspecting hydrants. The type and number of distribution system-related maintenance work orders completed for 2013 are shown below in Table 8:

Table 8—Summary of 2013 Work Orders

TYPE OF WORK ORDER	2013 TOTAL
Investigation of Water Leaks	339
Water Valves	1,340
Water Service Lines	10,027
Water Mains	1,643
Hydrants	1,132
Manholes	25
Total	14,506

As mentioned above, the FEMA-funded Water Hammer project and distribution system replacement will provide significant funds for improving the distribution system. The 2014 – 2019 CIP reflects approximately \$139.8 million in FEMA funds for this initiative, which includes \$90 million for main replacement, as well as two elevated storage tanks to manage flow to the distribution system. SWBNO’s Management indicates that the distribution system replacement will be coordinated with City street projects.

G. WATER SYSTEM CONCLUSIONS

Based on our review of SWBNO’s water system, Black & Veatch has reached the following conclusions:

- SWBNO has an abundant water supply via the Mississippi River to provide service to existing and future customers.

- SWBNO consistently meets or exceeds state and federal standards for the provision of drinking water. The treatment capacity for the Carrollton WPP and Algiers WPP is sufficient to meet current and projected demands.
- SWBNO's water purification plants are adequate and include processes and components that are common in the water industry. The water purification plants are in need of infrastructure upgrades or replacements to sustain reliable operation. Most critical are the Carrollton WPP filters and underdrains.
- The amount of non-revenue water, which is water produced by SWBNO but not sold to customers, is well above what is typical for a similar sized utility. SWBNO is taking action to address the issue through the use of several initiatives, including the use of leak detection technology; the FEMA-funded replacement of the distribution system; the FEMA-funded Water Hammer program; meter replacement; and account validation. These initiatives are common techniques in the water industry for identifying and reducing non-revenue water and should eventually yield improved results over the long term.
- From 2008 through 2012, an outside consultant performed a water audit per AWWA guidelines. It is recommended that SWBNO staff internally develop and manage the annual water audit per American Water Works Association guidelines. This annual water audit can provide an effective basis for understanding areas of non-revenue water and tracking progress toward reducing the amount of non-revenue water to more typical levels.
- Over the years, SWBNO has developed a redundant power supply that is available to primarily sustain drainage operations during significant emergencies such as hurricanes. The power plant is also able to provide power to sustain drinking water low service pumping, treatment operations, and high service pumping during events where the local power source is down. These power assets are unique within the water industry and provide a mechanism for SWBNO to sustain critical operations during significant storm events.
- Significant FEMA funds are being dedicated over the coming years to rehabilitate and prepare the power assets to provide reliable power during future storm events.
- SWBNO continues to rebuild the water system to recover from the impact of Hurricane Katrina in 2005. The FEMA-funded hurricane recovery projects will rehabilitate or replace significant pumping assets, as well as a significant portion of the water distribution system.

V. Sewerage System

A. INTRODUCTION

The sewerage system operated by SWBNO dates back to the late 19th Century when City leaders decided to create a sewerage system for collecting sanitary sewage to alleviate various diseases and improve the overall sanitary health of the City. The current system consists of approximately 1,536 miles of sewers ranging in size from 4-inch to 72-inch in diameter, and are of various type including polyvinyl chloride, steel, vitrified clay, cast iron, ductile iron, and other. There are four major pump stations and 79 smaller, automatically operated pump and lift stations. There are two treatment plants, the East Bank Plant and the West Bank Plant. The permitted capacity of the East Bank Plant is 122 mgd and the permitted capacity of the West Bank Plant is 40 mgd. The sewerage system service areas are shown in Figure 3 on the following page.

The sewage collection and conveyance system, including the pumping and lift stations, are operated and maintained by SWBNO employees. The day to day operation and maintenance of the treatment plants is performed by Veolia. Major capital improvements for the treatment plants are funded by SWBNO.

B. CONSENT DECREE FOR SEWERAGE SYSTEM

SWBNO is party to a consent decree lodged by the USEPA related to compliance issues with the CWA and the CAA. The original consent decree was lodged and agreed to by the parties in 1998. During the implementation of the elements of the original consent decree, Hurricane Katrina struck and prevented the Board from meeting several requirements. As a result, a Modified 2010 Consent Decree was entered into by the parties to continue the Board's progress toward compliance with the CWA and CAA. Due to the ongoing impact caused by Hurricane Katrina a Second Modified Consent Decree was entered into between SWBNO and the USEPA in 2013.

1. Original and Second Modified Consent Decree

Major elements of the original and Second Modified Consent Decree include the following items. It should be noted that many of these items have already been completed by SWBNO.

- CAA Remedial Measures—SWBNO agreed to develop an operation and maintenance plan for operating its fluidized bed incinerator at the East Bank Plant, as well as to submit regular reports documenting its compliance with the approved plan.
- CWA Remedial Measures Pump Stations—SWBNO agreed to operate all pump stations such that if the largest capacity pump goes out of service, additional pumps can be activated to prevent unauthorized sewage discharges.
- CWA Remedial Measures SCADA—SWBNO agreed to install SCADA systems in its pump stations that continuously monitor the performance of the pump stations. The purpose of SCADA monitoring equipment is to allow personnel to more quickly respond to any malfunction of pumps that would lead to an unauthorized sewage discharge.

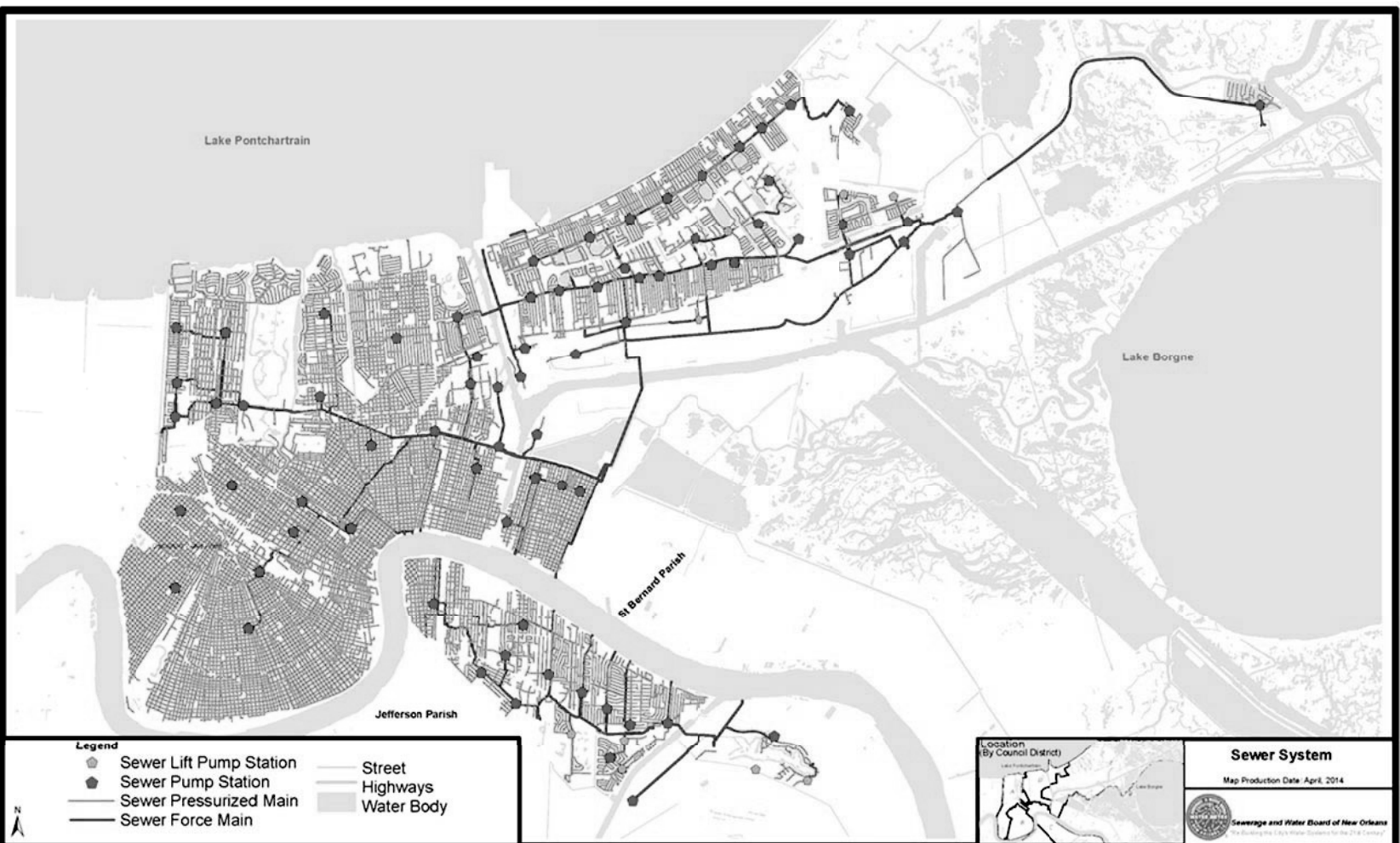


Figure 3—Overview of the SWBNO Sewerage System

- CWA Remedial Measures Cross Connections—SWBNO agreed to eliminate any cross connections that were not identified in the Cross Connection Security plan and inspect all retained cross connections. In addition, SWBNO agreed to not operate the retained cross connections without notifying USEPA.
- CWA Remedial Measures Preventive Maintenance Program—SWBNO agreed to develop a preventative maintenance program for its sewage collection system and East Bank plant. The purpose of the program is to document the type and frequency of inspections, cleaning, and maintenance procedures to be conducted.
- CWA Remedial Measures Sewer Overflow Action Plan—SWBNO agreed to develop a sewer overflow action plan for the purpose of efficiently responding the incidence of a sewer overflow to minimize the amount of unauthorized discharge.
- CWA Remedial Measures Tracking and Reporting of Unauthorized Discharges—SWBNO agreed to establish a tracking program to ensure the all unauthorized discharges are identified and reported to USEPA.
- CWA Remedial Measures Comprehensive Collection System Remedial Program—SWBNO agreed to perform comprehensive studies of its collection system basins to determine system needs and develop remedial action plans. Subsequent to approval of the remedial action plans by the USEPA, and due to the impact of Hurricane Katrina, SWBNO agreed to complete Emergency Sanitary Sewer Assessment (ESSA) of the collection systems served by SWBNO. This includes performing inspections of sewer mains to identify and repair blockages that would disrupt sewage flow from SWBNO pump stations. Additionally, SWBNO agreed to implement remedial measures action plans (RMAPs) for each of its nine basins. The schedule for implementing the RMAPs for the MidCity, Ninth Ward, Carrolton, New Orleans East, and South Shore basins was extended. The MidCity, South Shore, and Carrolton basins are to be implemented in 2015, the Ninth Ward basin by 2018, and the New Orleans East basin in 2019.
 - The timeline for completing projects in the Ninth Ward basin was extended to March 31, 2018.
 - The timeline for completing projects in the New Orleans East basin was extended to October 31, 2019.
- CWA Remedial Measures Storm Sewer Monitoring Program—SWBNO agreed to collect samples at its drainage pump stations in the East Bank storm water drainage system to detect any presence of sewage before and after the implementation of the collection system remedial action plans described above.
- Green Infrastructure—SWBNO agreed to explore areas for including green infrastructure measures as part of its Comprehensive Collection System Remedial Program. This includes cooperating with USEPA and the other interveners on green infrastructure projects in each of its east bank basins.

In addition to these remedial measures, the Board also agreed to undertake training for SWBNO's employees, conduct outreach and public awareness, and submit regular reports to USEPA documenting its progress toward complying with the terms of the consent decree.

2. Third Modified Consent Decree

The Third Modified Consent Decree is essentially the same as the original and Second Modified Consent Decree, with the following adjustment to the schedule for completing the Remedial Measures Comprehensive Collection System Remedial Program:

- Mid-City Basin—Extended Completion Date from 2015 to July 31, 2023
- South Shore Basin—Extended Completion Date from 2015 to October 31, 2021
- Carrollton Basin—Extended Completion Date from 2015 to October 31, 2025
- Ninth Ward Basin—Completion Date Remains at March 31, 2018
- New Orleans East Basin—Completion Date Remains at October 31, 2019

For each of these basins, SWBNO must report when the 25 percent, 50 percent, and 75 percent completion milestones have been completed. Additionally, SWBNO committed to developing a plan for coordinating green infrastructure into the collection system remedial program. SWBNO also committed to spending \$500,000 per year, averaged over the next five years, toward implementing green infrastructure projects as part of its collection system remedial program. Finally, the work for this Third Modified Consent Decree is to be coordinated with City street repair projects.

C. RELEVANT REGULATORY PERMITS

SWBNO's sewage treatment plants and the collection system are regulated by three primary permits which include:

- NPDES Permits
- MS4 Permit
- Title V Major Source Operating Permits-Clean Air Act (Title V) Permit

1. NPDES Permits

The NPDES permits provide the regulatory guidelines that apply to both the East Bank and West Bank Plants. The primary function of the NPDES permits is to set the effluent limitations for both plants. The East Bank Plant has a second outfall that allows for discharge of treated sewage to the Bayou Bienvenue Wetlands for a wetlands assimilation project. At this time there is no discharge being conveyed to the wetlands assimilation project. Table 9, on the following page, provides a summary of the effluent limitations for both of SWBNO's primary treated sewage outfalls. Monthly Discharge Monitoring Reports (DMR) are submitted on the 15th day of each month to the LDEQ. Historically, this has been done by Veolia, but a recent change will have the Environmental Compliance Department submit the DMR to LDEQ. Veolia will still be responsible for providing the DMR information to the Environmental Compliance Department.

In addition to the effluent limits noted above, there are several other requirements identified in the NPDES permits including reporting requirements and procedures for monitoring and record keeping. It should be noted that the following provides a general description of NPDES permit items; the actual permits should be referred to for more specific details and information that is required by SWBNO.

Table 9—Current NPDES Key Effluent Limitations

EFFLUENT CHARACTERISTIC	DISCHARGE LIMITATION (EAST BANK PLANT)	DISCHARGE LIMITATION (WEST BANK PLANT)
BOD5 (mg/L) Monthly Average	30	30
BOD5 (mg/L) Weekly Average	45	45
BOD5 (lbs./day) Monthly Average	30,524	10,008
TSS (mg/L) Monthly Average	30	30
TSS (mg/L) Weekly Average	45	45
TSS (lbs./day) Monthly Average	30,524	10,008
Daily pH	6-9	6-9
Fecal Coliform Monthly Average	200 colonies/100 ml	200 colonies/100 ml
Fecal Coliform Weekly Average		400 colonies/100 ml
Fecal Coliform Daily Maximum	400 colonies/100 ml	
Total Residual Chlorine (mg/L)	0.5	1.4
Whole Effluent Toxicity Testing	Report Pass/Fail	Report Pass/Fail
Average Monthly Flow - AMF (mgd)	monitor/report	monitor/report
Average Weekly Flow – AWF (mgd)	monitor/report	monitor/report

mg/L milligrams per liter
 lbs./day pounds per day
 mgd million gallons per day
 ml milliliter
 BOD₅ Biochemical Oxygen Demand (five day)
 TSS Total Suspended Solids

- **Stormwater Discharge**—This section refers to the stormwater management at both the East Bank and West Bank Plants. The permits require the development of a Stormwater Pollution Prevention Plan (SWP3) to assure that plant personnel are appropriately managing stormwater runoff. The SWP3 includes site map, employee training, potential pollutant sources, descriptions of stormwater Best Management Practices (BMPs) used, inspection areas, and washwater requirements (if not handled through the treatment process). Violation of the permit consists of stormwater runoff that has TOC concentration greater than 50 mg/L; Oil and grease concentrations greater than 15 mg/L; and pH levels that are outside the range of 6.0 to 9.0.
- **Municipal Water Pollution Prevention**—This item requires SWBNO to perform an Environmental Audit Report each year during the life of the permit. The audit should generally include information on influent and effluent loadings to each plant; bypasses and overflows of the tributary sewer system and treatment plant; sludge disposition; employee training; condition status; and other new developments at each facility. The audit must be completed under a resolution from the Board, and must be signed by a duly authorized representative.
- **Pretreatment Program**—SWBNO is required to have a pretreatment program in conjunction with requirements of the CWA. The pretreatment program is designed to identify and monitor the discharges related to Significant Industrial Users (SIU) that discharge sewage to the SWBNO

system. This item requires SWBNO to establish discharge limits for SIUs, as well as monitor discharges from these customers to determine compliance. SWBNO has to keep track of its monitoring activities, and also track those industrial users that are in noncompliance with the established SWBNO discharge limitations for industrial users. SWBNO must also monitor the influent and effluent to the treatment plants for toxic substances.

- **Monitoring of Toxic Substances**—SWBNO must also monitor and report for many potential toxic substances in its sewage effluent. There are Minimum Quantification Levels (MQLs) for each potential toxic substance. If any of the MQLs are exceeded, SWBNO must initiate action to try and determine the source, as a means of abating the substance from entering the river source that is used by other communities downstream.
- **Whole Effluent Toxicity Guidelines**—The NPDES permits provide a section that outlines the requirements for conducting tests related to determining Whole Effluent Toxicity.
- **Standard Permit Conditions**—There is a section related to standard permit conditions that apply, including penalties for non-compliance; reporting and monitoring requirements; and definitions of significant terms.

The current status of the NPDES permit for the East Bank Plant is that it went into effect on June 1, 2009. It is expected to expire on June 1, 2014. SWBNO indicates that it submitted a permit renewal application with LDEQ, and has been notified that its submittal is administratively complete. Until a new permit is issued by LDEQ, SWBNO will continue to operate under the terms of the existing NPDES permit. With respect to the West Bank Plant, the effective date of the existing NPDES permit was August 1, 2008. It expired on August 1, 2013. SWBNO submitted its permit renewal application on January 7, 2013 and was notified by LDEQ that it was administratively complete on January 25, 2013. A draft NPDES permit has been completed and submitted to LDEQ for review and comment. SWBNO is waiting for the final permit to be issued, and will continue operating under the existing NPDES permit until that time.

2. Title V Air Permit

SWBNO maintains Title V Air permits for its power plant at the Carrollton WPP and the East Bank Plant. The permit for the East Bank Plant is related to the FBI that incinerates sludge from the sewage process. The permit expired on October 1, 2013, and SWBNO had already submitted a renewal application on March 21, 2013. LDEQ has notified SWBNO that the application is administratively complete. SWBNO has received a draft permit from LDEQ and it is currently being reviewed. SWBNO indicates that the permit for the East Bank Plant has been able to meet all requirements. There is a new requirement issued by the USEPA for sewage sludge incinerators outlined in 40 CFR 60, subpart MMMM which establishes new final emissions limits for existing sewage sludge incinerators. SWBNO notes that the change of the mercury emissions limit to 0.037 milligrams per dry standard cubic meter (mg/dscm) will likely put the FBI over the new limit. Testing will also have to be conducted for several other emissions to determine compliance with the new rule.

The permit for the power plant at Carrollton WPP is in effect until January 24, 2017. SWBNO indicates that there have been past compliance issues with respect to meeting reporting requirements for this permit that have resulted in compliance orders from LDEQ. SWBNO believes

that it has corrected these instances, and is currently negotiating with LDEQ to consolidate the previous, multiple orders into one consolidated compliance order.

SWBNO has also registered each of its backup generators located at various facilities with LDEQ. The Environmental Compliance Department has been developing training manuals and conducting training to assure that employees operate equipment in accordance with Title V regulations.

3. Municipal Separate Storm Sewer System Permit

SWBNO is a party to the MS4 permit issued by the LDEQ to regulate stormwater discharges to canals and rivers that are adjacent to Orleans Parish. Other parties include Jefferson Parish, City of New Orleans, Port of New Orleans, Orleans Levee District, and Louisiana Department of Transportation and Development (District 02). The permit covers all areas within Orleans Parish that are served by the separate storm sewer system. The effective date of the existing permit is October 1, 2013 and will expire October 1, 2018.

General items of the MS4 permit to which SWBNO is a party include:

- Authorized and Unauthorized Discharges—Generally, authorized discharges occur from wet weather events via approved system discharge points and should not be reasonably expected to result in a water quality violations. Unauthorized discharges are generally related to spills and other instances where non-stormwater discharges enter the separate storm sewer system.
- Stormwater Pollution Prevention and Management—The parties are required to establish a stormwater prevention and management program. This includes establishing controls to reduce the amount of pollutants in stormwater related to areas such as roadway, pesticides, areas of new development, and other areas that can contribute to stormwater pollution.
- Monitoring and Reporting Requirements—There are no discharge limitations for reporting, however, the parties must monitor for specific pollutants twice annually from a representative sample of stormwater outfalls.

There are also standard permit conditions (including penalties for violations of the permit) and additional guidelines related to monitoring, permit modifications, and definitions for specific terms used throughout the MS4 permit.

The effective date of the current permit is October 1, 2013, and the permit expires on September 30, 2018.

D. OVERALL PERFORMANCE OF SWBNO'S SEWAGE TREATMENT PLANTS

The two sewage treatment plants are operated under a contract with Veolia for the operation and maintenance of all plant components. Major capital improvements are funded by SWBNO. The treatment plants generally remain in compliance; however, there have been several recent permit violations at the East Bank Plant that were reported to LDEQ. These include exceedance of daily max limit for fecal coliforms in December 2013; exceedance of fecal coliform daily max limit in January 2014; and the exceedance of the monthly BOD average limit in February 2014. A review of the incident reports provided to SWBNO by Veolia indicates that:

- The cause of the December 2013 exceedance was investigated and believed to be a sample collection error on the part of the operator. Veolia did indicate that samples prior to, and after the sample in question were all in compliance. Refresher training for the operator has been conducted.
- The cause of the January 2014 exceedance was due to contractor work impeding the delivery of gaseous chlorine to the facility via the rail line. It is expected that the exceedance was a one-time event.
- The cause of the February 2014 exceedance is believed to be related to fluctuating flows to the plant, combined with maintenance issues at the oxygen facility, and needing an additional reactor in service.

The West Bank Plant has not had any permit violations over the past year.

In general, SWBNO indicates that Veolia's performance with respect to the operation of the treatment plants has been good. Excluding the permit exceedances above, there appear to have been few issues or permit violations. The agreement between Veolia and SWBNO expired on January 9, 2014 and, as a result of a recent public bidding process, SWBNO has determined to enter into a new ten year contract with Veolia and is currently finalizing negotiations with respect to the new contract. While the new contract is being negotiated Veolia continues to operate per the terms of the expired contract.

E. EAST BANK SEWAGE TREATMENT PLANT

1. Capacity and Performance

SWBNO's East Bank Plant has a permitted average day capacity of 122 million gallons per day. The maximum day effluent flow from the plant in 2013 was 191 mgd, indicating significant infiltration and inflow in the collection system. Compared with average day effluent flows for 2012 and 2013 of 93 mgd and 98 mgd, respectively, the current and near term permitted capacity is appears sufficient. SWBNO should continue to assess the impact of increasing population, combined with the impact of the collection system rehabilitation on the potential future need for increased sewage treatment capacity. The East Bank Plant is the larger of SWBNO's two sewage treatment plants. During wet weather events, operators utilize abandoned primary clarifiers onsite to control the flow through the secondary treatment process. After the wet weather flow subsides, the diverted flow is then conveyed through the secondary treatment process.

Plant performance is normally well below permit limits. In calendar year 2013, effluent concentration for BOD averaged 21.3 mg/L compared to a permit monthly average limit of 30 mg/L. The effluent concentration for TSS averaged 15.5 mg/L compared to a permit monthly average limit of 30 mg/L.

There are approximately 35 Veolia employees that provide operations and maintenance of the facilities 24 hours per day. The head plant operator appeared knowledgeable and was well versed on plant operations and maintenance issues.

2. Plant Treatment Components

The plant consists of three influent bar screens that remove larger materials in the sewage such as rags and miscellaneous debris. Mechanical rakes are available to continually remove the debris from the screens, however, during the time of our visit the automation of the rakes was out of service and being performed manually by employees onsite. There are six separate grit chambers for removal of grit that has passed through the screens. Grit from the chambers and debris from the screens are collected and eventually conveyed to the landfill.

From the grit chamber, sewage flows to the aerobic reactors via two channels. There are four reactors with eight total mixers. High purity oxygen is generated onsite and supplied to the reactors for use in the removal of BOD. The plant operator noted that approximately 35 tons per day of oxygen is generated on average. The sewage then flows to secondary clarifiers for the settling of remaining solids. There are seven secondary clarifiers available at the plant. After secondary settling, the sewage is disinfected with a chlorine solution. The solution is generated onsite from chlorine gas that is stored onsite on a 90 ton rail car. After disinfection, the treated sewage is pumped to the Mississippi River via five effluent pumps.

The treatment of sewage is very reliant on electricity to keep the processes functioning properly. The plant is supplied primarily by Entergy via a 60 Hz power feed. In the event of an emergency, the plant has a 4.0 MW generator located above flood level to power the entire plant.

3. Plant Sludge Processing Components

Sludge, which settles in the clarifier, is recycled in the process; this sludge is called Return Activated Sludge (RAS). A portion of the RAS called Waste Activated Sludge (WAS) is sent to sludge processing for disposal. RAS can be siphoned from the aerobic reactors and returned to the two reactor influent channels to keep the optimal level of microbes in the reactors for removing BOD. WAS is collected from the reactors and secondary clarifiers and conveyed to the plant's gravity thickening and belt filter press. After thickening and dewatering, it is either be conveyed to an onsite incinerator or trucked to a landfill. Ash from the incinerator is stored onsite until it is collected and also transported to a landfill. During calendar year 2013, Veolia disposed of approximately 8,189 tons of sludge.

4. Plant Site Visit

Black & Veatch conducted a site visit to the East Bank Plant on March 12, 2014, accompanied by the Veolia plant superintendent and a SWBNO engineer. Overall, the plant facilities appeared in good condition with appropriate maintenance being conducted. Some items noted during the site visit included:

- Reactors #1 and #4 were out of service for rehabilitation. There is excess solids buildup within the reactors which will require cleanout and disposal.
- New administrative building has recently been completed.
- There is no automation for mechanical rake on bar screens; raking must be conducted manually at regular intervals.
- Cyclone grit separators showed corrosion.

- Operator noted that two channels from the grit chambers to the aerobic reactors will need cleaning.
- Return sludge line was corroded and out of service. A temporary, above ground, replacement line is being used to return sludge from the RAS pump stations to the influent channel.
- Operator noted that liquid oxygen tank is nearing the end of its useful life. High purity oxygen system components appeared in good condition.
- Several mechanical mixers on aerobic reactors were out of service.
- Effluent pumps appeared in fair condition. The operator noted that there have been issues keeping these pumps operating reliably. The electrical system is to be evaluated and will likely require upgrades to increase the reliability of the effluent pumps.
- Electrical controls and switchgear appeared in fair condition. The operator noted that the older electrical equipment presents ongoing maintenance issues.
- A flood protection berm is being completed at the plant to minimize future flooding at the plant.
- The effluent line requires minor repair as cracks have formed due to the building of the berm.

5. Planned Capital Improvements

Veolia generates a list of capital projects that is provided to SWBNO for consideration. SWBNO retains the decision-making and funding authority for projects over \$5,000. Based on discussions with the plant operator during the site visit and a review of the SWBNO capital budget, the following capital improvements are planned for the East Bank plant to be completed over the next five years:

- Rehabilitation of aerobic reactor #1
- Pave access from Florida Ave. to Plant gate
- Electrical system evaluation and upgrades
- Automation of headworks
- Improvements to RAS line
- Install automated valves on influent lines
- Incinerator and sludge handling improvements
- Replacement of liquid oxygen tank
- Install new sludge handling station for sludge from West Bank Treatment Plant
- Purchase spare pumps for RAS pump station
- Demolition of multiple hearth
- Upgrade electrical switchgear
- SCADA upgrades
- Rehabilitate belt filter press
- Install a new sludge dryer and heat recovery system to replace the multiple hearth incinerator

A review of the CIP indicates that a majority of these projects are included.

F. WEST BANK SEWAGE TREATMENT PLANT

1. Capacity and Performance

SWBNO's West Bank Plant has a permitted average day capacity of 40 mgd. It is the smaller of SWBNO's two sewage treatment plants and generally serves the southern portion of Orleans Parish.

During calendar years 2012 and 2013, the West Bank Plant's average day treated effluent flows were approximately 9.3 mgd and 10.1 mgd, respectively. The maximum day plant effluent during 2013 was 33 mgd, indicating significant infiltration and inflow into the collection system during storm events. The current capacity is sufficient to meet demand. Plant performance with respect to removal of BOD and TSS is typically well below permit limits. In calendar year 2013, effluent concentration for BOD averaged 8.9 mg/L compared to the permit monthly average of 30 mg/L. The effluent concentration for TSS averaged 10.5 mg/L compared to the permit monthly average of 30 mg/L. SWBNO indicates that the West Bank Plant has not exceeded any of its NPDES permit limits.

Veolia operates and maintains the plant with six employees. Four are focused on operations and two are maintenance employees. There is also a contract employee that is an electrician that spends two days per week at the plant.

2. Plant Treatment Components

The West Bank Plant consists of two influent bar screens with mechanical rake for removing larger debris as the flow enters the plant. Once through the bar screens, the flow enters two aerated grit chambers where larger solids are settled to prevent these from continuing through the process. Flow from the two aerated grit chambers then enters three primary sedimentation basins. This allows for continued settling of finer solids before moving to the secondary treatment process.

From the primary sedimentation basins, the flow moves to a collection basin where pumps distribute flow to two trickling filters. The trickling filters contain a plastic media that is used to facilitate the biological removal of BOD from the sewage. From the trickling filters, flow is distributed to four final sedimentation basins. The final sedimentation basins provide additional settling of suspended solids, and there are two basins for each trickling filter.

After the final settling process, the sewage is disinfected with a chlorine solution (derived from chlorine gas) before moving to the wet well adjacent to the effluent pump station. There are four effluent pumps that convey the treated sewage to the Mississippi River.

The main power source for the West Bank Plant is 60 cycle power provided by Entergy. For emergency power, there is a standby generator onsite and associated diesel fuel storage tank.

3. Plant Sludge Processing Components

Sludge from the treatment process is collected from the primary sedimentation basins, as well as the final sedimentation basins. The sludge is conveyed to a gravity thickening tank where it is stored and thickened. Filtrate from the gravity thickener is sent to the adjacent influent line and returned through the process. Sludge from the gravity thickener is trucked to the East Bank Plant

four times a day, although the gravity thickener is capable of storing sludge for several days. Hauling sludge to the East Bank Plant occurs Monday through Friday. Sludge is not hauled on the weekends.

4. Plant Site Visit

Black & Veatch conducted a site visit to the West Bank Plant on March 12, 2014, accompanied by the Veolia plant operator and an SWBNO engineer. Overall, the plant facilities appeared in good condition with appropriate maintenance being conducted. Some items noted during the site visit include:

- Concrete and pavement adjacent to the bar screens and aerated grit basins showed cracks and settling.
- There are four bar screens. The second bar screen was down because the chain jumped the sprocket.
- Grit cyclones for collecting grit from the grit basins showed significant corrosion.
- Two grit pumps identified as needing replacement.
- Weirs and rotating arms of primary sedimentation basins shows significant corrosion.
- Operator noted that all five pumps in the main collection basin need to be rehabbed.
- The structural condition of the trickling filters appeared to be good. There are minor structural issues with trickling filter #1.
- Drive motor for the arms on the trickling filters is inoperable and operate based on hydraulics, although treatment is still acceptable.
- Check valve on effluent pump was leaking. Crews were onsite performing maintenance.
- Standby generator was out of service. A temporary emergency generator will be onsite until the appropriate part arrives.
- New windows for the administration building were installed in 2013.

5. Planned Capital Improvements

Veolia generates a list of capital projects that is provided to SWBNO for consideration. SWBNO retains the decision-making and funding authority for projects over \$5,000. Based on discussions with the plant operator during the site visit and a review of the SWBNO capital budget, the following capital improvements are planned for the West Bank Plant to be completed over the next five years:

- Replacement of grit pumps
- Rehab of main pumps that feed the trickling filters
- Repair projects related to effluent pumps
- Rehab emergency generator and associated switchgear
- Rehab primary sedimentation basins
- Rehab belt filter press and other improvements to solids handling

A review of the CIP indicates that the majority of these projects are included.

G. SEWAGE COLLECTION AND PUMPING

SWBNO’s sewage collection and pumping systems are operated and maintained by SWBNO. The following sections provide an overview of these systems.

1. Sewage Collection

The sewage collection system has been a primary focus for SWBNO since the original consent decree for the larger, east bank portion of the system was entered into in the 1990s. Since that time, SWBNO has devoted considerable resources toward the rehabilitation of the sewage collection system and pump stations to reduce the occurrences of sanitary sewer overflows and assure that sewage flows properly to the two treatment plants.

The sewage collection system consists of approximately 1,536 miles of sewer lines ranging in size from 4-inch diameter to 72-inch diameter. The collection system is delineated into 10 basins. Nine of the basins (Lakeview, Uptown, Central Business District, Carrollton, Mid-City, Gentilly, Ninth Ward, New Orleans East, and South Shore) flow to the East Bank Plant; while the Algiers Basin flows to the West Bank Plant. The consent decree requires that each of the nine east bank basins be rehabilitated as part of the Comprehensive Collection System Remedial Program. To date, SWBNO has completed work that consists of replacement, lining, point repairs, and other measures for four of the basins (Lakeview, Central Business District, Gentilly, and Uptown). The remaining basins are to be completed per the schedules outlined in the consent decree as noted above.

A key objective of the consent decree related to the collection system is the reduction of sanitary sewer overflows. The Table 10 shows the number of unauthorized sanitary sewer overflows for the east bank portion of the system from 2008-2013. This number of SSOs per mile of sewerage system is still significant, although management indicates that much progress has been achieved in reducing these instances since the inception of the consent decree in 1998.

Table 10—Unauthorized Sanitary Sewer Discharges for East Bank Portion of System

CALENDAR YEAR	2008	2009	2010	2011	2012	2013
Unauthorized Discharges	163	214	225	189	184	177

To achieve the requirements of the consent decree, SWBNO has several projects anticipated for the coming years including:

- FEMA-funded HMGP projects for collection system point repairs, or the ESSA program. This program is related to finding and fixing issues in the collection system related to the effects of Hurricane Katrina. This program has been ongoing, however, \$6 million is included in the proposed CIP.
- Consent Decree rehabilitation of sewage system basins, including Lower Ninth Ward rehabilitation at approximately \$15.5 million, New Orleans East basin rehabilitation at approximately \$11.6 million, and South Shore basin rehabilitation at approximately \$18.0 million. These projects would be funded by SWBNO.

- Additional consent decree projects for the MidCity and Carrollton basins are also anticipated, as well as routine cleaning and inspections throughout Orleans Parish. These projects would be funded by SWBNO.

These projects that continue to rehabilitate the collection system should continue to reduce the instances of SSOs, as well as the amount of infiltration and inflow that enters the collection system.

2. Sewage Pumping

SWBNO operates and maintains 83 sewage pump stations with 66 serving the east bank collection system and 17 serving the west bank collection system. The majority of pumps related to these stations have been rehabilitated since Hurricane Katrina. There are continued improvements anticipated by SWBNO in the coming years, including:

- FEMA-funded HMGP projects related to relocating underground pump stations above ground for approximately \$9.5 million.
- Internal funds to storm proof Sewage Pump Station A for approximately \$2.2 million.
- Internal funds for miscellaneous repairs to the various pump stations at approximately \$1.0 million annually.
- Internal funds for the relocation and expansion of Sewage Pump Station No. 1 for approximately \$2.2 million.

3. Performance Metrics

As part of its consent decree compliance, SWBNO is required to track and report activities related to several operation and maintenance initiatives for the larger, east bank portion of the sewerage system. A review of SWBNO's 2013 annual report to the USEPA for the consent decree shows the following performance:

- Sanitary Sewer Line Inspection—SWBNO is required to inspect at least 9 percent of the east bank sanitary sewer system each year and 100 percent in 8 years. For 2013 SWBNO inspected 788,686 feet or approximately 13 percent of the east bank collection system.
- Sanitary Sewer Collection System Line Cleaning—SWBNO is required to clean at least 7 percent of the east bank sanitary sewer system each year and 100 percent in 10 years. For 2013 SWBNO cleaned 1,596,175 feet or approximately 26 percent of the east bank collection system.
- Sanitary Sewer System Manhole Inspections—SWBNO is required to inspect at least 25 percent of the east bank sanitary sewer system manholes each year and 100 percent in 3.3 years. For 2013 SWBNO inspected 8,717 manholes or approximately 38 percent of the total east bank collection system manholes.
- Sanitary Sewer Collection System Repairs—SWBNO is required to report all repairs made to the east bank collection system. In 2013 SWBNO made 1,982 repairs to the east bank collection system.
- Sewage Pump Station Preventative Maintenance—SWBNO is required to complete 90 percent of preventive maintenance work orders related to its sewage pump stations within two weeks of the scheduled date of completion. For 2013 SWBNO completed 4,815 work orders within two weeks of the scheduled date out of a total of 4,825 work orders or approximately 99.8 percent.

- Air Relief Valve Inspections—SWBNO is required to inspect the 34 air relief valves on a semi-annual basis. For 2013 SWBNO met this requirement.
- Force Main Isolation Valve Inspection and Exercise—SWBNO is required to inspect and exercise force main isolation valves on an annual basis. SWBNO reports meeting this requirement for 2013.
- Cathodic Protection System Surveys—SWBNO is required to conduct annual surveys of cathodic protection sites. There are currently 22 sites and SWBNO reports meeting the requirement to survey these sites.

The preventive nature of these checks and inspections provides a proactive approach to maintenance and viewed as a positive outcome of the consent decree.

H. SEWERAGE SYSTEM CONCLUSIONS

Based on our review of SWBNO's sewerage system, Black & Veatch has reached the following conclusions:

- Complying with the consent decree continues to be a major focus for SWBNO. Significant improvements have been made to the system including rehabilitation of sewage pump stations and the implementation of the Comprehensive Collection System Remedial Program. The number of SSOs has been reduced but is still significant, and SWBNO has recently been able to negotiate an extension of its schedule for completing the rehabilitation of east bank basins at varying milestones through 2025. Meeting this schedule appears feasible, but will require diligent coordination between SWBNO and the City to keep sewer rehabilitation and street projects on track.
- The preventive maintenance inspections developed as part of the consent decree provide an effective means for consistently checking and correcting deficiencies in the east bank collection system. Based on a review of 2012 and 2013 annual reports to the USEPA, SWBNO has been complying with these important inspections.
- The sewage treatment plants have historically been compliant with meeting the limits set forth in their respective NPDES permits. There have been several, recent exceedances of the permit limits for the East Bank Plant; however, additional focus by the operator, Veolia, should return the plant to performance that is more in line with its historical performance.
- The sewage treatment plants are comprised of processes and components for treating sewage and handling sludge that are common within the wastewater industry. The treatment capacity of the East Bank Plant is sufficient to meet existing and near term demand. SWBNO should continue to monitor the population growth and the impact of the collection system rehabilitation projects to appropriately plan for any needed future expansions.
- There has been several compliance issues related to meeting the reporting requirements for SWBNO's Title V permit for the power plant at the Carrollton WPP. SWBNO believes that it has improved its processes for meeting these requirements and does not anticipate future occurrences.
- There is a new emissions rule developed by the USEPA related to sewage sludge incinerators that could result in needed modifications to the FBI located at the East Bank Plant. The new rule

includes increased standards for mercury emissions, and it appears that emissions for current operations would exceed this limit. SWBNO is working with its operator, Veolia to assess the impact of the new rule and will then determine any needed improvements to the FBI.

VI. Drainage System

Within the Orleans Parish, a number of drainage stations are used to pump rain and surface water out of the City through a network of canal systems and drainage pump stations. These pumps allow SWBNO to dewater the City, particularly during large storms or hurricanes. The drainage pump stations employed are low head high flow pumps which are primarily powered by 25 cycle power from the SWBNO power plant located at the Carrollton WPP. The West Bank drainage pump stations use 60 cycle power. There is a frequency changer available to convert 25 cycle power from SWBNO's power plant to 60 cycle power to power the West Bank drainage pump stations during an emergency. Figure 4 on the following page shows the drainage system and the associated pump stations located throughout the New Orleans area. In general, the drainage system operated by SWBNO consists of the following major assets:

- Approximately 90 miles of open channel canals
- Approximately 90 miles of covered, or below ground canals
- 24 major drainage pumps stations; 22 located on the east bank portion of the system and 2 located on the west bank portion of the system
- 13 smaller underpass pump stations that start automatically as water levels rise during wet weather
- 121 total pumps are located in the 24 major drainage stations

Since Hurricane Katrina in 2005, SWBNO has been undertaking significant improvements to the drainage pump stations, including the rebuilding of drainage pumps, storm proofing of facilities, and installation of backup generators. The following section provides an overview of significant projects anticipated as part of SWBNO's CIP.

A. SELA PROJECTS

The SELA Drainage program is a partnership primarily between SWBNO and USACE to improve the drainage within Orleans Parish since Hurricane Katrina. The program has been funded by Federal government appropriation of approximately \$1.3 billion. Generally, individual projects for this program are funded 65 percent from the Federal government and 35 percent from SWBNO or other local governments, to be paid back over a 30 year period. In terms of project management, SWBNO is generally responsible for project design and public outreach, while the USACE is generally responsible for permitting, as well as the hiring and managing the construction contractors. Significant projects to be initiated as part of the five year CIP include:

- Construction of a new covered reinforced concrete canal in the right of way of Louisiana Avenue. The estimated project cost is \$123 million, with approximately \$81.3 coming from the USACE.
- Canal improvements consisting of the construction of new culverts and open canal flumes for the Algiers, Donner, and Nolan canals. The estimated project cost is \$110 million, with \$82.5 million coming from the USACE.
- Drainage improvements to the General DeGaulle canal, as well as the Algiers Outfall canal, Nolan canal, and Donner canal. Other lateral canal improvements will also be made. The estimated project cost is \$140 million, with \$105 million from the USACE.

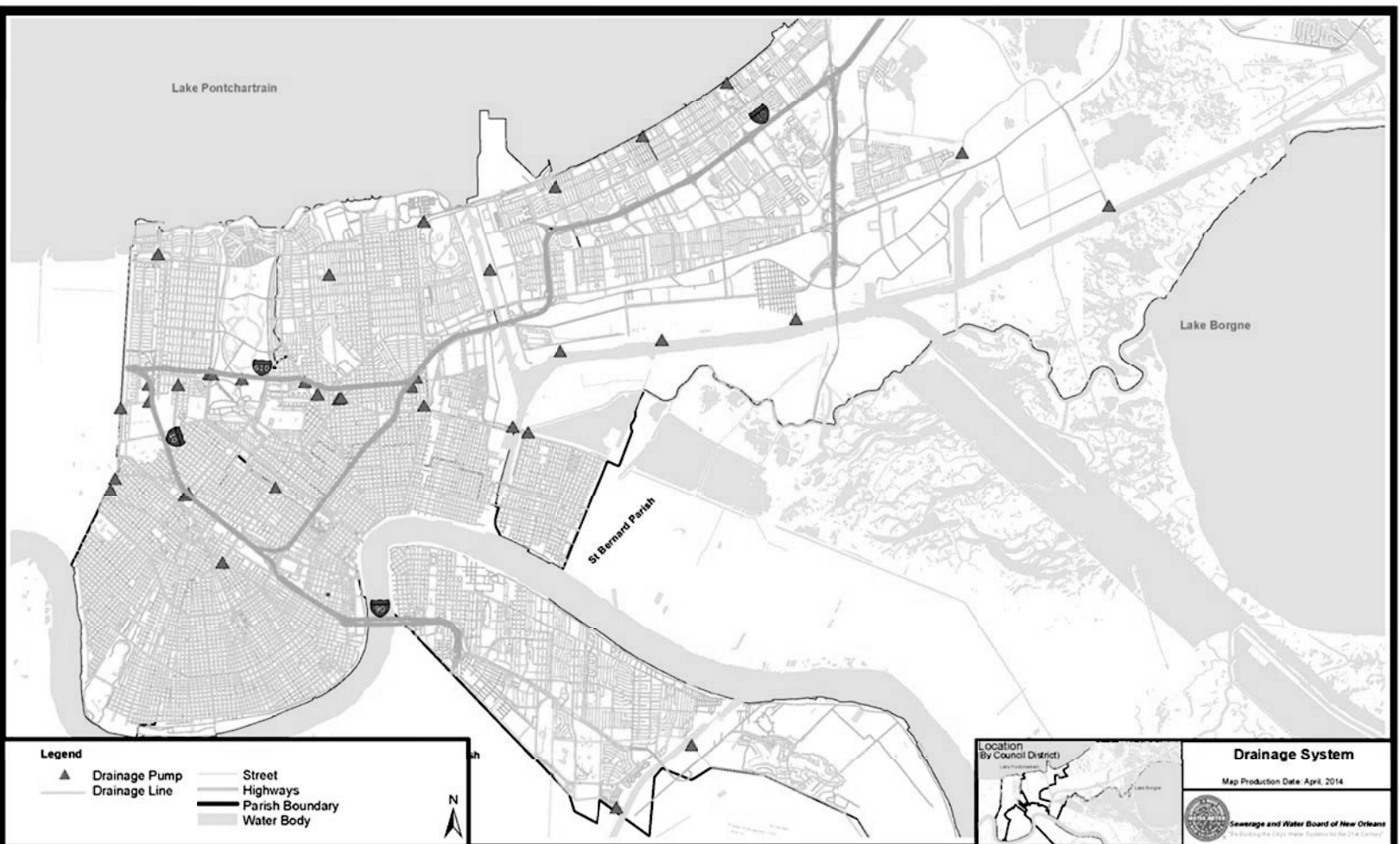


Figure 4—Overview of the SWBNO Drainage System

- Phases II, III, IV of the Florida Avenue Canal. This project will construct an open concrete canal within the Florida Avenue right of way between Peoples Avenue and Drainage Pump Station No. 19. The estimated project cost is \$240 million, with approximately \$156.5 million coming from the USACE.
- Participation in City Department of Public Works street projects where replacement of drainage assets are needed. The CIP includes internal funds of \$25.8 million.

B. DRAINAGE PUMP STATIONS

As noted above, the drainage pump stations are critical assets for preventing flooding of Orleans Parish during storm events. There are 24 major drainage pump stations with 121 pumps of various sizes. Since Hurricane Katrina, there has been considerable Federal disaster-recovery and hazard mitigation funds expended to rehabilitate the pumps and harden the station structures. During site visits to two major drainage pump stations, the pumps generally appeared to be operational and in good condition. There was evidence of completed storm proofing work, including a new roof, windows, doors, as well as new generators to provide backup power. One aspect of the drainage pump stations is that many of the pumps are old, and in-house fabrication of parts must be done when components break.

SWBNO is planning future work related to the drainage pump stations including:

- Normal extensions and replacement for the drainage pumping stations of approximately \$64.2 million. The majority of this (approximately \$62.7 million) is anticipated to be from internal SWBNO funds.
- Continued storm proofing and installation of backup generators of approximately \$35.4 million. This would be from internal SWBNO funds.

In the coming years, there are several initiatives related to drainage pump stations which will impact the SWBNO's operation of the drainage system. These initiatives include:

- West Closure Complex—The West Closure Complex is a drainage pump station being constructed by the USACE. The new station will handle flows from three separate systems during storm events, including SWBNO's system. Once the West Closure Complex is operational, SWBNO will share with the two other communities in the costs to operate and maintain the new drainage pump station. SWBNO is still determining the potential impact to its annual operation and maintenance expenses, but indicates that it could be approximately \$1.5 million annually.
- Permanent Drainage Pump Stations on Lake Pontchartrain—The USACE is also constructing three permanent drainage pump stations located adjacent to Lake Pontchartrain at the 17th Street, Orleans, and London canals. The combined pumping capacity for the three facilities is expected to be approximately 23,000 cubic feet per second, and will allow for more effective pumping of the drainage system to Lake Pontchartrain during storm events. SWBNO is expected to inherit responsibility and associated costs for operating and maintaining these three systems, which would include the need for additional employees and associated O&M expense.

C. DRAINAGE SYSTEM CONCLUSIONS

Based on our review of SWBNO's drainage system, Black & Veatch has reached the following conclusions:

- SWBNO has made significant progress with the rehabilitation of its drainage pump stations with the help of Federal disaster-recovery and hazard mitigation funds. Completed work includes rehabilitation of drainage pumps and motors; storm proofing of stations to protect the pumping assets from flood and wind; and installation of backup generators to ensure operations should loss of power occur. The proposed CIP includes additional, internal funds to continue the normal repair and replacement of drainage pumping assets.
- SWBNO is a participant along with the USACE in the SELA Drainage program. The CIP includes significant funds provided by the Federal government and SWBNO for constructing and improving canals to facilitate better drainage and flood control in the drainage system. The implementation of these improvements will continue to be a major focus of SWBNO in the coming years.
- Additional pumping stations (West Closure Complex and Lake Pontchartrain permanent stations) are being constructed by the USACE to improve the drainage of the system. SWBNO will share in the cost of the West Closure Complex once operational, and likely will assume some responsibility for the three permanent stations on Lake Pontchartrain. These additional responsibilities would require additional O&M expense and employee resources that are yet to be determined.

VII. Capital Improvement Program

A. OVERVIEW

SWBNO's CIP is managed by the General Superintendent's office and reflects the capital items requested by each of the Departments within SWBNO. SWBNO has developed a relatively new process for developing the CIP budget that includes a prioritization process to rank order projects for each operational sub-unit, i.e., water, sewerage, and drainage. Generally, the prioritization of capital projects falls to a committee consisting of the General Superintendent, Deputy General Superintendent, Chief of Engineering, Chief of Networks, Chief of Operations, and Planning and Budget. Projects are ranked on a scale of 1 to 10, with 10 receiving the highest priority for implementation by SWBNO. The prioritization process using criteria that includes the following:

- General service criteria for SWBNO are weighted to provide a basis for comparing individual projects. The general service criteria includes customer service; regulatory compliance; system reliability; system repair/replacement; operational flexibility; system growth; and several other general service criteria. Criteria related to regulatory compliance and system repair/replacement would generally receive greater weighting compared to the criteria for system growth.
- A ranking system that consists of a scale of 1 to 10, with 10 being the highest ranking and indicating the greatest benefit is assigned to each of the general service criteria noted above.
- Individual projects are assessed and ranked against each of the general service criteria to derive a weighted ranking for each project.
- Projects that are already underway, or that have designated funds from other sources, e.g., FEMA funds, typically receive the highest ranking.

The timing and cost included in the CIP are developed by managers using their experience or other information as known to provide a budget estimate for the CIP. The costs do not include any inflation for projects identified in future years. Many of the projects are yet to be designed, at which time more detailed design will likely result in changes to the CIP amounts prior to project implementation.

From a timing standpoint, individual or specific projects are noted in the year for which SWBNO anticipates initiating the project. For ongoing capital expenditures, e.g., annual renewal and replacement, the CIP shows annual amounts.

As mentioned in Section III of this report, SWBNO anticipates undertaking more projects to continue improving the water, sewerage, and drainage systems. As such, SWBNO will need additional resources and focus on its processes to keep the pipeline of projects moving forward. SWBNO is taking steps to focus on getting projects ready for implementation, and will shortly begin seeking qualifications from engineering firms that will lead the design of projects based on their specific qualifications and focus areas. Engineers within SWBNO will provide overall program management with respect to the design and schedule of project implementation. Another focus to be sought by SWBNO from the aforementioned engineering firms is a focus on developing project scheduling and cash flows to track the implementation of the CIP. This will be an important process component for managing personnel and financial resources as the implementation of the CIP moves forward.

Another important component with respect to implementing the CIP is the purchasing process. As indicated in Section III, obtaining approval to get a capital project started can take 6 to 8 months. SWBNO will have to manage significantly more projects through this process to keep the project pipeline moving.

B. FISCAL YEARS 2014-2019 CAPITAL IMPROVEMENT PROGRAM

A summary of the CIP for the years 2014 through 2019 is shown below in Table 11.

Table 11—Capital Improvement Program (Fiscal Years 2014-2019)

	FUNDED FROM OTHER SOURCES	INTERNAL FUNDS	TOTAL
Water System	\$230,458,000	\$298,984,000	\$529,442,000
Sewerage System	\$65,012,000	\$287,756,000	\$352,768,000
Drainage System	\$575,211,000	\$434,766,000	\$1,009,977,000
Total	\$870,681,000	\$1,021,506,000	\$1,892,187,000

Note:

1. Uninflated costs derived from SWBNO Capital Budget.

The six-year CIP for the years 2014 through 2019 is comprised of projects to improve the water, sewerage, and drainage systems. Tables 12, 13, and 14 on the following pages provide a summary of the proposed projects anticipated by SWBNO. The majority of projects are focused on rehabilitation, replacement and upgrades, as well as Federally-funded disaster-recovery and hazard mitigation projects.

To reflect the difference in funding sources, each Table is broken out into two segments. The first segment reflects projects to be funded by other sources. These projects mainly consist of FEMA and USACE sources for disaster-recovery and hazard mitigation. The second segment of the Tables reflects the projects to be funded from internal SWBNO funds which include bond proceeds and self-generated funds.

1. Water System

Table 12—Water Capital Improvement Program

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
FEMA & OTHER FUNDING SOURCES							
159 Water Plant Security Improvements	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$12,000
175 Water Hurricane Recovery Bonds	64,777	15,000	15,000	15,000	15,000	15,000	139,777
214 Normal Extensions & Replacements	1,430	1,430	1,450	1,450	1,475	1,475	8,710
600 Water Share of Power Projects	69,300						69,300
800 Water Share - General Budget Items	671						671
TOTAL WATER SYSTEM - FEMA & OTHER SOURCES	\$138,178	\$18,430	\$18,450	\$18,450	\$18,475	\$18,475	\$230,458
INTERNAL CAPITAL							
110 Normal Extensions & Replacements	\$21,463	\$32,830	\$24,820	\$18,345	\$14,645	\$19,645	\$131,748
112 Modifications to Oak St Raw Water Intake Station	-	500	-	-	-	-	500
122 Sycamore and Claiborne Filter Rehabilitation	6,100	2,800	7,950	5,000	-	3,000	24,850
135 Improvements to Chemical System	250	3,000	100	-	-	-	3,350
156 Advanced Water Treatment (Carr.)	360	12,620	9,620	12	60	-	22,672
157 Advanced Water Treatment (Algiers)	1,900	2,700	6,750	-	-	-	11,350
158 Water Treatment Carr.	-	-	-	-	-	-	-
216 Water System Replacement Program	1,800	1,000	1,000	1,000	1,000	1,000	6,800
221 Feeder Main Extensions-General	600	600	600	600	600	600	3,600
239 Mains D P W Contracts	3,200	3,200	3,200	3,200	3,200	3,200	19,200
600 Water Share of Power Projects	630	280	280	280	280	280	2,030
701 Water Reserve for Emergencies	700	700	700	700	700	700	4,200
800 Water Share - General Budget Items	16,237	11,009	12,715	10,390	11,522	6,811	68,684

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
TOTAL WATER SYSTEM - INTERNAL CAPITAL	\$53,240	\$71,239	\$67,735	\$39,527	\$32,007	\$35,236	\$298,984
TOTAL WATER DEPARTMENT COMBINED	\$191,418	\$89,669	\$86,185	\$57,977	\$50,482	\$53,711	\$529,442

SWBNO has budgeted over \$529 million for its water system capital improvement projects for the six year period between fiscal years 2014 and 2019. Of the \$529 million total, \$298 million will be funded through internal capital funds and \$230 through a combination of other sources, including FEMA and USACE funds. The projects included for SWBNO’s water system are summarized in Table 12 and include water plant security improvements, FEMA-funded hurricane recovery bond projects (e.g., Water Hammer Project and Waterline Replacement), normal extension and replacement, water intake modifications, filter rehabilitation, chemical system improvements, water treatment plan improvements, and main extensions among others. Some of the key project spending includes:

- Water Point repairs to be funded internally by SWBNO, including replacement of water mains damaged by hurricane Katrina. The total cost of the project is \$30 million for the FY 2014 through FY 2019 period (project # 110-51).
- Citywide AMI installation, for a total cost of \$20 million (project # 110-41). In addition to the \$20 million budgeted for AMI equipment installation, a total of \$27 million was budgeted between FY 2014 and FY 2019 for the replacement of water meters (project # 823).
- Improvements to the Carrollton WPP, including the G&L sedimentation basins, for a total project cost of \$4.5 million. This includes additions to the plate settlers and inlet baffling to the sedimentation basins to increase the settling capacity, as the basins are currently operating beyond the design capacity (project # 156-3).
- Sycamore and Claiborne filter gallery modifications, including an air scouring system at the filter gallery to improve water quality and extend filter media life, for a total project cost of \$10 million (project # 122-8).
- Included in the General Budget Items for the water system are improvements to SWBNO’s information systems that were mentioned earlier in this report. This includes \$3,250,000 for CAM, \$1,167,000 for the human resources/payroll system, \$1,334,000 for the financial system, and \$1,600,000 for the work order management system.

2. Sewerage System

Table 13—Sewerage Capital Improvement Program

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
	FEMA & OTHER FUNDING SOURCES						
318 Rehabilitation Gravity Sewer System	\$1,100	\$1,200	\$1,200	\$1,200	\$1,300	\$1,300	\$7,300
340 Sewerage Hurricane Recovery Bonds (FEMA)	9,518	-	-	-	-	-	9,518
368 Wetland Assimilation	4,500	3,000	-	-	-	-	7,500
375 Sewerage Hurricane Recovery Bonds	11,660	2,000	-	-	-	-	13,660
600 Sewer Share of Power Projects	26,363						26,363
800 Sewer Share of General Budget Items	671						671
TOTAL SEWERAGE SYSTEM - FEMA & OTHER SOURCES	\$53,812	\$6,200	\$1,200	\$1,200	\$1,300	\$1,300	\$65,012
	INTERNAL CAPITAL						
313 Ext & Replace - Sewer Force Mains EPA Consent Decree	\$6,500	\$6,500	\$6,750	\$6,750	\$12,750	\$2,750	\$42,000
317 Ext & Replace - Gravity Mains EPA Consent Decree	700	7,633	17,888	5,212	17,119	11,631	60,183
318 Rehabilitation Gravity Sewer System	6,200	5,400	5,400	5,400	5,600	5,600	33,600
319 Extension and Replacements - Sanitary Sewer Mains Algiers	-	500	-	-	-	10,150	10,650
326 Ext & Rep. to Pumping Stations EPA Consent Decree	3,003	5,570	8,200	1,700	1,700	1,000	21,173
339 Mains In D P W Contracts EPA Consent Decree	5,300	5,300	5,300	5,300	5,300	5,300	31,800
340 Sewerage Hurricane Recovery Bonds (FEMA)	1,000	-	-	-	-	-	1,000
358 WWTP Normal Extensions & Replacements	-	-	-	10	-	-	10
368 Wetland Assimilation	300	300	-	-	-	-	600
348 Ext & Replace -Treatment Plants	3,270	3,425	3,280	3,920	3,125	500	17,520
381 Modification & Extension of WBSTP to 20/50 MGD	3,474	2,770	4,290	235	245	-	11,014
600 Sewer Share of Power Projects	90	40	40	540	5,040	40	5,790

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
702 Sewer Reserve for Emergencies	700	700	700	700	700	700	4,200
800 Sewer Share of General Budget Items	12,242	7,883	8,013	6,947	7,420	5,711	48,216
TOTAL SEWERAGE SYSTEM - INTERNAL CAPITAL	\$42,779	\$46,021	\$59,861	\$36,714	\$58,999	\$43,382	\$287,756
TOTAL SEWER DEPARTMENT COMBINED	\$96,591	\$52,221	\$61,061	\$37,914	\$60,299	\$44,682	\$352,768

SWBNO’s sewerage system budget is approximately \$352 million for the fiscal years 2014 through 2019. Out of the \$352 million, \$287 million will be funded through internal capital funds and \$65 through a combination of other sources, including FEMA funds. The projects included for SWBNO’s sewerage system are summarized in Table 13, and include rehabilitation of the gravity sewer system, extension and replacement of sewer force mains and gravity mains, extensions and replacements of pump stations and mains work in conjunction with the USEPA Consent Decree, and normal extensions and replacements to the sewage treatment plants among others. Some of the key project spending includes:

- Rehabilitation of the gravity sewer system, including manhole to manhole sanitary sewer system replacement at various locations throughout Orleans Parish. The budgeted spending from internal funds is between \$3.2 and \$3.4 million per year, with a total project cost of \$19.9 million for the FY 2014 through FY 2019 planning period (project # 318-3).
- Rehabilitation of the gravity sewer system, including restoration of gravity sewer mains by point repairs and Cured in Place Pipe (CIPP) lining at sites throughout Orleans parish. The budgeted spending is between \$2.1 and \$3 million per year, with a total project cost of \$13.7 million for the FY 2014 through FY 2019 planning period (project # 318-2).
- Network installation of sewer mains in DPW paving projects for a total project cost of \$31.8 million for the FY 2014 through FY 2019 planning period (project # 339).
- Network extensions and replacement of large diameter force mains. This project is budgeted at \$26 million from FY 2014 through FY 2019 (project # 313-3).
- Included in the General Budget Items for the water system are improvements to SWBNO’s information systems that were mentioned earlier in this report. This includes \$3,250,000 for CAM, \$1,166,000 for the human resources/payroll system, \$1,333,000 for the financial system, and \$800,000 for the work order management system.

3. Drainage System

Table 14—Drainage Capital Improvement Program

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
	FEMA & OTHER FUNDING SOURCES						
418 Normal Extensions & Replacements	\$300	\$300	\$350	\$350	\$350	\$400	\$2,050
453 Improvements to Metairie Relief Canal (S&WB 76% Part.)	-	108	1,464	24	-	-	1,596
466 Louisiana Avenue Canal (SELA)	81,250	-	-	-	-	-	81,250
472 Tchoupitoulas Corridor Drainage	-	-	-	1,850	-	-	1,850
483 Airline & Monticello Canal Improvements	-	-	114	2,016	-	-	2,130
492 Donner Canal Improvements (SELA)	-	-	-	-	82,500	-	82,500
496 General De Gaulle Canal (SELA)	-	-	-	52,500	52,500	-	105,000
497 Florida Avenue Canal - DPS # 19 to Peoples (SELA)	156,549	-	-	-	-	-	156,549
511 Normal Extensions & Replacements - Stations	1,500	-	-	-	-	-	1,500
535 DPS # 6 Improvements	-	-	160	320	-	-	480
546 DPS #4 West - Build a 1000 CFS Station (SELA)	-	-	-	-	-	-	-
575 Hurricane Recovery Bonds	660	10,000	-	-	-	-	10,660
600 Drainage Share of Power Projects	128,975	-	-	-	-	-	128,975
800 Drainage Share of General Budget Items	671	-	-	-	-	-	671
TOTAL DRAINAGE SYSTEM - FEMA & OTHER SOURCES	\$369,905	\$10,408	\$2,088	\$57,060	\$135,350	\$400	\$575,211
	INTERNAL CAPITAL						
418 Normal Extensions & Replacements	\$500	\$520	\$520	\$540	\$540	\$560	\$3,180
439 Major Drainage Participation in DPW Projects	4,300	4,300	4,300	4,300	4,300	4,300	25,800
453 Improvements to Metairie Relief Canal (S&WB 76% Part.)	-	342	4,636	76	-	-	5,054
466 Louisiana Avenue Canal (SELA) -1	5,000	5,500	1,000	-	-	-	11,500

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
466 Louisiana Avenue Canal (SELA) -2	30,250						30,250
471 SELA Program Management	1,500	1,500	1,500	-	-		4,500
472 Tchoupitoulas Corridor Drainage	-	-	250	10,150	-		10,400
474 Melpomene Street Canal	5	-	-	-	-		5
476 Hollygrove Canal (SELA)	5	-	-	-	-		5
478 So. Claiborne-Lowerline To Monticello St. (SELA)	3,000	300	300	-	-		3,600
483 Airline & Monticello Canal Improvements	-	50	361	6,384	-		6,795
486 Napoleon Avenue Canal Improvements (SELA)	1,700	800	450	-	-		2,950
492 Donner Canal Improvements (SELA) -1	-	-	50	1,750	6,500		8,300
492 Donner Canal Improvements (SELA) -2					19,200		19,200
496 General De Gaulle Canal (SELA) -1	100	50	3,000	2,200	500		5,850
496 General De Gaulle Canal (SELA) -2				14,575	14,575		29,150
497 Florida Avenue Canal - DPS # 19 to Peoples (SELA) -1	17,200	11,050	500	-	-		28,750
497 Florida Avenue Canal - DPS # 19 to Peoples (SELA) -2	55,250						55,250
498 Dwyer Intake Canal (St. Charles Canal to Dwyer DPS) (SELA)	50	-	-	-	-		50
499 Jefferson Avenue Canal (SELA)	8,100	650	-	-	-		8,750
511 Normal Extensions & Replacements - Stations	13,913	5,070	24,660	8,940	4,600	4,000	61,183
512 Expansion of DPS #15	-	1,250	14,500	-	-		15,750
535 DPS # 6 Improvements	-	-	340	680	-		1,020
546 DPS #4 West - Build a 1000 CFS Station (SELA)	-	-	-	-	-		-
573 DPS # 13 Improvements (SELA)	-	1,500	-	-	-		1,500
576 COE Storm Proofing Projects	-	8,250	7,032	5,828	11,016	3,274	35,400

CAPITAL SPENDING (IN \$000)	2014	2015	2016	2017	2018	2019	TOTAL SIX-YEAR PROGRAM
578 Permanent Pump Stations at the Lake, Elaine DPS Repairs	200	200	-	-	-		400
600 Drainage Share of Power Projects	730	730	480	480	9,480	3,980	15,880
703 Drainage Reserve for Emergencies	700	700	700	700	700	700	4,200
800 Drainage Share of General Budget Items	8,529	6,172	7,910	6,259	6,702	4,522	40,094
TOTAL DRAINAGE SYSTEM - INTERNAL CAPITAL	\$151,032	\$48,934	\$72,489	\$62,862	\$78,113	\$21,336	\$434,766
TOTAL DRAINAGE DEPARTMENT COMBINED	\$520,937	\$59,342	\$74,577	\$119,922	\$213,463	\$21,736	\$1,009,977

SWBNO has budgeted approximately \$1.0 billion for drainage system capital improvements for the fiscal years 2014 through 2019. Out of the \$1.0 billion, approximately \$434 million will be funded through internal capital funds, and approximately \$575 million through a combination of other sources, including FEMA funds. The projects included for SWBNO’s drainage system are summarized in Table 14, and include improvements to several canals, normal extensions and replacements, and pump station improvements among others. In addition to the drainage projects noted in Section VI, some of the other key project spending includes:

- Tchoupitoulas Corridor Drainage, including construction of approximately 1,300 feet of main or a poured in place box culvert. Total project cost is estimated at \$12.3 million (project # 472-2), with approximately \$1.8 million of this amount from the local Port of New Orleans.
- Included in the CIP for the drainage system is a portion of the FEMA-funded improvements for the power plant noted in Section III. The drainage system portion is approximately \$107 million to be funded by FEMA.
- Included in the General Budget Items for the water system are improvements to SWBNO’s information systems that were mentioned earlier in this report. This includes \$1,167,000 for the human resources/payroll system, \$1,333,000 for the financial system, and \$1,600,000 for the work order management system.

C. CONCLUSIONS

Based on our review of SWBNO’s water, sewerage, and drainage systems and associated reports and documents, Black & Veatch has reached the following conclusions:

- The CIP developed by SWBNO appropriately addresses major system deficiencies and initiatives.
- Almost one half of the total CIP is projected to be funded from other sources, including FEMA and USACE disaster-recovery and hazard mitigation funds. The majority of these projects are focused on rebuilding the water, sewerage, and drainage systems, as well as preparing SWBNO to sustain operations during future storm events.

- SWBNO is developing its processes for monitoring and re-evaluating a prioritized CIP on an annual basis; as well as implementing a significant number of projects over the coming years. Adjustments to the costs and timing of CIP projects are expected once SWBNO initiates more detailed design. The prioritization component of SWBNO's CIP development process provides a logical basis for managing the implementation of the CIP.
- The CIP will result in a more aggressive schedule for completing capital projects. SWBNO is qualified to manage the implementation of the CIP, and is planning to retain additional, outside engineering support to complete these projects. Increased focus by SWBNO on program management, purchasing, and project approval processes will be needed to prevent significant delays in the completion of the CIP.

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Appendix D

Financial Consultant's Feasibility Report

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SEWERAGE AND WATER BOARD OF NEW ORLEANS, LOUISIANA

Financial Feasibility Evaluation of Water System Revenue and Revenue Refunding Bonds, Series 2014



OS Report

June 18, 2014

EVALUATION BY FINANCIAL FEASIBILITY CONSULTANTS
Sewerage and Water Board of New Orleans, Louisiana
Water System
Revenue and Revenue Refunding Bonds, Series 2014

We have evaluated the accompanying Forecast Statement of Revenues, Expenses, Debt Service, and Debt Service Coverage (the “Forecast Statement”) for the Sewerage and Water Board of New Orleans (the “Board” or “SWBNO”) Water System for the six fiscal years ending December 31, 2014 through December 31, 2019. Our evaluation was conducted in accordance with guidelines for the water industry and included such procedures as we considered necessary to evaluate the assumptions of the Board.

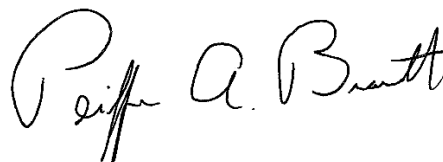
In evaluating the financial feasibility of the project, those assumptions that we believe are most significant include:

- Projected revenues from the approved rate adjustments during the six-year forecast period;
- Projected additional revenues;
- Projected operating costs for providing water services to meet necessary requirements during the forecast period; and
- Projected future debt issues and the timing of additional debt service payments in order to meet capital investment needs.

The accompanying Forecast Statement is presented on an accrual basis, and is then adjusted to be consistent with the Board’s budgeting process for the Water System, and the specific requirements of the coverage tests identified in the General Water Service Revenue Bond Resolution (“General Bond Resolution”) dated as of May 21, 2014. The Forecast Statement, together with the Summary of Significant Forecast Assumptions, which is included as an integral part of the forecast, constitutes the “Feasibility Evaluation” for the proposed capital projects and bond financing.

In our opinion, the accompanying Forecast Statement is presented in conformity with industry guidelines for presentation of a forecast, and the underlying assumptions provide a reasonable basis for the Board’s forecast. Based upon the assumptions in our report, the projected Revenues provide adequate funds to operate the Water System in a sustainable manner, to fund the capital plan, and to maintain the debt service coverage ratios required by the General Bond Resolution during the forecast period for the issuance of the Board’s Water System Revenue and Revenue Refunding Bonds, Series 2014 (“Series 2014 Bonds”). However, there will usually be differences between the forecast and actual results because events and circumstances frequently do not occur as expected, and those differences may be material. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Raftelis Financial Consultants, Inc.



Charlotte, North Carolina
June 18, 2014

By: Peiffer A. Brandt
Chief Operating Officer

Sewerage and Water Board of New Orleans
Water Revenue Bonds, Series 2014
Forecast Statement of Revenues, Expenses, Debt, and Debt Service Coverage

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Revenues						
Operating Revenues						
Water Sales and Delinquent Fees (1)	\$ 70,541,914	\$ 77,565,067	\$ 86,157,725	\$ 95,702,278	\$ 106,304,177	\$ 118,080,553
Plumbing and Inspection Fees	321,517	321,517	321,517	321,517	321,517	321,517
Subtotal: Water Sales and Fees	\$ 70,863,431	\$ 77,886,584	\$ 86,479,242	\$ 96,023,795	\$ 106,625,694	\$ 118,402,070
Other Revenues (2)	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503	\$ 3,232,503
Additional Revenue (3)	1,585,419	1,743,651	1,926,377	2,128,303	2,351,450	2,598,054
Total Operating Revenues	\$ 75,681,353	\$ 82,862,738	\$ 91,638,123	\$ 101,384,601	\$ 112,209,646	\$ 124,232,628
Non-Operating Revenues	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501
Total Non-operating Revenues	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501
Total Revenues	\$ 75,961,854	\$ 83,143,239	\$ 91,918,624	\$ 101,665,102	\$ 112,490,147	\$ 124,513,129
Expenses						
Operating Expenses						
O&M Expenditures (4)	\$ 68,888,066	\$ 71,680,615	\$ 74,911,802	\$ 78,241,157	\$ 81,708,983	\$ 85,243,635
Depreciation & Amortization (5)	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473
Provision for Bad Debt (6)	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261
Total Operating Expenses	\$ 83,881,801	\$ 86,674,350	\$ 89,905,537	\$ 93,234,892	\$ 96,702,717	\$ 100,237,370
Net Revenues	\$ (7,919,946)	\$ (3,531,111)	\$ 2,013,086	\$ 8,430,210	\$ 15,787,430	\$ 24,275,759
Less: Transfers to Rate Stabilization	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Plus: Transfers from Rate Stabilization	-	-	-	-	-	-
Plus: Depreciation & Amortization	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473	13,835,473
Plus: Provision for Bad Debt	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261	1,158,261
Rate Covenant Net Revenues	\$ 7,073,788	\$ 11,462,624	\$ 17,006,821	\$ 23,423,945	\$ 30,781,165	\$ 39,269,494
Senior Debt Service - 2014 Issue						
Existing Debt paid in 2014 (7)	\$ 687,021					
Series 2014 (8)	2,142,392	\$ 3,500,000	\$ 5,501,250	\$ 7,700,000	\$ 7,693,000	\$ 7,700,000
Total Senior Debt Service	\$ 2,829,414	\$ 3,500,000	\$ 5,501,250	\$ 7,700,000	\$ 7,693,000	\$ 7,700,000
Senior Debt Service Coverage - 2014 Issue	2.50	3.28	3.09	3.04	4.00	5.10
Senior Debt Service - Programmatic						
Historical/2014 Debt Service	\$ 2,829,414	\$ 3,500,000	\$ 5,501,250	\$ 7,700,000	\$ 7,693,000	\$ 7,700,000
Projected Future Bonds (9)	-	-	-	4,380,696	8,761,392	13,404,930
Total Senior Debt Service	\$ 2,829,414	\$ 3,500,000	\$ 5,501,250	\$ 12,080,696	\$ 16,454,392	\$ 21,104,930
Senior Debt Service Coverage - Programmatic (10)	2.50	3.28	3.09	1.94	1.87	1.86
Total Debt Service Requirements	\$ 2,829,414	\$ 3,500,000	\$ 5,501,250	\$ 12,080,696	\$ 16,454,392	\$ 21,104,930
Total Debt Service Coverage (11)	2.50	3.28	3.09	1.94	1.87	1.86
Rate Covenant Net Revenues	\$ 7,073,788	\$ 11,462,624	\$ 17,006,821	\$ 23,423,945	\$ 30,781,165	\$ 39,269,494
Less: Transfers from Rate Stabilization	-	-	-	-	-	-
Less: Grants	-	-	-	-	-	-
Adjusted Rate Covenant Net Revenues	\$ 7,073,788	\$ 11,462,624	\$ 17,006,821	\$ 23,423,945	\$ 30,781,165	\$ 39,269,494
Total Debt Service Coverage on Adjusted Rate Covenant Net Revenues (12)	2.50	3.28	3.09	1.94	1.87	1.86
Revenue after Debt Service	\$ 4,244,375	\$ 7,962,624	\$ 11,505,571	\$ 11,343,248	\$ 14,326,772	\$ 18,164,563
Less: GO Zone Repayment	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836
Less: Revenue Funded Capital	-	3,000,000	3,000,000	4,000,000	5,000,000	8,000,000
Less: Repayments	3,891,044	3,891,044	2,186,000	436,000	436,000	-
Total Income/(Deficit)	(287,505)	430,744	5,678,736	6,266,413	8,249,937	9,523,728
Ending Balance of Available Funds	\$ 40,026,658	\$ 40,457,403	\$ 46,136,138	\$ 52,402,551	\$ 60,652,488	\$ 70,176,216
<i>Days of Cash on Hand</i>	212	206	225	244	271	300

- (1) Based on 2013 actual revenues with growth, rate increases, and resistance factors. See Explanatory Note 5 for more detail.
- (2) Primarily consists of reconnect and reset fees (over \$2.3 million of the \$3.3 million total in 2013).
- (3) Includes additional revenue collected due to field account reviews and enhanced school system billing. See Explanatory Note 5 for more detail.
- (4) Based on the 2014 budget with annual increases, additional O&M to reach more sustainable O&M levels, and efficiency savings. See Explanatory Note 6 for more detail.
- (5) Based on the average of the last two years in historical schedule. The Board anticipates collapsing Depreciation and Amortization into a single line item going forward.
- (6) Based on the average of the five years in historical schedule.
- (7) This debt service will be paid June 1, 2014 prior to the closing of the refunding on the existing outstanding debt.
- (8) Based on final verified pricing including capitalized interest.
- (9) Annual bond issues with two years of capitalized interest are expected throughout the forecast period. See Explanatory Note 8 for more detail.
- (10) Rate covenant requires coverage of 1.25 on Senior Debt Service.
- (11) Rate covenant require coverage of 1.10 on Total Debt Service.
- (12) Rate covenant requires coverage of 1.00 on Total Debt Service after excluding certain revenues, such as operating grants.

Sewerage and Water Board of New Orleans

Water Revenue Bonds, Series 2014

Historical Statement of Revenues, Expenses, Debt, and Debt Service Coverage (1)

	Fiscal Year				
	2009	2010	2011	2012	2013
Revenues					
Operating Revenues					
Water Sales and Delinquent Fees	\$ 50,677,054	\$ 55,079,772	\$ 59,890,312	\$ 60,256,304	\$ 64,398,609
Plumbing and Inspection Fees	242,224	373,213	379,036	343,903	321,518
Subtotal: Water Sales and Fees	\$ 50,919,278	\$ 55,452,985	\$ 60,269,348	\$ 60,600,207	\$ 64,720,127
Other Revenues	\$ 1,721,396	\$ 3,245,693	\$ 4,429,221	\$ 3,234,003	\$ 3,253,430
Additional Revenue	-	-	-	-	-
Total Operating Revenues	\$ 52,640,674	\$ 58,698,678	\$ 64,698,569	\$ 63,834,210	\$ 67,973,557
Non-Operating Revenues	\$ 282,135	\$ 188,220	\$ 187,212	\$ 219,089	\$ 303,719
O&M Expense Reimbursements	16,600,790	6,251,855	11,514,936	7,617,063	1,981,568
Total Non-operating Revenues	\$ 16,882,925	\$ 6,440,075	\$ 11,702,148	\$ 7,836,152	\$ 2,285,287
Total Revenues	\$ 69,523,599	\$ 65,138,753	\$ 76,400,717	\$ 71,670,362	\$ 70,258,844
Expenses					
Operating Expenses					
O&M Expenditures	\$ 51,983,869	\$ 58,180,210	\$ 64,677,227	\$ 61,988,096	\$ 64,170,161
Depreciation & Amortization	13,894,896	13,966,864	13,811,991	11,341,531	16,162,085
Provision for Bad Debt	(1,143,599)	3,053,826	1,658,080	1,150,450	1,072,550
Total Operating Expenses	\$ 64,735,166	\$ 75,200,900	\$ 80,147,298	\$ 74,480,077	\$ 81,404,796
Net Revenues	\$ 4,788,433	\$ (10,062,147)	\$ (3,746,581)	\$ (2,809,715)	\$ (11,145,952)
Less: Transfers to Rate Stabilization	\$ -	\$ -	\$ -	\$ -	\$ -
Plus: Transfers from Rate Stabilization	-	-	-	-	-
Plus: Depreciation & Amortization	13,894,896	13,966,864	13,811,991	11,341,531	16,162,085
Plus: Provision for Bad Debt	(1,143,599)	3,053,826	1,658,080	1,150,450	1,072,550
Rate Covenant Net Revenues	\$ 17,539,730	\$ 6,958,543	\$ 11,723,490	\$ 9,682,266	\$ 6,088,683
Senior Debt Service					
Senior Debt Payment	\$ 3,886,268	\$ 3,905,618	\$ 3,917,393	\$ 3,928,380	\$ 3,919,043
Total Senior Debt Service	\$ 3,886,268	\$ 3,905,618	\$ 3,917,393	\$ 3,928,380	\$ 3,919,043
Senior Debt Service Coverage	4.51	1.78	2.99	2.46	1.55
Rate Covenant Net Revenue After Senior Debt Service	\$ 13,653,462	\$ 3,052,925	\$ 7,806,097	\$ 5,753,886	\$ 2,169,640
Ending Balance of Available Funds (2)	\$ 20,141,196	\$ 23,661,968	\$ 18,494,226	\$ 24,416,595	\$ 39,482,417
<i>Days of Cash on Hand</i>	141	148	104	144	225

(1) The data for this schedule comes primarily from the Board's Comprehensive Annual Financial Reports (CAFRs).

(2) For 2009 through 2012, the balance was assumed to be the unrestricted and undesignated cash and cash equivalents and the customer deposits from the CAFRs, and in 2013 the total also included the cash and cash equivalent designated for capital projects, which was not previously segregated in the Board's CAFRs.

**SEWERAGE AND WATER BOARD OF NEW ORLEANS
SUMMARY OF SIGNIFICANT FORECAST ASSUMPTIONS**

**FOR THE SIX FISCAL YEARS ENDING
DECEMBER 31, 2014 THROUGH DECEMBER 31, 2019**

1. Basis of Presentation

Raftelis Financial Consultants, Inc. (“RFC”) has been engaged by the Sewerage and Water Board of New Orleans (the “Board” or “SWBNO”) to evaluate the financial feasibility of proposed improvements to its Water System. The opinion letter to the Board is based upon the Forecast Statement of Revenues, Expenses, Debt Service, and Debt Service Coverage (the “Forecast Statement”) and the Summary of Significant Forecast Assumptions (taken together, the “Feasibility Evaluation”) which presents, to the best of the Board’s knowledge and belief, based upon available information, the expected revenue, expenses, debt service, and debt service coverage for the Board’s Water System during the forecast period.

All schedules in the Feasibility Evaluation have been presented in accordance with the Board’s annual accounting cycle, based upon its fiscal year beginning January 1 and ending December 31 (“Fiscal Year” or “FY”). Accordingly, the forecast reflects the Board’s judgment as of June 18, 2014, the date of this forecast, of the expected conditions and the Board’s expected course of action during each of the six fiscal years ending December 31, 2014 through December 31, 2019.

The Feasibility Evaluation has been included as a part of the Official Statement for the Board’s Water System Revenue and Revenue Refunding Bonds, Series 2014 (“Series 2014 Bonds”), which are being issued under the General Water Service Revenue Bond Resolution (“General Bond Resolution”), dated as of May 21, 2014. This Feasibility Evaluation focuses on evaluating the impact of the Series 2014 Bonds, the proceeds of which (\$77 million in new money) will be used to finance various improvements to the Board’s Water System. The proceeds from the Series 2014 Bonds will not be sufficient to fund all of the Board’s capital needs during the forecast period. To fund the remaining capital needs of the Water System, the Board plans to annually issue additional revenue bonds and utilize cash generated from user rates and charges. The Board also plans to refund all outstanding Senior Debt.

The Feasibility Evaluation is based upon cost, operating, demographic and other relevant information provided by the Board and the debt service schedules provided to the Board by its Financial Advisor, Public Financial Management, Inc. The Feasibility Evaluation is presented in conformity with the methodology for calculating debt service coverage for Indebtedness set forth in the General Bond Resolution. (The definitions of capitalized terms, not specifically provided in this document, are provided in the General Bond Resolution.)

The General Bond Resolution sets forth a three-part debt service coverage test as part of the Rate Covenant in Section 7.01. The Board shall fix, charge and collect rates, fees, and other charges for the use of and the services furnished or to be furnished by the System, and that from time to time and as often as shall appear necessary, revise such rates, fees, and other charges so as to meet the following three independent requirements: (i) for the Tested Fiscal Year to (A) pay

Annual Debt Service on Senior Debt, (B) deposit the necessary amount in any Series Debt Service Reserve Account, (C) to pay Annual Debt Service on Subordinate Debt (including reserves), (D) deposit the necessary amount(s) in the Operating Reserve Fund, and (E) pay all other amounts which the Board may by law or contract be obligated; (ii) for each Fiscal Year to generate Rate Covenant Net Revenues sufficient to at least equal 125% of the Annual Debt Service with respect to Senior Debt and 110% of the aggregate Annual Debt Service with respect to Senior Debt and Subordinate Debt; and (iii) for each Fiscal Year to generate Adjusted Rate Covenant Net Revenues (excluding transfers from the Rate Stabilization Fund to the Revenue Fund and proceeds of Grants) sufficient to at least equal to 100% of the Annual Debt Service.

Forecasts of revenues and expenses are prepared on an accrual basis, and are then adjusted to be consistent with the Board's budgeting process, and the specific requirements of the coverage tests identified in the General Bond Resolution. Compliance with the Rate Covenant is demonstrated on the Forecast Statement under the headings Senior Debt Service Coverage and Total Debt Service Coverage. Since the ratios calculated using Rate Covenant Net Revenues are greater than 1.25 for Senior Debt and 1.10 for Total Debt in each year of the Forecast Statement, the requirements under the first and second parts of the test related to Indebtedness are met. Once adjusted for transfers from the Rate Stabilization Fund and proceeds of Grants, the total debt service coverage on Adjusted Rate Covenant Net Revenues is well above 1.00, satisfying the third part of the test.

The assumptions disclosed herein are those that the Board believes are significant to the Forecast Statement. There will usually be differences between forecasted and actual results because events and circumstances frequently do not occur as expected, and those differences may be material.

2. Background

Governance & Overview of Service Area

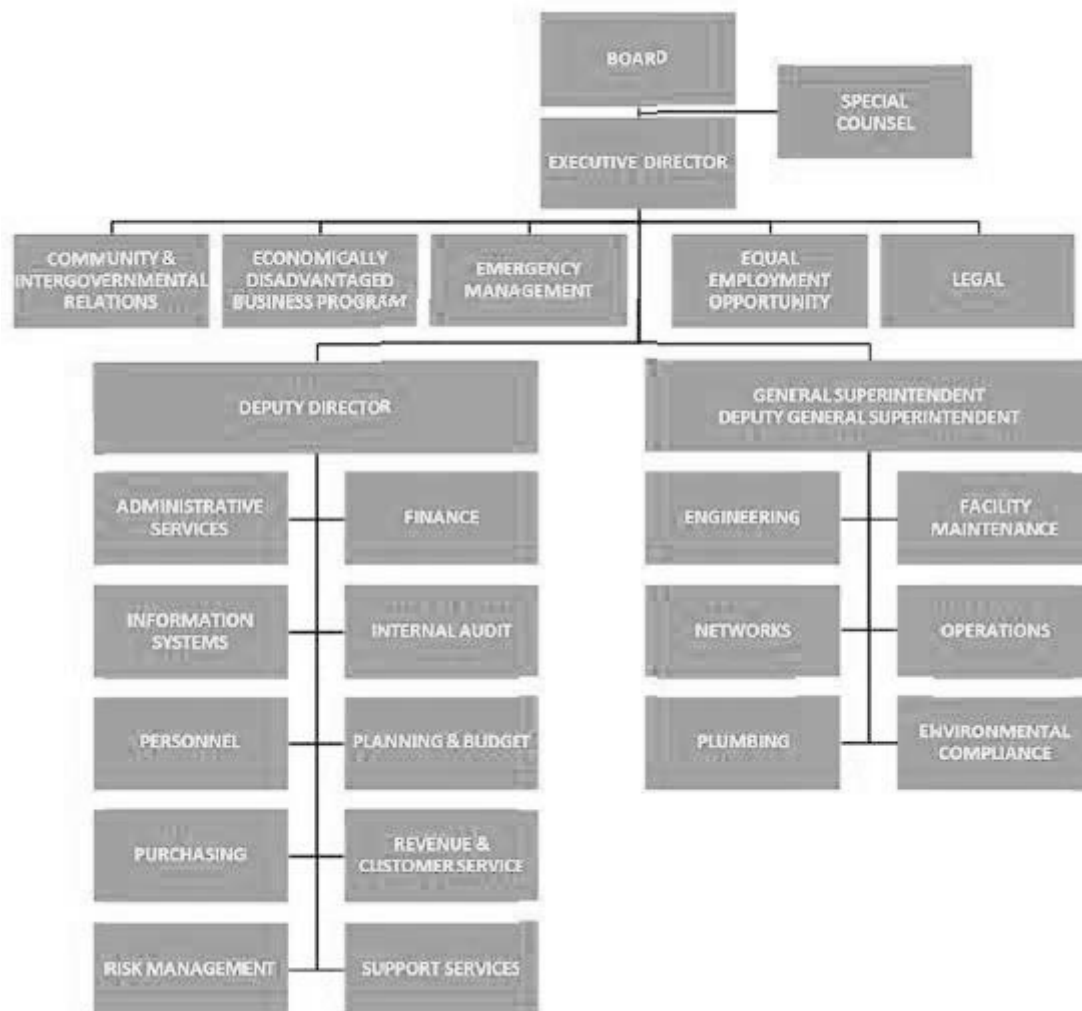
SWBNO was created in 1899 by Louisiana State Statutes and established as a “special board” operating independently of the government of the City of New Orleans. Even though SWBNO is a political subdivision of the State of Louisiana, SWBNO must obtain approval by the Board of Liquidation, City Debt and the New Orleans City Council to issue debt, modify millages, or increase rates and charges.

Historically, the Board of Directors has included 13 members – the Mayor of New Orleans, who served as the President of the Board of Directors; two representatives of the Board of Liquidation, City Debt of the City of New Orleans; three representatives of the New Orleans City Council; and seven appointees. In 2013, a Louisiana State Statute modified the makeup of the Board, reducing the number of members from 13 to 11 by eliminating the three representatives of the New Orleans City Council and increasing the number of appointees by the Mayor from seven to eight. The length of terms was also changed from nine years to four years, with a limit of two terms. The Mayor’s appointees would come from a list of three names per position that is provided by a ten member selection committee of community leaders. At least one appointee would be from each of the City’s five council districts, and the Board, as a whole, would reflect the racial and gender makeup of the City.

According to the Census Bureau, the estimated 2013 population of New Orleans is 378,715. The population has increased from an estimate of 208,548 in 2006 following Hurricane Katrina. Over the last three years, the population has increased 3.7%, 2.4%, and 2.6%. Prior to Hurricane Katrina the population was approximately 455,000. Therefore, the City anticipates additional growth in future years.

Exhibit 1

SWBNO Organizational Chart as of January 1, 2014



Water System

The water system has two treatment plants. The Carrollton Water Purification Plant (Carrollton Plant) normally treats about 135 million gallons per day of finished water for the east bank of Orleans Parish. Raw water from the Mississippi River is pumped to the Carrollton Plant from both the Oak Street River Station and the Industrial Avenue River Station. The Algiers Plant, which serves the predominantly residential west bank portion of the parish, purifies about 12 million gallons per day of water. Combined, the two plants treat approximately 56 billion gallons of water per year, removing 20,000 tons of solid material from the raw river water.

The treated water at the two plants is pumped through more than 1,800 miles of mains to more than 124,725 service connections. It is delivered to approximately 291,000 people on the east bank of Orleans Parish and approximately 57,000 people on the west bank. The quality of finished water and river water is tested daily at the Water Quality Laboratory of the Sewerage

and Water Board by a staff of chemists, microbiologists and technicians. Samples of drinking water from various points in the distribution system are also analyzed for chemical and microbial parameters at regularly scheduled times.

Water System Projects

There are three major projects that are currently underway or planned that will rehabilitate and update the Board's water system. These projects are:

- Treatment Plant and Finished Water Pumping Rehabilitation;
- Distribution System Replacement and Rehabilitation; and
- Automated Meter Reading.

This section provides brief descriptions of these projects.

Treatment Plan and Finished Water Pumping Rehabilitation

Routine rehabilitation of equipment, basins, and filters is needed at the Carrollton and Algiers plants due to age and normal wear. In addition, water plant security improvements are planned over the next several years.

Distribution System Replacement and Rehabilitation

The underground pipes of the water system were severely damaged during the flooding following Hurricane Katrina. The weight of the floodwaters caused soils to subside and pavement to buckle, creating problems that continue to arise even now. Leaks are investigated and prioritized, but a shortage of funding and personnel requires many leaks to remain unrepaired for several months. The Board has worked diligently with FEMA to address this issue and anticipates significant progress in this area as a result of a shift from point repairs to line replacements.

Automated Meter Reading

Customer satisfaction is significantly impaired when bills are estimated because usage based on actual meter readings is not available. This problem is compounded when an account is estimated for several months consecutively. The Board is making progress on this and is currently reading about 97.5% of all meters every month. Billing accuracy that meets customer expectations requires accurate meters and timely and accurate meter readings. Change-out of existing manual-read meters with electronic meters and installation of an automated meter reading system would allow all meters to be read electronically.

3. Demand for Services

The Board provides water service to all of the residential, commercial, and industrial customers within the City and Orleans Parish. As mentioned above, some of the population lost following Hurricane Katrina has returned, but the City is still 17% below its pre-Katrina population level. The City expects to continue to grow, and the forecast assumes a moderate level of growth in customers (2% annually) through the forecast period. However, like most utilities across the country, the Board is seeing declining per capita consumption. In addition, the Board anticipates there being some price elasticity impact due to the approved annual rate increases. Therefore, the forecast includes a resistance factor, which dampens the growth in water sales. The resistance factor is 2% for 2014 and 2015 and 1% for the remainder of the forecast period. As an example, the following equation is used to forecast water sales for 2015.

$$2015 \text{ projected sales} = 2014 \text{ projected sales} * (1 + \text{account growth factor}) * (1 - \text{resistance factor})$$

Exhibit 2 presents the projected number of water accounts and water sales by customer class. Residential customers account for over 85% of total water accounts of the System.

Exhibit 2

Water Account and Sales Projections

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Residential						
Customers	108,940	111,119	113,341	115,608	117,920	120,278
Sales (1,000,000 gal)	6,536	6,534	6,598	6,662	6,728	6,794
Sales per Customer (1,000 gal)	60	59	58	58	57	56
Multi-Family						
Customers	4,611	4,703	4,797	4,893	4,991	5,091
Sales (1,000,000 gal)	776	775	783	791	798	806
Sales per Customer (1,000 gal)	168	165	163	162	160	158
Commercial						
Customers	10,291	10,497	10,707	10,921	11,139	11,362
Sales (1,000,000 gal)	3,737	3,735	3,772	3,809	3,846	3,884
Sales per Customer (1,000 gal)	363	356	352	349	345	342
Industrial						
Customers	19	19	19	19	19	19
Sales (1,000,000 gal)	45	45	45	45	45	45
Sales per Customer (1,000 gal)	2,368	2,368	2,368	2,368	2,368	2,368
Dual Service & Metered Fire Service						
Customers	1,489	1,519	1,549	1,580	1,612	1,644
Sales (1,000,000 gal)	2,818	2,817	2,844	2,872	2,900	2,929
Sales per Customer (1,000 gal)	1,892	1,854	1,836	1,818	1,799	1,782
Total						
Customers	125,350	127,857	130,413	133,021	135,681	138,394
Sales (1,000,000 gal)	13,911	13,906	14,042	14,179	14,317	14,457

The Board has a diverse customer base, with Board's ten largest customers accounting for only approximately 5.6% of annual water revenues in FY 2013. Three of the largest five customers of

the Board (on an annual revenue basis) are Tulane University, the University of New Orleans, and the Housing Authority of New Orleans. All of these customers are highly stable and do not present a risk of significant decrease in consumption during the forecast period. Exhibit 3 shows the largest customers of the Water System by revenues.

Exhibit 3**██████ Largest Water Customers by Revenue**

Customer's Name	Type of Business	Number of Accounts	Gallons Used	2013 Water Revenue	% of Water Revenue
Tulane University	University	57	285,664,800	\$ 601,594	0.93%
UNO	University	6	285,390,000	\$ 517,945	0.80%
N.O. Hilton Hotel	Hotel	5	200,721,600	\$ 373,551	0.58%
NASA	Government	4	206,175,600	\$ 355,123	0.55%
Housing Authority of New Orleans	Housing	157	160,266,000	\$ 342,518	0.53%
Entergy Thermal	Utility	1	190,557,600	\$ 327,024	0.51%
Tulane Medical	Hospital	7	159,780,000	\$ 292,901	0.45%
LSU Medical	Hospital	17	133,903,200	\$ 280,245	0.44%
Royal Orleans OMNI	Hotel	3	145,101,600	\$ 254,790	0.40%
Hyatt Regency Hotel	Hotel	2	143,176,800	\$ 250,555	0.39%
TOTAL				\$ 3,596,245	5.58%

4. Rates and Charges

Each of the Board’s three systems (water, sewerage, and drainage) operates as a distinct business enterprise. Appropriate fees and charges have been established to ensure that the Water System can operate on a self-sustaining basis.

The Board initiated a comprehensive water and sewerage rate study in 2010. Over the next two and a half years, the Board worked diligently to identify an appropriate set of rate increases for implementation. Originally a five-year program of rate increases was contemplated, but later it evolved into an eight-year program of annual 10% water rate increases, with the rate increases being applied across-the-board to the monthly base charges and the volumetric charges. The initial increase was implemented on January 1, 2013, so the Board is currently in the second year of the eight-year program.

Current Charges

The Board employs a water rate structure with two components: a monthly service charge and volumetric rates based on water consumed. The monthly service charge increases based on a customer’s meter size. The volumetric rate is assessed across a block rate structure consisting of four (4) blocks. As a customer’s consumption increases, the rate per thousand gallons increases from the first to second block and then decreases from the second to the third block and from the third to the fourth block. The block cutoffs are as follows:

Block	Volumetric Cutoff (in gallons)
1	0 – 3,000
2	3,001 – 20,000
3	20,001 – 1,000,000
4	Above 1,000,000

Forecast Charges

The rates and charges forecast for 2015 through 2019 assume the approved annual 10% rate increases will be implemented. Even though the rates and charges will increase 61% during this five-year period, we believe the rate and charges will remain reasonable with respect to peer utilities and relatively affordable. See Explanatory Note 12 for an additional discussion on affordability of rates.

Exhibit 4 shows the Board’s current and forecast water rates.

Exhibit 4

Current and Projected Monthly Water Rates and Charges

	<i>Fiscal Year</i>					
	2014	2015	2016	2017	2018	2019
Fixed Charge						
<u>Meter Size</u>						
5/8-inch	\$4.91	\$5.40	\$5.94	\$6.53	\$7.18	\$7.90
3/4-inch	\$6.00	\$6.60	\$7.26	\$7.99	\$8.79	\$9.67
1-inch	\$7.62	\$8.38	\$9.22	\$10.14	\$11.15	\$12.27
1-1/2-inch	\$12.58	\$13.84	\$15.22	\$16.74	\$18.41	\$20.25
2-inch	\$16.58	\$18.24	\$20.06	\$22.07	\$24.28	\$26.71
3-inch	\$37.51	\$41.26	\$45.39	\$49.93	\$54.92	\$60.41
4-inch	\$65.34	\$71.87	\$79.06	\$86.97	\$95.67	\$105.24
6-inch	\$128.26	\$141.09	\$155.20	\$170.72	\$187.79	\$206.57
8-inch	\$189.97	\$208.97	\$229.87	\$252.86	\$278.15	\$305.97
10-inch	\$257.73	\$283.50	\$311.85	\$343.04	\$377.34	\$415.07
12-inch	\$302.50	\$332.75	\$366.03	\$402.63	\$442.89	\$487.18
16-inch	\$402.93	\$443.22	\$487.54	\$536.29	\$589.92	\$648.91
Volumetric Rates						
<u>Block (gallons)</u>						
0 - 3,000	\$3.26	\$3.59	\$3.95	\$4.35	\$4.79	\$5.27
3,001 - 20,000	\$5.57	\$6.13	\$6.74	\$7.41	\$8.15	\$8.97
20,001 - 1,000,000	\$4.38	\$4.82	\$5.30	\$5.83	\$6.41	\$7.05
Above 1,000,000	\$3.67	\$4.04	\$4.44	\$4.88	\$5.37	\$5.91
Approved Rate Increases		10.00%	10.00%	10.00%	10.00%	10.00%

Exhibit 5 shows the current and projected water costs for a residential customer having a 5/8” meter and that uses 5,300 gallons of water per month (the typical residential meter size and median residential monthly usage).

Exhibit 5

Residential Customer Bills, FY 2014 to FY 2019 (Usage of 5,300 gallons per month)

	<u>Monthly Service Charge</u>	<u>Volumetric Charge</u>	<u>Total Water Bill</u>	<u>% Change</u>
FY 2014	\$ 4.91	\$ 22.59	\$ 27.50	N/A
FY 2015	5.40	24.87	30.27	10.0 %
FY 2016	5.94	27.35	33.29	10.0 %
FY 2017	6.53	30.09	36.62	10.0 %
FY 2018	7.18	33.12	40.30	10.0 %
FY 2019	7.90	36.44	44.34	10.0 %

5. Revenues

In order to meet the financial obligations of the Series 2014 Bonds, other debt service obligations and other water expenses, water revenue requirements must be recovered exclusively from revenues associated with the Water System. Revenues, as defined in the General Bond Resolution, include operating revenues (charges for services and other operating revenues) and non-operating revenues as identified in this Feasibility Evaluation.

Exhibit 6 shows the projection of operating and non-operating revenues during the forecast period. Operating revenues are primarily comprised of revenues from user rates and charges. In addition, there are revenues from plumbing inspection and license fees and other revenues. “Other Revenues” primarily consist of revenue from reconnect and reset fees (\$2.3 million of the \$3.3 million of this revenue in 2013). There is also a line item in Exhibit 6 entitled “Additional Revenue.” The Board has internal field account review efforts underway which are anticipated to increase revenues. Also, the Board is working with the school system to capture revenue that has been lost due to the turnover of schools in the aftermath of Hurricane Katrina. These two anticipated revenue streams are included in “Additional Revenue.” Revenue generated from the internal field account review has been estimated to be 1.0% of water sales revenues and the school system billing is estimated to be \$880,000 for 2014 and to increase by the annual rate increases.

Overall, total operating revenues are forecast to increase at an average compound rate of 10.4% per year over the forecast period, which is driven by projected rate increases and expectations for 2% growth in customers. The Board has a high collection rate and this is expected to continue through the forecast period, so no impact from collections has been assumed in the Feasibility Evaluation.

The Board anticipates only a minimal amount of non-operating revenue which is not projected to increase over the forecast.

Exhibit 6

Projected Annual Water Revenues

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Operating Revenues						
Water Sales and Delinquent Fees	\$ 70,541,914	\$ 77,565,067	\$ 86,157,725	\$ 95,702,278	\$ 106,304,177	\$ 118,080,553
Plumbing and Inspection Fees	321,517	321,517	321,517	321,517	321,517	321,517
Other Revenues	3,232,503	3,232,503	3,232,503	3,232,503	3,232,503	3,232,503
Additional Revenue	1,585,419	1,743,651	1,926,377	2,128,303	2,351,450	2,598,054
Total Water Revenues	\$ 75,681,353	\$ 82,862,738	\$ 91,638,123	\$ 101,384,601	\$ 112,209,646	\$ 124,232,628
Non-Operating Revenues						
Non-Operating Revenue	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501
Total Non-Operating Revenues	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501	\$ 280,501
Total Revenues	\$ 75,961,854	\$ 83,143,239	\$ 91,918,624	\$ 101,665,102	\$ 112,490,147	\$ 124,513,129

6. Operating and Non-operating Costs

Expenditures are categorized as operating expenses, non-operating expenses, or other budgeted expenditures and transfers. Exhibit 7 shows a combined forecast of operating and non-operating expenses for the Water System. Operating expenses represent normal recurring expenses incurred during the Board's annual accounting cycle based upon its fiscal year ending December 31st. Projected operating expenses are based on budget information from the FY 2014 water budget. Escalation rates differ for each budget line item, but overall the costs are escalated by an average growth rate of 3.6%.

The Board recognizes that its current operating costs are too low to allow it to efficiently and sustainably run the Water System. As a result, the Board is anticipating increases in O&M expenses to get it back in line with national standards for O&M expenses. At the same time, the Board anticipates gaining some efficiencies as it spends more on operations and maintenance and capital improvements, so efficiency savings of between 1.5% and 2.0% are assumed during the forecast period. With these increases, the compounded annual O&M expense increase is 5.2% for the forecast period.

Non-operating expenses include revenue funded capital (also known as PAYGO) and repayments. Revenue funded capital is projected to begin in FY 2015 at \$3,000,000 and increase to \$8,000,000 during the forecast period. The revenue funded capital spending generates revenue to support the Board's debt service coverage ratios. The Water System anticipates making payments to the City's Department of Public Works, to the Drainage System, and to claimants during the forecast period. These expenses are currently accounted for in accounts payable, which will be reduced through the cash payments. Debt service obligations are not included in non-operating costs.

Exhibit 7

Operating and Non-Operating Expenses

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Operating and Maintenance						
Executive Director	\$ 1,835,483	\$ 1,892,342	\$ 1,950,996	\$ 2,011,504	\$ 2,073,927	\$ 2,138,325
Gen Administrative	1,083,337	1,117,720	1,153,229	1,189,902	1,227,779	1,266,901
Management Services Director	26,668	27,507	28,373	29,268	30,191	31,144
Personnel	441,922	456,341	471,251	486,669	502,613	519,103
Finance	1,115,719	1,151,515	1,188,501	1,226,719	1,266,211	1,307,023
Information Systems	2,029,045	2,090,257	2,153,323	2,218,298	2,285,241	2,354,213
Revenue	4,352,680	4,494,374	4,640,874	4,792,353	4,948,989	5,110,967
Purchasing	294,804	304,079	313,655	323,540	333,746	344,282
Support Services	3,526,658	3,653,287	3,784,757	3,921,264	4,063,015	4,210,224
Miscellaneous Expenses (1)	(1,301,520)	(1,340,566)	(1,380,783)	(1,422,206)	(1,464,872)	(1,508,818)
General Supt.	254,479	262,592	270,971	279,628	288,570	297,809
Operations	22,379,753	23,343,714	24,351,222	25,404,316	26,505,130	27,655,902
Facility Maintenance	4,534,115	4,676,013	4,822,461	4,973,612	5,129,620	5,290,649
Networks	21,089,764	21,749,615	22,430,619	23,133,480	23,858,923	24,607,702
Engineering	1,621,064	1,672,756	1,726,152	1,781,310	1,838,291	1,897,160
Plumbing	665,495	687,058	709,349	732,392	756,214	780,844
Payroll Related	4,938,600	5,155,847	5,383,067	5,620,730	5,869,331	6,129,389
Additional O&M (2)	-	687,750	1,375,500	2,063,250	2,751,000	3,438,750
Efficiency Savings (3)	-	(401,587)	(461,715)	(524,869)	(554,937)	(627,934)
Total O&M Expenses	\$ 68,888,066	\$ 71,680,615	\$ 74,911,802	\$ 78,241,157	\$ 81,708,983	\$ 85,243,635
Non-Operating						
Revenue Financed Capital	\$ -	\$ 3,000,000	\$ 3,000,000	\$ 4,000,000	\$ 5,000,000	\$ 8,000,000
Repayments (4)	3,891,044	3,891,044	2,186,000	436,000	436,000	-
Total Non-Operating Expenses	\$ 3,891,044	\$ 6,891,044	\$ 5,186,000	\$ 4,436,000	\$ 5,436,000	\$ 8,000,000
Total Costs	\$ 72,779,110	\$ 78,571,659	\$ 80,097,802	\$ 82,677,157	\$ 87,144,983	\$ 93,243,635

- (1) Miscellaneous Expenses is negative because it includes a large negative overhead allocation to capital.
- (2) The Board has identified the need to increase O&M to become more consistent with other sustainably run water utilities.
- (3) The Board anticipates gaining efficacy as it increases its O&M spending so there should be some offsetting savings. The savings is estimated at 1.0% to 1.5% of total O&M with savings beginning in 2014 and incorporated into the 2014 budget.
- (4) Repayments to DPW, Drainage, and Claimants are the result of arrangements prior to the forecast.

7. Capital Expenditures and Funding Sources

The Capital Improvement Plan (“CIP”) for the Board consists of a variety of water projects that are anticipated to occur over the six-year forecast period. A portion of the CIP relates to projects associated with repairing and replacing aging infrastructure. Much of the Water System was built at least 75 years ago, so there is significant need to recapitalize parts of the Water System. Overall, the Board’s CIP provides a comprehensive list of projects needed to upgrade and maintain the Water System facilities to ensure the Board is in compliance with all federal, state, and local regulations and mandates. The Water System has sufficient capacity to meet current and projected water demand, so the CIP is not focused on system extensions or increased treatment capacity.

Over the six-year period, the Board anticipates spending approximately \$529 million (in 2014 dollars) on capital projects (or approximately \$559 million in escalated dollars)¹. The Board will be responsible for a little under \$321 million (escalated) of the CIP, while other contributors, such as the FEMA or the Corps of Engineers, are projected to spend almost \$239 million. Exhibit 8 shows the un-escalated and escalated six-year CIPs with the responsibilities of the Board. The CIP originally developed was more heavily-loaded in the early years. Board staff identified that a portion of the CIP could be deferred from the early part of the forecast period until later years in the forecast. Exhibit 8 also shows the original CIP and the deferrals.

Exhibit 8

Six-Year CIP

	Fiscal Year						Total
	2014	2015	2016	2017	2018	2019	
Original CIP							
CIP Projects to be Funded by the Board	\$ 53,240,000	\$ 71,239,000	\$ 67,735,000	\$ 39,527,000	\$ 32,007,000	\$ 35,236,000	\$ 298,984,000
CIP Projects to be Funded by Others	138,178,000	18,430,000	18,450,000	18,450,000	18,475,000	18,475,000	230,458,000
Total Capital Projects	\$ 191,418,000	\$ 89,669,000	\$ 86,185,000	\$ 57,977,000	\$ 50,482,000	\$ 53,711,000	\$ 529,442,000
Adjustments to Board-Funded CIP							
CIP Projects to be Funded by the Board	\$ 53,240,000	\$ 71,239,000	\$ 67,735,000	\$ 39,527,000	\$ 32,007,000	\$ 35,236,000	\$ 298,984,000
Unfunded Amount Deferred - Cumulative	-	9,239,000	24,974,000	17,501,000	508,000	-	-
CIP Projects to be Funded by the Board - Adjusted	\$ 53,240,000	\$ 62,000,000	\$ 52,000,000	\$ 47,000,000	\$ 49,000,000	\$ 35,744,000	\$ 298,984,000
Unescalated Adjusted CIP							
CIP Projects to be Funded by the Board	\$ 53,240,000	\$ 62,000,000	\$ 52,000,000	\$ 47,000,000	\$ 49,000,000	\$ 35,744,000	\$ 298,984,000
CIP Projects to be Funded by Others	138,178,000	18,430,000	18,450,000	18,450,000	18,475,000	18,475,000	230,458,000
Total Capital Projects	\$ 191,418,000	\$ 80,430,000	\$ 70,450,000	\$ 65,450,000	\$ 67,475,000	\$ 54,219,000	\$ 529,442,000
Escalated - Adjusted CIP							
CIP Projects to be Funded by the Board	\$ 53,240,000	\$ 63,860,000	\$ 55,166,800	\$ 51,358,169	\$ 55,149,932	\$ 41,437,093	\$ 320,211,993
CIP Projects to be Funded by Others	138,178,000	18,982,900	19,573,605	20,160,813	20,793,775	21,417,589	239,106,682
Total Capital Projects	\$ 191,418,000	\$ 82,842,900	\$ 74,740,405	\$ 71,518,982	\$ 75,943,707	\$ 62,854,681	\$ 559,318,675

The Board plans to issue additional debt annually to address capital needs during the forecast period. Exhibit 9 shows the six-year capital spending plan for the water system, along with projected funding sources. Exhibit 9 excludes capital expenditures that are planned but will be funded beyond the forecast period.

¹ The CIP was prepared in 2014 dollars so costs have been escalated 3.0% annually.

Exhibit 9

■ ■ ■ ■ ■ Six-Year Capital Funding Projections

	<i>Fiscal Year</i>					
	2014 (1)	2015	2016	2017	2018	2019
Beginning Unspent Bond Proceeds	\$ -	\$ 23,760,000	\$ 7,900,000	\$ 733,200	\$ 1,075,031	\$ 2,225,099
Sources of Funds						
Current Revenue Funded Capital	\$ -	\$ 3,000,000	\$ 3,000,000	\$ 4,000,000	\$ 5,000,000	\$ 8,000,000
Revenue Bond Proceeds	77,000,000	56,000,000	56,000,000	59,360,000	63,840,000	41,440,000
Participation by Others	138,178,000	18,982,900	19,573,605	20,160,813	20,793,775	21,417,589
Total Sources	<u>\$ 215,178,000</u>	<u>\$ 101,742,900</u>	<u>\$ 86,473,605</u>	<u>\$ 84,254,013</u>	<u>\$ 90,708,806</u>	<u>\$ 73,082,688</u>
Uses of Funds						
Capital Improvement Program	\$ 191,418,000	\$ 82,842,900	\$ 74,740,405	\$ 71,518,982	\$ 75,943,707	\$ 62,854,681
Capitalized Interest Fund	-	6,000,000	6,000,000	6,360,000	6,840,000	4,440,000
Debt Issuance Costs	-	750,000	750,000	795,000	855,000	555,000
Debt Service Reserve Fund	-	4,250,000	4,250,000	4,505,000	4,845,000	3,145,000
Total Uses	<u>\$ 191,418,000</u>	<u>\$ 93,842,900</u>	<u>\$ 85,740,405</u>	<u>\$ 83,178,982</u>	<u>\$ 88,483,707</u>	<u>\$ 70,994,681</u>
Ending Unspent Bond Proceeds	\$ 23,760,000	\$ 7,900,000	\$ 733,200	\$ 1,075,031	\$ 2,225,099	\$ 2,088,007
Carryforward Bond Projects	\$ -	\$ 9,239,000	\$ 24,974,000	\$ 17,501,000	\$ 508,000	\$ -

(1) The capitalized interest funding, debt issuance costs, and debt service reserve funding for 2014 have been incorporated in the debt service numbers provided by the Financial Advisor, so only the net revenue bond proceeds are shown for 2014, while the gross proceeds are shown for 2015 - 2019.

The Board plans to pay for a portion of the projected capital needs with revenue generated from utility operations. The level of this revenue funded capital is projected to increase during the forecast period from \$3,000,000 in FY 2015 to \$8,000,000 in FY 2019. Overall, it is expected to fund approximately 7% of the Board-funded portion of the six-year CIP. The revenue funded capital will support the Board’s debt service coverage ratios, as shown on the Forecast Statement.

8. Financing Plan

The Board has worked with its underwriters, financial advisors, consulting engineers, and qualified independent consultants (the “Financing Team”) to evaluate various financing strategies for the CIP projects funded with the Series 2014 Bonds and future revenue bonds. The Board has selected a financing plan designed to accomplish the following objectives:

- Conform with credit criteria established by rating agencies;
- Minimize debt service and related charges; and
- Provide funds as needed and in the most cost-effective manner.

As mentioned previously, the Board is planning to refund all existing senior debt issues as part of the Series 2014 Bonds. The proceeds from the Series 2014 Bonds will be available in July 2014 to fund the capital projects described in Explanatory Note 7.

Exhibit 10

Sources and Uses of Series 2014 Bonds

	Series 2014 New Money	Series 2014 Refunding	Total
Bond Proceeds:			
Par Amount	\$ 80,330,000	\$ 23,195,000	\$ 103,525,000
Premium	4,657,157	3,042,026	7,699,183
Subtotal	\$ 84,987,157	\$ 26,237,026	\$ 111,224,183
Other Sources of Funds:			
Debt Service Reserve Fund Release	-	2,477,124	2,477,124
DS Funds	-	1,599,087	1,599,087
Subtotal	\$ -	\$ 4,076,211	\$ 4,076,211
Total	\$ 84,987,157	\$ 30,313,236	\$ 115,300,393
Project Fund Deposits			
Project Fund	77,000,000	-	77,000,000
Refunding Escrow Deposits			
Cash Deposit	-	27,884,012	27,884,012
Other Fund Deposits			
Water Capitalized Interest	1,280,834	395,416	1,676,250
Debt Service Reserve Fund	5,883,623	1,816,377	7,700,000
Subtotal	\$ 7,164,457	\$ 2,211,793	\$ 9,376,250
Delivery Date Expenses			
Cost of Issuance	402,905	125,028	527,933
Underwriter's Discount	419,795	92,403	512,198
Subtotal	\$ 822,701	\$ 217,431	\$ 1,040,131
Total	\$ 84,987,157	\$ 30,313,236	\$ 115,300,393

Exhibit 11 shows the debt service schedule for current Outstanding Indebtedness for the Water System. The Board’s Indebtedness has been classified as Senior Indebtedness or Subordinated Indebtedness, consistent with the current General Bond Resolution.

Exhibit 11

Existing Long-Term Debt Service

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Senior Debt Service						
Series 1998	\$ 1,284,793	\$ 1,329,793	\$ 1,280,700	\$ 1,281,865	\$ 1,279,780	\$ -
Series 2002	2,634,250	2,634,250	2,613,000	2,604,750	2,597,750	3,881,750
Total Senior Debt	\$ 3,919,043	\$ 3,964,043	\$ 3,893,700	\$ 3,886,615	\$ 3,877,530	\$ 3,881,750
Subordinate Debt Service						
GO Zone Repayment	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836
Total Subordinate Debt	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836
Total Existing Debt Service	\$ 4,559,879	\$ 4,604,879	\$ 4,534,536	\$ 4,527,451	\$ 4,518,366	\$ 4,522,586

As mentioned previously, all existing senior debt is going to be refunded. Exhibit 12 shows the forecasted debt service beyond 2014, which includes annual issues throughout the forecast period. The assumptions used to project future debt service include:

- 25-year term;
- 6.0% interest rate;
- 2 years of capitalized interest;
- 1.5% issuance costs;
- 8.5% debt service reserve requirement;
- Equal annual total debt service payments.

Using these assumptions, it is anticipated that the size of future bond issues during the forecast period (issued after the Series 2014 Bonds) will be as follows:

- Series 2015 Bonds – \$56,000,000
- Series 2016 Bonds – \$56,000,000
- Series 2017 Bonds – \$59,360,000
- Series 2018 Bonds – \$63,840,000
- Series 2019 Bonds – \$41,440,000

Exhibit 12

Projected Debt Issuances after 2014

	Series 2015 Bonds	Series 2016 Bonds	Series 2017 Bonds	Series 2018 Bonds	Series 2019 Bonds
Net Proceeds	\$45,000,000	\$45,000,000	\$47,700,000	\$51,300,000	\$33,300,000
Capitalized Interest (2 yr)	\$6,000,000	\$6,000,000	\$6,360,000	\$6,840,000	\$4,440,000
Cost of Issuance	\$750,000	\$750,000	\$795,000	\$855,000	\$555,000
Debt Service Reserve Fund	\$4,250,000	\$4,250,000	\$4,505,000	\$4,845,000	\$3,145,000
Total	\$56,000,000	\$56,000,000	\$59,360,000	\$63,840,000	\$41,440,000

	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total	Grand Total
2015	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	0
2016	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	0
2017	1,146,854	3,233,842	4,380,696	--	--	--	--	--	--	--	--	--	--	--	--	4,380,696
2018	125,666	3,165,031	4,380,696	125,666	3,165,031	4,380,696	--	--	--	--	--	--	--	--	--	8,761,392
2019	1,288,605	3,092,091	4,380,696	1,288,605	3,092,091	4,380,696	1,365,922	3,277,616	4,643,538	--	--	--	--	--	--	13,404,930
2020	1,365,922	3,014,774	4,380,696	1,365,922	3,014,774	4,380,696	1,447,877	3,195,661	4,643,538	1,557,511	3,436,843	4,993,994	--	--	--	18,398,924
2021	1,447,877	2,932,819	4,380,696	1,447,877	2,932,819	4,380,696	1,534,750	3,108,788	4,643,538	1,650,580	3,343,414	4,993,994	1,071,429	2,170,286	3,241,715	20,569,210

Exhibit 13 shows the forecast debt service, which includes annual issues throughout the forecast period. It should be noted that due to the two years of capitalized interest, there will be no debt service from the Series 2018 and Series 2019 Bonds during the forecast period.

Overall, these assumptions are very conservative, and it should be anticipated that the actual debt service will have lower costs and can be structured to better meet the objectives of the Board.

Exhibit 13

Projected Long-Term Debt Service

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Senior Debt Service						
Existing Debt	\$ 687,021					
Series 2014 (1)	2,142,392	3,500,000	5,501,250	7,700,000	7,693,000	7,700,000
Projected Series 2015				4,380,696	4,380,696	4,380,696
Projected Series 2016					4,380,696	4,380,696
Projected Series 2017						4,643,538
Total Senior Debt	\$ 2,829,414	\$ 3,500,000	\$ 5,501,250	\$ 12,080,696	\$ 16,454,392	\$ 21,104,930
Subordinate Debt Service						
None	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Subordinate Debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other Debt Service						
GO Zone Repayment	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836
Total Subordinate Debt	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836	\$ 640,836
Total Proposed Debt Service	\$ 3,470,249	\$ 4,140,836	\$ 6,142,086	\$ 12,721,532	\$ 17,095,228	\$ 21,745,766

(1) Final verified pricing including capitalized interest.

9. Additional Bonds Test

Since the Series 2014 Bonds will be the first bonds under the new General Bond Resolution, the issuance of the Series 2014 Bonds is not subject to the additional bonds test. However, the Board has decided to compute the additional bonds test for the Series 2014 Bonds to provide an example of the calculation and to reinforce its financial position.

Under the new General Bond Resolution, the Board may issue additional bonds only if any one of two requirements, or tests, set forth in Section 4.03(h), are met. Reproduced below are the requirements for the tests.

A certificate of (A) a Qualified Independent Consultant, stating that based on the Board's financial records for a Test Period, the Board would have been able to meet the Rate Covenant in Section 7.01, taking into account (i) the maximum Annual Debt Service on the proposed Series of Additional Bonds in the current or any future Fiscal Year, (ii) the Additional Net Revenues from the rates, fees and other charges adjusted to reflect any rate increases that had not been in effect throughout the Test Period but that have been approved by the Board, the Board of Liquidation, and the City at the time of the delivery of the proposed Series of Additional Bonds to go into effect within the following five years; and (iii) additional Net Revenues that the Board may realize from the addition to the System of the assets it proposes to finance through the issuance of the proposed Series of Additional Bonds or other funding sources within the following five years or (B) the Authorized Officer of the Board stating that based on the Board's financial records for a Test Period, the Board would have been able to meet the Rate Covenant in Section 7.01, taking into account the maximum annual Debt Service on the proposed Series of Additional Bonds. In making the certifications required under this paragraph, the Qualified Independent Consultant, as applicable, shall determine and utilize the Additional Indebtedness Test Net Revenues in place of the Rate Covenant Net Revenues in determining whether the Board would have been able to meet the Rate Covenant in Section 7.01.

Both tests are based on a historical Test Period, which is a consecutive 12-month period within the 24 months prior to the issuance of the proposed bonds. Test A allows for adjustments based on approved rate increases for up to five years and based on additional revenues from the assets financed through the additional bonds, while Test B allows for no adjustments to revenues. Exhibit 14 shows the Senior Debt service by year including the Series 2014 Bonds with the Maximum Annual Debt Service highlighted. Exhibit 15 shows that the Board is able to pass Test A. The adjustments included in Test A are five 10% rate increases, one of which was implemented January 1, 2014 and four are approved for implementation on January 1 of 2015 through 2018.

Exhibit 14

Maximum Annual Debt Service

Year	Amount	Year	Amount	Year	Amount
2014	\$ 2,829,414	2025	\$ 6,530,000	2036	\$ 6,531,750
2015	\$ 3,500,000	2026	\$ 6,532,000	2037	\$ 6,531,250
2016	\$ 5,501,250	2027	\$ 6,532,750	2038	\$ 6,535,250
2017	\$ 7,700,000	2028	\$ 6,532,000	2039	\$ 6,533,000
2018	\$ 7,693,000	2029	\$ 6,529,500	2040	\$ 6,534,250
2019	\$ 7,700,000	2030	\$ 6,530,000	2041	\$ 6,528,250
2020	\$ 7,690,000	2031	\$ 6,533,000	2042	\$ 6,534,750
2021	\$ 7,683,500	2032	\$ 6,528,000	2043	\$ 6,532,500
2022	\$ 7,685,000	2033	\$ 6,530,000	2044	\$ 6,536,250
2023	\$ 6,528,750	2034	\$ 6,533,250		
2024	\$ 6,532,250	2035	\$ 6,532,250		

Exhibit 15

Additional Bonds Test

	Adjusted Actual (1) - Test A	Actual (FY 13) - Test B
Sales of Water and Delinquent Fees (2)	\$ 101,748,804	\$ 64,398,609
Other Operating Revenue	3,554,020	3,574,948
	\$ 105,302,824	\$ 67,973,557
Total O&M	\$ 76,055,682	
Less: Depreciation	13,021,463	
Less: Amortization	18,666	
Net O&M	\$ 63,015,553	\$ 63,015,553
Additional Indebtedness Test Net Revenues	\$ 42,287,271	\$ 4,958,004
Maximum Annual Senior Debt Service	\$ 7,700,000	\$ 7,700,000
Maximum Annual Total Debt Service	\$ 7,700,000	\$ 7,700,000
Maximum Annual Senior Debt Service Coverage	5.49	0.64
Required	1.25	1.25
Maximum Annual Total Debt Service Coverage	5.49	0.64
Required	1.10	1.10
Pass (Yes/No)	Yes	No

(1) Assumes five approved 10% rate increases

(2) Delinquent fees comprise less than 5% of this revenue so only 95% of this line item was adjusted.

10. Fund Balances

The Board was able to provide the services necessary to allow for residents to return following Hurricane Katrina because it had strong financial reserves when Hurricane Katrina struck the City. Therefore, the Board understands the importance of maintaining appropriate levels of operating and capital reserves. The General Bond Resolution requires an Operating Reserve of 90 days of annual operating expenses (90 days cash on hand). However, the Board has set a target of having at least 180 days cash on hand between the Operating Fund and the Rate Stabilization Fund. As can be seen in Exhibit 16, the Board is well in excess of this target, particularly at the end of the forecast period.

Exhibit 16

Fund Balances

Available Fund Balances	Fiscal Year						
	Initial	2014	2015	2016	2017	2018	2019
Beginning Unrestricted Balance (1)	\$ 40,314,163	\$ 23,328,065	\$ 23,040,560	\$ 22,782,731	\$ 27,664,735	\$ 33,110,211	\$ 40,505,068
Sources							
Operating Revenues		\$ 75,681,353	\$ 82,862,738	\$ 91,638,123	\$ 101,384,601	\$ 112,209,646	\$ 124,232,628
Non-Operating Revenues		280,501	280,501	280,501	280,501	280,501	280,501
Total Sources		\$ 75,961,854	\$ 83,143,239	\$ 91,918,624	\$ 101,665,102	\$ 112,490,147	\$ 124,513,129
Uses							
Operating Expenses		\$ 68,888,066	\$ 71,680,615	\$ 74,911,802	\$ 78,241,157	\$ 81,708,983	\$ 85,243,635
Transfer to Operating Reserve Fund (2)	16,986,098	-	688,574	796,731	820,937	855,080	871,558
Transfer to Rate Stabilization Fund	-	-	-	-	-	-	-
Repayments		3,891,044	3,891,044	2,186,000	436,000	436,000	-
Debt Service		3,470,249	4,140,836	6,142,086	12,721,532	17,095,228	21,745,766
Revenue Funded Capital		-	3,000,000	3,000,000	4,000,000	5,000,000	8,000,000
Total Uses	\$ 16,986,098	\$ 76,249,359	\$ 83,401,068	\$ 87,036,619	\$ 96,219,626	\$ 105,095,291	\$ 115,860,959
Remaining Unrestricted Funds for Transfer	\$ 23,328,065	\$ (287,505)	\$ (257,829)	\$ 4,882,005	\$ 5,445,476	\$ 7,394,857	\$ 8,652,170
Total Available Funds - End of Year Balances							
Remaining Unrestricted Funds	\$ 23,328,065	\$ 23,040,560	\$ 22,782,731	\$ 27,664,735	\$ 33,110,211	\$ 40,505,068	\$ 49,157,238
Operating Reserve Fund	16,986,098	16,986,098	17,674,672	18,471,403	19,292,340	20,147,420	21,018,978
Rate Stabilization Fund	-	-	-	-	-	-	-
Total	\$ 40,314,163	\$ 40,026,658	\$ 40,457,403	\$ 46,136,138	\$ 52,402,551	\$ 60,652,488	\$ 70,176,216
Days of O&M Cash on Hand (3) (Bond Target of 90 days)	214	212	206	225	244	271	300

(1) The beginning balance for 2014 is comprised of undesignated and designated unrestricted cash and cash equivalents as well as customer deposits from the 2013 CAFR.

(2) 90 days of O&M expenses as required in the General Sewerage Service Revenue Bond Resolution.

(3) The Board has an internal target of 180 days.

11. Bill Comparisons

One of the key objectives of the Board is to maintain rates and charges at a sufficient level to provide revenues to recover existing operating costs and capital costs associated with the issuance of the Series 2014 Bonds and future bonds. The Board’s current rates became effective January 1, 2014 and included the second of the approved eight annual 10% rate increases. The Feasibility Evaluation assumes the remaining annual approved rate increases will be implemented through 2020. Although the Board and City Council have taken steps to address the need to set rates and charges at a level sufficient to address total system revenue requirements, the Board also considers objectives to maintain rates that are reasonably affordable and provide a competitive cost environment relative to other utilities. Exhibit 17 shows a comparison of water costs with other peer communities. The cost comparison is based upon a projected monthly bill for a residential customer with a 5/8” meter (some utilities listed use a 3/4” meters for residential customers) and 5,300 gallons of water usage and a non-residential customer with a 2” meter and 374,000 gallons of water usage.

As shown, the annual water bill for a residential customer using 5,300 gallons of water per month is \$27.50, or \$330.00 per year. Orleans Parish has an estimated median household income (“MHI”) of \$38,764 based on an assumed median household income of \$36,681 in 2012 escalated 2.8% annually. The ratio of annual water costs for a typical residential customer to MHI is approximately 0.85%. This percentage falls well below the industry’s most commonly used affordability metric, the guideline of 2% as identified by the EPA’s Financial Capability Assessment publication.²

Exhibit 17

Comparison of Water Bills with Other Representative Communities as of April 2014

City	Monthly Bill (5,300 gallons/month)	Monthly Bill (374,000 gallons/month)
Birmingham	\$ 38.54	\$ 1,734.01
Atlanta	\$ 37.15	\$ 3,073.30
New Orleans	\$ 27.50	\$ 1,671.57
Houston	\$ 27.25	\$ 1,461.98
Jackson	\$ 22.74	\$ 1,604.83
Baton Rouge	\$ 22.00	\$ 547.44
St. Louis	\$ 20.49	\$ 812.14
Memphis	\$ 17.02	\$ 707.22
Dallas	\$ 16.75	\$ 1,255.46
Nashville	\$ 14.98	\$ 1,097.99
Little Rock	\$ 14.04	\$ 781.91
Mobile	\$ 12.60	\$ 751.00

² Combined Sewer Overflows: Guidance for Financial Capability Assessment and Schedule Development (Environmental Protection Agency, March 1997) page 19.

During the forecast period, the monthly water bill for a typical customer will increase from \$27.50 to \$44.34. We anticipate that the bills for the representative communities will also increase during this period.

12. Current Issues

There are three issues which the Board is particularly focused on evaluating and managing to the best of its ability. These issues include: 1) affordability of water service; 2) stresses to net revenues, particularly related to declining per capita consumption; and 3) addressing the remaining capital plan after the forecast period. The following paragraphs discuss some of the analyses and planning associated with these issues.

Affordability

Historically, water rates nationally have been very low, so the affordability of water service has not been a concern. In recent years, water rates have been increasing as the need to repair and replace aging infrastructure have required increasing capital investments. Between 1996 and 2012, water rates nationally increased 4.9% annually, while the CPI only increased 2.5% annually.³ This trend is expected to continue, meaning that affordability concerns are going to increase. As part of the Feasibility Evaluation, we calculated the customer impacts relative to median household income, which is typically used as a high-level test of affordability.

Exhibit 18 shows that even with the eight-year program of rate increases the projected cost of water service for a typical customer will remain below 2.0% of projected median household income and the median household effective buying income. This analysis indicates that the cost of water service in New Orleans will remain affordable, based on a commonly used test, even with the approved rate increases.

Exhibit 18

Forecast Affordability Ratios

	2014	2015	2016	2017	2018	2019
Median Household Income	\$ 38,764	\$ 39,849	\$ 40,965	\$ 42,112	\$ 43,291	\$ 44,503
Median Household Effective Buying Income	\$ 30,251	\$ 31,098	\$ 31,969	\$ 32,864	\$ 33,784	\$ 34,730
Average Monthly Bill						
Water	\$ 27.50	\$ 30.27	\$ 33.29	\$ 36.62	\$ 40.30	\$ 44.34
% of MHI						
Water	0.85%	0.91%	0.98%	1.04%	1.12%	1.20%
% of MHHEBI						
Water	1.09%	1.17%	1.25%	1.34%	1.43%	1.53%

Even though this analysis indicates the Board's rates are affordable in general, the Board recognizes that a portion of its customer base may be impacted more significantly by the proposed increases in water rates and charges. As such, the Board is evaluating mechanisms that could help ensure water service remains affordable to its low-income customers.

Net Revenue Impacts

There are two ways that Net Revenues could be materially lower than projected in the Feasibility Evaluation: 1) revenues are lower than expected; or 2) operating expenses are higher than

³ AWWA & Raftelis Financial Consultants, Inc. 2012 Water and Wastewater Rate Survey.

expected. The Board has examined these risks and believes the risk of lower revenues is of greater concern and has modeled different scenarios assuming lower revenues. While the Board has some control over operating expenses, it does not have control over the amount of water used by its customers. The water industry is being impacted by the trend of declining per capita consumption. Efforts to promote conservation and efficient water use have sensitized customers. Perhaps more importantly, the evolution of more water efficient fixtures and appliances has also impacted per capita demand.

The Feasibility Evaluation does incorporate some level of declining per capita demand by applying a resistance factor. As mentioned in Explanatory Note 3, the resistance factor was 2.0% for 2014 and 2015 and 1.0% for the remainder of the forecast period. If demand is more negatively impacted than expected, this will affect the Water System’s revenue stream. To evaluate the potential impact, we increased the resistance factor by 2.0% each of the first three years and 1.0% in the last three years of the forecast period. Therefore, the resistance factor is assumed to be 4.0% in 2014 and 2015, 3% in 2016, and 2% for the remainder of the forecast period. The increase in the resistance factor was ramped down after three years because there will likely be some demand hardening and each reduction propagates through the remainder of the forecast. Even though this stress test focuses on declining consumption, it shows the impact of lower Net Revenues, which could also be attributable to other factors. Exhibit 19 shows the impact of the increased resistance factor on coverage. Even with the increased resistance factors, the Board meets the Rate Covenant for the entire forecast. Nonetheless, the Board will monitor revenues, particularly related to resistance to increasing rates, to ensure that it satisfies the Rate Covenant. The Board will adjust its financing plan as necessary, which could include delaying capital improvements or limiting the increase in operating expenses. The stress test did not assume any decline in operating expenses even with the lower consumption, so there should be some opportunity to reduce operating expenses if necessary.

Exhibit 19

Debt Service Coverage under Stress Test for Declining Consumption

	Fiscal Year					
	2014	2015	2016	2017	2018	2019
Forecast Debt Service Coverage	2.50	3.28	3.09	1.94	1.87	1.86
Stress Test Debt Service Coverage	1.99	2.41	2.20	1.42	1.39	1.40

Capital Plan after 2019

The Feasibility Evaluation has considered a six-year forecast, FY 2014 through FY 2019. Even though the capital improvements identified and funded during this period will help the Board become a more sustainable utility, there are additional projects that have been identified beginning in FY 2020 which will be critical to the Board’s long-term success. Currently, the ten-year CIP identifies approximately \$253 million in the four-year period from FY 2020 through FY 2023, including substantial funding needs in FY 2021. These projects are not funded by the bond issues contemplated in this Feasibility Evaluation. Even though it is likely that the timing and size of these projects in FY 2020 and beyond will evolve over time, the Board recognizes it is likely that additional rate increases will be necessary to be able to fund the capital program after FY 2020 and anticipates beginning to further evaluate this need well in advance of FY 2020 as the timing and costs become more firm.

Appendix E

General Bond Resolution

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GENERAL WATER REVENUE BOND RESOLUTION

adopted on May 21, 2014

by the

SEWERAGE AND WATER BOARD OF NEW ORLEANS

IN CONNECTION WITH THE ISSUANCE OF

WATER REVENUE BONDS

OF THE

CITY OF NEW ORLEANS, LOUISIANA

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SEWERAGE AND WATER BOARD OF NEW ORLEANS

GENERAL WATER REVENUE BOND RESOLUTION

The following resolution was offered by Charles F. Webb and seconded by Florence Schornstein:

GENERAL WATER BOND RESOLUTION

A resolution authorizing the issuance from time to time of Water Revenue Bonds of the City of New Orleans, Louisiana, providing for the general terms, form, manner of payment and security for payment of said bonds, providing for the issuance of a series of Water Revenue and Refunding Bonds, and providing for other matters in connection therewith.

WHEREAS, pursuant to Part III, Chapter 9, Title 33 of the Louisiana Revised Statutes of 1950, as amended, in particular Section 4096 thereof (the "Act"), the Sewerage and Water Board of New Orleans (the "Board") in the name of the City of New Orleans, Louisiana (the "City") is authorized to issue bonds; and

WHEREAS, the City on behalf of the Board has previously issued and has outstanding the following bonds through its General Water Revenue Bond resolution dated October 25, 1986 (as amended or supplemented from time to time, the "1986 Water Bond Resolution") and has determined not to issue any further series of bonds, including refunding bonds, pursuant to the 1986 Water Bond Resolution:

\$5,570,000,000 of outstanding Water Revenue Bonds, Series 1998 (the "Series 1998 Bonds"), dated December 1, 1998, with a final maturity of December 1, 2018; and

\$22,085,000 of outstanding Water Revenue Bonds, Series 2002 (the "Series 2002 Bonds"), dated October 1, 2002, with a final maturity of December 1, 2022

(the aforesaid Series 1998 Bonds and Series 2002 Bonds are herein called the "Prior Bonds"); and

WHEREAS, the City desires to provide for the terms and conditions of, and security for, Bonds and other Indebtedness to be issued or incurred by the Board through this General Water Revenue Bond Resolution (the "General Water Revenue Bond Resolution") pursuant to supplemental resolutions related hereto adopted from time to time for a particular series (each a "Supplemental Resolution" and collectively the "Supplemental Resolutions," together with the General Water Revenue Bond Resolution, as any may be amended or supplemented from time to time, herein referred to as the "Resolution"); and

WHEREAS, the Board has found and determined that the refunding of all or a portion of the Prior Bonds would be financially advantageous to the City and would allow for the

modification of certain covenants related to the Prior Bonds, and pursuant to the provisions of Resolution Number R-033-2014, adopted on February 19, 2014, the Board authorized the issuance of not exceeding One Hundred Fifteen Million Dollars (\$115,000,000) of Water Revenue and Refunding Bonds, Series 2014 of the City of New Orleans, Louisiana for the purpose of refunding all or a portion of the Prior Bonds and paying the costs of improving and expanding water treatment plants, and improvements, extensions, betterments and repairs to the public water system of the City of New Orleans, Louisiana (the "Project"), funding a debt service reserve fund and other reserve funds as required hereunder, and paying costs of issuance; and

WHEREAS, it is now the desire of the Board to adopt this General Water Revenue Bond Resolution in order to provide for the issuance of the bonds to refund the Prior Bonds and pay Costs, and further to provide for the issuance from time to time of Additional Bonds and other Indebtedness as further provided herein;

NOW, THEREFORE, BE IT RESOLVED by the Sewerage and Water Board of New Orleans, as follows:

ARTICLE I

DEFINITIONS AND INTERPRETATION

SECTION 1.01. Short Title. This resolution may be hereafter cited, and is sometimes herein referred to, as the "General Water Revenue Bond Resolution".

SECTION 1.02. Definitions. In this General Water Revenue Bond Resolution unless a different meaning clearly appears from the context:

"Account" shall mean any of the various Accounts, sometimes created within a Fund, under this General Water Revenue Bond Resolution, a Supplemental Resolution or by the Board or Board of Liquidation at their discretion as provided herein.

"Accreted Values" with respect to any Capital Appreciation Bonds, Capital Appreciation and Income Bonds, and Current Interest Capital Appreciation Bonds shall mean an amount equal to the Principal Amount of such Bonds (determined on the basis of the Principal Amount per \$5,000 at maturity thereof) plus the amount assuming semiannual compounding of earnings which would be produced on the investment of such Principal Amount, beginning on the dated date of such Bonds and ending at the maturity date thereof, at a yield which if produced until maturity will produce \$5,000 at maturity. As of any Valuation Date, the Accreted Value of any such Bonds shall mean the amount set forth for such date in the Supplemental Resolution and as of any date other than a Valuation Date, the sum of (a) the Accreted Value on the preceding Valuation Date and (b) the product of (i) a fraction, the numerator of which is the number of days having elapsed from the preceding Valuation Date and denominator of which is the number of days from such preceding Valuation Date to the next succeeding Valuation Date, and (ii) the difference between the Accreted Values for such Valuation Dates. For purposes of consents, voting rights, Bondowner rights, or any other matter herein determined by a percentage of the aggregate Principal Amount of Bonds Outstanding, Capital Appreciation Bonds, Capital Appreciation and Income Bonds, and Current Interest Capital Appreciation Bonds shall be valued at their Accreted Values.

"Act" shall mean the Sewerage and Water Board Act, being Part III of Chapter 9 of Title 33 of the Revised Statutes of Louisiana, as amended.

"Additional Bonds" shall mean Bonds of the City issued pursuant to Section 4.03 hereof except for the initial Series of Bonds issued hereunder.

"Additional Indebtedness Test" means the certification requirement set forth in Section 4.03(h)(ii) or 4.03(i)(ii) for the issuance of Additional Bonds, in Section 4.04(a)(ii) for the Issuance of Other Senior Parity Indebtedness, or in Section 4.05 for Subordinate Debt.

"Additional Indebtedness Test Net Revenues" shall mean Net Revenues adjusted for the purpose of determining fulfillment of the Additional Indebtedness Test to exclude for the relevant Test Period any Revenues consisting of Direct Payments, Grants, proceeds of any business interruption insurance, and investment income earned on the Construction Fund and Rate Stabilization Fund.

"Alternate Variable Rate Tax-Exempt Index" shall mean such index as, at the time, is in general use by tax-exempt issuers as a proxy for short-term interest rates on debt obligations of state and local governments the interest on which is excluded from gross income for federal income tax purposes, as determined by an Authorized Officer.

"Alternate Variable Rate Taxable Index" shall mean such index as, at the time, is in general use by taxable issuers as a proxy for short-term interest rates on debt obligations of state and local governments the interest on which is not excluded from gross income for federal income tax purposes, as determined by an Authorized Officer.

"Annual Budget" shall have the meaning given such term in Section 7.02 hereof.

"Annual Debt Service" shall mean the amount of payments scheduled to come due within a specified Fiscal Year for principal of and interest on any specified Indebtedness, including mandatory sinking fund redemptions and payments pursuant to agreements with providers of Credit Facilities with respect to such Indebtedness to reimburse such providers for debt service payments made with respect to such Indebtedness, but net of any accrued interest and capitalized interest funded from proceeds of Bonds. For purposes of calculating Annual Debt Service, the following assumptions are to be used to calculate the principal and interest due in such specified Fiscal Year:

(a) In determining the Principal Amount due in the Fiscal Year, payment shall be assumed to be made in accordance with any amortization schedule established for such Indebtedness (unless a different subsection of this definition applies for purposes of determining principal maturities or amortization), including any scheduled redemption of such specified Indebtedness and, for such purpose, the redemption payment shall be deemed a principal payment;

(b) If any of the specified Indebtedness constitutes Tender Indebtedness, then Annual Debt Service on the options or obligations of the holders of such Indebtedness to tender the same for purchase or payment prior to their stated maturity or maturities shall be treated as a principal maturity occurring on the first date on which owners of such Indebtedness may or are required to tender such Indebtedness, except that any such option or obligation to tender Indebtedness shall be ignored and not treated as a principal maturity if (1) such Indebtedness is rated at least in the "A" rating category (without regard to any rating refinement or gradation by numerical modifier or otherwise) by a Rating Agency, or such Indebtedness is rated in one of the two highest short-term note or commercial paper rating categories by a Rating Agency, and (2) any obligation the Board may have, other than its obligation on such Indebtedness, to reimburse any provider of a Credit Facility shall either be subordinate to the obligation of the Board on such Indebtedness, or shall have been incurred under and shall have met the tests and conditions for the issuance of such specified indebtedness set forth herein;

(c) If any of the specified Indebtedness constitutes Variable Rate Indebtedness, the interest rate on such Indebtedness shall be assumed to be 100% of (1) with respect to any Variable Rate Indebtedness Outstanding as of the date of calculation, the daily average interest rate on such Indebtedness during any consecutive 12-month period during the immediately preceding 24 months ending with the month preceding the date of calculation, or such shorter

period that such Indebtedness shall have been Outstanding, or (2) with respect to any Variable Rate Indebtedness which is being issued on the date of computation, the Certified Interest Rate;

(d) For purposes of determining the annual amount payable in respect of any Indebtedness designated by the Board as a Refundable Principal Installment (including Bond Anticipation Notes), such Indebtedness that is or would be a Refundable Principal Installment shall be treated on the date of calculation as if (i) from the date of issuance thereof the principal amount of such Indebtedness had been payable as a part of equal annual installments of principal and interest over a period extending from the due date thereof through the 30th anniversary of the issue date of such Indebtedness and (ii) interest accrues at a rate equal to the actual fixed rate of interest on such Indebtedness or if such Indebtedness is Variable Rate Indebtedness, interest payable during such Fiscal Year shall be calculated in accordance with subsection (c) above.

"Authorized Officer" shall mean any officer, employee, agent or other person authorized by resolution of the Board or the Board of Liquidation, respectively, to act on behalf of said entity for any purpose of the Resolution.

"Board" shall mean the Sewerage and Water Board of New Orleans, a body politic and corporate and political subdivision of the State created and established pursuant to the Act.

"Board of Liquidation" shall mean the Board of Liquidation, City Debt, of the City of New Orleans.

"Bond Anticipation Notes" shall mean any notes issued in anticipation of the issuance of Bonds.

"Bond Counsel" shall mean Foley & Judell, L.L.P., or any attorney or firm of attorneys nationally recognized on the subject of municipal bonds and employed by the Board of Liquidation.

"Bondholders" or **"holder"** or **"Bondowner"** or **"owner"** shall mean the owner of Bonds, Other Senior Parity Indebtedness or the Subordinate Debt, as the case may be.

"Bonds" shall mean any of the Water Revenue Bonds of the Board authenticated and delivered under the Resolution, but not including Subordinate Debt.

"Business Day" shall mean a day on which banking business is transacted, but not including a Saturday, Sunday or legal holiday, or any day on which banks located in the City of New Orleans, or any day on which the New York Stock Exchange is closed, or in the city in which the Paying Agent administers the payment of the Bonds, are authorized by law to close.

"Capital Appreciation Bonds" shall mean Bonds as to which the Accreted Value is payable only at the maturity or prior redemption of the Bonds. For purposes of consents, voting rights, Bondowner rights, or any other matter herein determined by a percentage of the aggregate Principal Amount of Bonds Outstanding, Capital Appreciation Bonds shall be valued at their Accreted Values.

"Capital Appreciation and Income Bonds" shall mean Bonds as to which interest is deferred and compounded prior to the date after which interest ceases to be deferred and compounded and the interest becomes currently payable. For purposes of consents, voting rights, Bondowner rights, or any other matter in herein determined by a percentage of the aggregate Principal Amount of Bonds Outstanding, Capital Appreciation and Income Bonds shall be valued at their Accreted Values.

"Capital Improvement" shall mean any extension, improvement, enlargement, betterment, alteration, renewal or replacement of the System (including land, equipment and other real or personal properties), which (i) is used or useful in connection with the System or any part thereof, (ii) is constructed, acquired, or made by or on behalf of the Board, and (iii) are properly chargeable (whether or not so charged by the Board), according to generally accepted accounting principles, as an addition to utility plant accounts.

"CEA GO Zone Indebtedness" shall mean the amounts payable under the Cooperative Endeavor Agreement dated July 19, 2006, between the State of Louisiana and the Sewerage and Water Board.

"Certified Interest Rate" shall mean (i) with respect to Variable Rate Indebtedness that was or will be, at the date of the original issuance thereof, the subject of an opinion of Bond Counsel to the effect that the interest thereon is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Code, a rate of interest equal to the average of the SIFMA Municipal Swap Index or, if such rate is no longer available, the Alternate Variable Rate Tax-Exempt Index for the five (5) years preceding such date of determination; and (ii) with respect to Indebtedness that was not and will not be, at the date of the original issuance thereof, the subject of an opinion of Bond Counsel to the effect that the interest thereon is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Code, a rate of interest equal to the average of the One-Month LIBOR Rate or, if such rate is no longer available, the Alternate Variable Rate Taxable Index for the five (5) years preceding such date of determination.

"City" shall mean the City of New Orleans, Louisiana.

"Code" shall mean the Internal Revenue Code of 1986, as amended, including applicable regulations, rulings and revenue procedures promulgated or applicable thereunder.

"Common Debt Service Reserve Requirement" shall mean, for all Common Debt Service Reserve Secured Bonds, the least of (i) 10% of the aggregate original stated Principal Amount of all Common Debt Service Reserve Secured Bonds (provided that if any Common Debt Service Reserve Secured Bonds have more than a *de minimis* (2%) amount of original issue discount or premium, the issue price of such Common Debt Service Reserve Secured Bonds (net of pre-issuance accrued interest) is used to measure the 10% limitation in lieu of its stated Principal Amount), (ii) the maximum amount of aggregate Annual Debt Service on all Common Debt Service Reserve Secured Bonds in any Fiscal Year, or (iii) 125% of average aggregate Annual Debt Service on all Common Debt Service Reserve Secured Bonds.

"Common Debt Service Reserve Secured Bonds" shall mean any Series of Bonds for which the Supplemental Resolution authorizes said Bonds to be secured by the Common Debt Service Reserve Requirement.

"Connection Fees" shall mean all nonrecurring fees that the Board collects from developers, builders or others (1) to compensate the Board for providing System capacity, or (2) to connect facilities related to installation of and expansion of the System.

"Construction Fund" shall mean the fund so designated and created by Section 6.01 hereof.

"Cost," as applied to any Capital Improvement, shall mean all or any part of the cost, paid by or on behalf of or reimbursable by or to the Board, of (a) construction, acquisition, alteration, reconstruction and remodeling of such Capital Improvement, (b) all lands, real and personal property, rights of way, water rights, air rights, franchises, easements and interests necessary or convenient therefor, (c) any demolitions or relocations necessary in connection therewith, financing charges, interest prior to, during and for such period as the Board shall determine after the period of construction of such Capital Improvement on Indebtedness issued in whole or in part to finance such construction, architectural, engineering, financial and legal services, plans, specifications, appraisals, surveys, inspections, estimates of costs and revenues, and other expenses necessary or incident to determining the feasibility or practicality of such work, (e) organizational, administrative, operating and other expenses prior to the commencement of and during such work, (f) advance training of operating personnel and other expense, including initial working capital, of completing such work and placing the same in operation, and (g) any other item of Cost attributable to the construction, acquisition, alteration, reconstruction and remodeling of such Capital Improvement and placing the same in operation.

"Cost of Issuance" shall mean all items of expense directly or indirectly payable or reimbursable by or to the Board or the Board of Liquidation and related to the authorization, sale and issuance of Indebtedness, including but not limited to printing costs, costs of preparation and reproduction of documents, filing and recording fees, initial fees and charges of any Fiduciaries, legal fees and charges, fees and disbursements of consultants and professionals, costs and expenses of refunding, costs and expenses of any Credit Facility with respect to such Indebtedness, fees and expenses payable in connection with any remarketing agreements or interest rate indexing agreements and any other cost, charge or fee in connection with the original issuance of Indebtedness.

"Counsel's Opinion" shall mean an opinion signed by an attorney or firm of attorneys selected by the Board, the Board of Liquidation or the Trustee, respectively.

"Credit Facility" shall mean a letter of credit, liquidity facility, a bond insurance policy, surety bond or similar arrangement securing any obligation of the Board with respect to any Indebtedness.

"Current Interest Capital Appreciation Bonds" shall mean Bonds as to which a portion of interest is currently payable and a portion of the interest is deferred and compounded until the Accreted Value is payable only at the maturity or prior redemption of the Bonds. For purposes

of consents, voting rights, Bondowner rights, or any other matter herein determined by a percentage of the aggregate Principal Amount of Bonds Outstanding, Current Interest Capital Appreciation Bonds shall be valued at their Accreted Values.

"Debt Service Fund" shall mean the fund so designated and created by Section 7.03(c) hereof.

"Debt Service Reserve Fund" shall mean the fund so designated and created by Section 7.03(d) hereof.

"Direct Payment" shall mean a credit payment allowed pursuant to Section 54AA(g) of the Code that is payable to the Board of Liquidation by the U.S. Treasury, as provided in Section 6431 of the Code, or any other payment by the U.S. Treasury, the State or any other public or private entity to the Board of Liquidation to subsidize or reimburse the Board of Liquidation for all or a portion of the interest cost that the Board of Liquidation may pay on Indebtedness that qualifies for such payment under any successor or substantially similar program.

"DPW Payments" shall mean certain past due payments owed by the Board to the Department of Public Works ("DPW") of the City of New Orleans under certain contractual arrangements and payments incurred in the future which are agreed to by the Board and the City to be payable over time and not as a current Operating Expense with respect to certain reimbursement of expenses incurred by the DPW on behalf of the Board in connection with certain water improvements.

"Escrow Trustee" shall have the meaning given in Section 13.01 hereof.

"Event of Default" shall mean any of the events enumerated in Section 10.01.

"Fiduciary" shall mean the Paying Agent or any Trustee.

"Fiscal Year" shall mean the period beginning on January 1 of any calendar year and ending on December 31 of such calendar year or such other period of twelve calendar months as may be provided by the Act or authorized by the Board pursuant to the Act.

"Fitch" shall mean Fitch Ratings, Inc. or its successors.

"Fund" shall mean any of the funds created under Sections 6.01 and 7.03 hereof.

"GAAP" shall mean generally accepted accounting principles, consistently applied.

"Government Obligations" shall mean noncallable direct general obligations of the United States of America or obligations unconditionally guaranteed in principal and interest by the United States of America, including certificates or other evidence of an ownership interest in such noncallable direct obligations, which may consist of specified portions of interest thereon, such as those securities commonly known as CATS, TIGRS, and STRPS.

"Grant" shall mean a grant provided by any entity to or for the Board for the payment of Operating Expenses.

"Indebtedness" shall mean Senior Debt and Subordinate Debt.

"Interest," with respect to any Bond, shall mean the stated interest payment thereon or such other amount payable on any designated as interest pursuant to a Supplemental Resolution.

"Interest Account" shall mean the Interest Account in the Debt Service Fund so designated and created by Section 7.03(c) hereof.

"Moody's" shall mean Moody's Investors Service or its successors.

"Net Proceeds" shall mean the gross proceeds from any insurance recovery or recovery in any condemnation proceeding remaining after payment of attorneys' fees, fees and all other expenses incurred in collection of such gross proceeds.

"Net Revenues" shall mean Revenues in any Fiscal Year less Operating Expenses for that period.

"One-Month LIBOR Rate" shall mean, on any date of determination, the offered rate (rounded up to the next highest one one-thousandth of one percent (0.001%)) for deposits in U.S. dollars for a one-month period which appears on L.P.'s Bloomberg Professional System at approximately 11:00 A.M., London time, on such date, or if such date is not a date on which dealings in U.S. dollars are transacted in the London interbank market, then on the next preceding day on which such dealings were transacted in such market.

"Operating Expenses" shall mean all current expenses directly or indirectly attributable to the ownership or operation of the System, including reasonable and necessary usual expenses of administration, operation, maintenance and repair; costs for billing and collecting the rates; insurance premiums; costs and expenses of any Credit Facility; legal, engineering, auditing and financial advisory expenses; expenses and compensation of the Fiduciaries; and deposits into a self-insurance program as described in this Resolution; all as determined (except as other specified in this Resolution) in accordance with GAAP for entities such as the Board consistently applied. Operating Expenses may include payments by the Board for water or other commodities under Take-or-Pay Contracts, without regard to the Board's receipt of the commodity for which a payment is made, but only if the requirements in Section 4.06 for such inclusion are met. Operating Expenses shall not include any payments in lieu of taxes or allowance for depreciation or amortization. Operating Expenses shall also exclude expenses which constitute extraordinary, nonrecurring and non-continuing expenses of the System in the written opinion of the Qualified Independent Consultant.

"Operating Fund" shall mean the Operating Fund designated and created by Section 7.03(b) hereof.

"Operating Reserve Fund" shall mean the Operating Reserve Fund designated and created by Section 7.03(e) hereof.

"Operating Reserve Requirement" shall mean an amount equal to 90 days of Operating Expenses based on the Operating Expenses relating to the most recent Fiscal Year prior to such calculation for which the audit required in Section 9.10 hereof has been completed.

"Other Senior Parity Indebtedness" shall mean any other Indebtedness incurred by the Board under this Resolution that the Board is required, or has elected, to treat as payable on a parity with the Bonds with respect to the pledge of Net Revenues.

"Outstanding", when used with reference to Indebtedness, shall mean as of a particular date, all Bonds theretofore and thereupon being authenticated and delivered except (i) any Bond cancelled by the Board or a Fiduciary at or before said date, (ii) any Bond in lieu of or in substitution for which another Bond shall have been authenticated and delivered pursuant to the Resolution and (iii) Bonds deemed to have been paid as provided in the Resolution.

"Owner" shall mean the registered owner of a Bond of a particular Series of Bonds as shown on the register for such Series of Bonds.

"Paying Agent" or **"Paying Agent/Registrar"** shall mean the paying agent appointed in accordance with Section 12.02 hereof, and its successors which may at any time be substituted in its place pursuant to the Resolution.

"Permitted Investments" shall mean the following, to the extent permitted under State law at the time of investment:

(i) direct obligations of the United States of America (including obligations issued or held, in book-entry only form on the books of the Department of the Treasury of the United States of America and including certificates or other instruments evidencing ownership interests in such direct obligations of the United States of America) or obligations the timely payment of the principal of and interest on which are fully guaranteed by the United States of America, including obligations of any agency, department or instrumentality that is fully guaranteed as to the payment of principal and interest by the United States;

(ii) obligations issued or guaranteed by Federal Home Loan Bank System, Export-Import Bank of the United States, Federal Financing Banks, Government National Mortgage Association, Federal National Mortgage Association, Farmer's Home Administration, Federal Home Loan Mortgage Corporation or Federal Housing Administration; or by any agency, department or instrumentality of the United States if such obligations are rated in one of the two highest rating categories by Fitch, S&P and Moody's

(iii) interest-bearing bankers acceptances or certificates of deposit of, or time deposits in any bank (including any Fiduciary), lead bank of a parent holding company, or any savings and loan associations whose unsecured obligations are rated in one of the two highest rating categories by all of the Rating Agencies, provided such deposits are either (a) secured at all times, in the manner and to the extent provided by law, by collateral security (described in clause (i) or (ii) of this definition) of a market value of no less than the amount of moneys so invested or (b) fully insured by the Federal Deposit Insurance Corporation;

(iv) repurchase agreements which satisfy the following criteria: (a) repurchase agreement which provides for the transfer of securities from dealer banks or securities

firms to the Fiduciary or its agents, and the transfer of cash from the Fiduciary to the dealer bank or securities firm with an agreement that the dealer bank or securities firm will repay the cash, plus a yield to the Fiduciary, in exchange for the securities at a specified date; (b) repurchase agreement must be between the Fiduciary and a dealer bank or securities firm which are either a primary dealer on the Federal Reserve reporting dealer list or a bank rated "A" or above by all of the Rating Agencies; (c) the written repurchase agreement must include the following terms: (1) securities which are acceptable for transfer are (A) direct United States government obligations, or (B) obligations of federal agencies backed by the full faith and credit of the United States government; (2) with respect to control of the collateral, if the dealer bank or securities firm supplied the collateral pursuant to the repurchase agreement, it may not retain possession of such collateral and the collateral must be delivered to the Fiduciary (unless the Fiduciary is supplying the collateral) or a third party acting as agent for the Fiduciary before or simultaneous with payment; and (3) the securities must be valued weekly, marked-to-market at current market price plus accrued interest, the value of collateral must be equal to 102% of the amount of cash transferred by the Fiduciary to the dealer bank or securities firm under the repurchase agreement, plus accrued interest, and if the value of securities held as collateral is less than 104% of the value of the cash transferred by Fiduciary, then additional cash and/or acceptable securities must be transferred; and (d) to the extent required by a credit enhancer, an opinion of Bond Counsel, to the effect that such repurchase agreements are obligations in which public funds are permitted to be invested under State law, shall be delivered to the Fiduciary;

(v) commercial paper of "prime" quality of the highest ranking or the highest rating category as provided by all of the Rating Agencies;

(vi) obligations, the interest on which is exempt from federal income taxation, and which, if rated by the Rating Agencies, are rated in one of the two highest rating categories of such Rating Agencies;

(vii) a time deposit account drawn on the Fiduciary for amounts whose aggregation is less than \$5,000;

(viii) mutual funds, including any such fund of a Fiduciary or any affiliate of the Fiduciary, which invest exclusively in any investment described in clauses (i) through (vii) otherwise left uninvested in the funds;

(ix) corporate bonds, defined as all corporate and financial institution debt securities with a maximum remaining maturity of three years or less, issued by corporations or financial institutions organized and operating in the United States. Eligible corporate bonds shall be rated in one of the two highest categories by at least two of the Rating Agencies;

(x) Investment agreements or guaranteed investment contracts with entities whose long-term ratings at the time of investment are in one of the two highest rating categories by at least two of the Rating Agencies.

(xi) Collateralized investment agreements and flexible repurchase agreements with entities whose long-term ratings at the time of investment are in one of the three highest rating categories by at least one of the Rating Agencies, provided that collateral consisting of those described in clauses (i) and (ii) be posted to a third-party custodial account at a margin of 104% for collateral described in clause (i) and 105% for collateral described in clause (ii); and

(xii) Forward delivery agreements with entities whose long-term ratings at the time of investment are in one of the three highest rating categories by one of the Rating Agencies, provided that eligible deliverables under the contract be limited to those described in clauses (i) and (ii).

"Principal Account" shall mean the Principal Account in the Debt Service Fund established and created by Section 7.03(c) hereof.

"Principal Amount," with respect to any Indebtedness, shall mean the stated principal thereon, the Accreted Value thereof, as applicable, or such other amount payable on any Indebtedness that is designated as principal pursuant to a Supplemental Resolution.

"Prior Bonds" shall mean all Water Revenue Bonds of the Board issued and outstanding as of the date of this Resolution, as more specifically described in the preamble hereto.

"Project" shall mean a Capital Improvement to the System, all or a portion of the Cost of which is financed by or reimbursed from proceeds of Indebtedness.

"Qualified Independent Consultant" shall mean an independent professional consultant nationally recognized as having the skill and experience necessary to provide the particular certificate, report or approval required by this Resolution or any Supplemental Resolution in which such requirement appears.

"Rate Covenant" shall mean the obligation of the Board to fix, charge, collect and revise rates, fees and other charges for the use of, and the services furnished by, the System sufficient to meet the requirements of this Resolution, including, without limitation, Section 7.01.

"Rate Covenant Net Revenues" shall mean Net Revenues, provided that Net Revenues shall be adjusted for the purpose of determining compliance with the Rate Covenant as follows: (i) to include transfers from the Rate Stabilization Fund to the Revenue Fund (as provided in Section 7.05 hereof), and (ii) to exclude transfers to the Rate Stabilization Fund from the Revenue Fund (as provided in Section 7.04 hereof).

"Rate Stabilization Fund" shall mean the fund so designated and created by Section 7.03(h) hereof.

"Rating Agency" or **"Rating Agencies"** shall mean Fitch, Moody's or Standard & Poor's, or any of them, and their successors. The Board may seek a rating from any other nationally recognized securities rating agency, but such rating agency shall not be a "Rating Agency" hereunder.

"Record Date" shall mean the fifteenth day of the month preceding each interest payment date, or as otherwise provided in a Supplemental Resolution.

"Redemption Fund" shall mean the fund so designated and created by Section 7.03(k) hereof.

"Refundable Principal Installment" shall mean the Bond Anticipation Notes or any other Indebtedness, the principal of which the Board intends to pay with monies which are not Revenues, provided that such intent shall have been expressed in the Resolution or other document authorizing such Indebtedness and provided further that such Indebtedness shall be a Refundable Principal Installment only through the date which is thirty (30) days prior to the date on which such Indebtedness comes due or such earlier time as the Board has determined to pay such Indebtedness with moneys which are not Revenues.

"Reserve Determination Date" shall mean (a) annually, the first Business Day of each Fiscal Year and (b) any other date established in writing by an Authorized Officer of the Board for the valuation of obligations on deposit in any Series Debt Service Reserve Account.

"Resolution" shall mean this General Water Revenue Bond Resolution as the same may be amended or supplemented in accordance herewith.

"Revenue Fund" shall mean the Revenue Fund designated and created by Section 7.03(a) hereof.

"Revenues" shall mean all moneys received as income, rates, fees, charges, receipts, profits and other moneys derived by the Board from its ownership and operation of the System, and for the use of and for the services furnished by the System, or by the Board of Liquidation on behalf of the Board in connection with the System, including Connection Fees, Direct Payments, Grants, proceeds of any business interruption insurance, and investment earnings on all of the funds held by the Board of Liquidation under this Resolution and the Board, all as determined (except as otherwise provided in this definition) in accordance with GAAP for entities such as the Board, consistently applied, except any rebate fund that may be created under the Resolution. Revenues shall not include refundable customer deposits or other payments solely in aid of construction; the proceeds resulting from the sale of all or a portion of the System other than such minor parts or portions thereof as may be disposed of due to normal wear and tear and obsolescence; revenues derived from a Separate System; and sanitation or other charges that the Board collects not for the services of the System but solely as a fiscal agent or in another such agency capacity, other than the net revenues of such sanitation or other charges retained by the Board to the extent allocated to the System.

"Senior Debt" shall mean shall mean Bonds and Other Senior Parity Indebtedness.

"Separate Series Debt Service Reserve Requirement" shall mean, for any Series of Additional Bonds for which the Supplemental Resolution authorizes a Separate Series Debt Service Reserve Requirement, the amount, if any, specified in such Supplemental Resolution as the Separate Series Debt Service Reserve Requirement; provided, however, that such amount shall not exceed the maximum amount permitted by the Code.

"Separate Series Debt Service Reserve Secured Bonds" shall mean any series of Bonds for which the Supplemental Resolution authorizes said Bonds to be secured by the Separate Series Debt Service Reserve Requirement.

"Separate System" shall mean a separate water system that the Board does not own or operate as of the date of this Resolution, but of which the Board subsequently becomes the operator under a contract that (i) does not obligate the Board to pay the expense of operating, maintaining or improving that system from any revenues other than those the Board derives from that system, and (ii) does not obligate the Board to assume responsibility for the payment of any debt obligation other than from revenues derived from that System.

"Series" when used with respect to less than all of the Bonds, shall mean such Bonds designated as a Series of Bonds pursuant to a Supplemental Resolution.

"Series Construction Account" shall mean each account established in the Construction Fund pursuant to a Supplemental Resolution for a Series of Bonds the proceeds of which are to be used to pay Costs.

"Series Debt Service Reserve Account" shall mean each account in the Debt Service Reserve Fund related to a particular Series of Bonds that is required to be funded as required in a Supplemental Resolution.

"Series Debt Service Reserve Requirement" for any Series of Bonds shall be the Common Debt Service Reserve Requirement or the Separate Series Debt Service Reserve Requirement set forth in the Supplemental Resolution authorizing such Series of Bonds.

"SIFMA Municipal Swap Index" means the SIFMA Municipal Swap Index of Municipal Market Data, formerly the BMA Municipal Swap Index (as such term is defined in the 1992 ISDA U.S. Municipal Counterparty Definitions).

"Signing Parties" shall mean those parties designated to execute the Bonds by a Supplemental Resolution.

"Sinking Fund Account" shall mean the Sinking Fund Account in the Debt Service Fund created in Section 7.03(c) hereof.

"Standard & Poor's" shall mean Standard & Poor's Ratings Services, a Standard & Poor's Financial Services LLC business, or its successors.

"State" shall mean the State of Louisiana.

"Subordinate Debt" shall mean any bonds, notes or other obligations issued in connection with the System (a) which are designated by the Board as Subordinate Debt, and (b) which have pledged to their payment Net Revenues, alone or in conjunction with other sources, as a subordinate lien pledge after the pledge of Net Revenues to Senior Debt.

"Subordinate Debt Debt Service Fund" shall mean the Subordinate Debt Debt Service Fund designated and created by Section 7.03(f) hereof.

"Subordinate Debt Debt Service Reserve Fund" shall mean the Subordinate Debt Debt Service Reserve Fund designated and created by Section 7.03(g) hereof.

"Supplemental Resolution" shall mean with respect to any Series of Bonds, the Supplemental Resolution authorizing such Series of Bonds, and any other resolution of the Board amending or supplementing the Resolution adopted and becoming effective in accordance with the terms of Article IX.

"System" shall mean all plants, systems, facilities, equipment, real and personal property and tangible and intangible property, together with all future extensions, improvements, enlargements and additions thereto, and all replacements thereof, used, or to be used, in connection with the waterworks system of the Board, other than a Separate System.

"Take-or-Pay Contract" shall mean a contract which obligates the Board to pay to another entity a certain amount for goods or services, whether or not such goods or services are taken or used by the Board, and which contract payments are designated by the Board, at the time of execution, as Indebtedness or Operating Expenses as provided in Section 4.07 hereof.

"Tender Indebtedness" shall mean any Indebtedness a feature of which is an option or obligation on the part of the holders of such Indebtedness to tender all or a portion of such Indebtedness to a fiduciary for purchase or redemption prior to the stated maturity date of such indebtedness, which may include Variable Rate Indebtedness with such a feature.

"Term Bonds" shall mean any Bonds stated to mature on a specified date and required to be redeemed in part prior to maturity according to a sinking fund schedule.

"Test Period", for purposes of the Additional Indebtedness Test, shall mean any 12 consecutive months of the last 24 months prior to the issuance of such Indebtedness.

"Trustee" means the trustee appointed in accordance with Section 12.01, if any, and its successor or successors and any other corporation which may at any time be substituted in its place pursuant to the Resolution.

"Valuation Date" with respect to any Capital Appreciation Bonds, Capital Appreciation and Income Bonds, or Current Interest Capital Appreciation Bonds, shall mean the date or dates set forth in the Supplemental Resolution on which specific Accreted Values are assigned to such Capital Appreciation Bonds, Capital Appreciation and Income Bonds, or Current Interest Capital Appreciation Bonds.

"Variable Rate Indebtedness" shall mean any Indebtedness the interest rate on which is not established at the time of incurrence at a fixed or constant rate, provided that (a) the maximum interest rate on such Indebtedness and the maximum rate payable to any Credit Facility provider with respect to such indebtedness shall be specified at the time of issuance of such indebtedness; (b) any Credit Facility provider shall cause such Indebtedness to be rated by a Rating Agency in one of the two highest short-term rating categories of such Rating Agency; (c) any accelerated principal payments or any interest in excess of the bond interest rate payable to such Credit Facility provider shall be subordinate to the payment of debt service on Bonds, and (d) any two or more series of Bonds that are issued on the same date, the interest on which when

such series are considered in the aggregate shall be a fixed or constant rate, shall not be considered Variable Rate Indebtedness.

"Water System Fund" shall mean the Water System Fund designated and created by Section 7.03(i) hereof.

SECTION 1.03. Rules of Interpretation. Unless the context clearly indicates to the contrary, the following rules shall apply to the interpretation and construction of this Resolution:

- (1) words importing the singular number shall include the plural number and *vice versa*;
- (2) all references to particular articles or sections herein are references to articles or sections of this Resolution;
- (3) the captions and headings herein are solely for convenience of reference and shall not constitute a part of this Resolution, nor shall they affect its meaning, construction or effect;
- (4) the terms "herein," "hereunder," "hereby," "hereof," and any similar terms, refer to the Resolution as a whole; the term "heretofore" shall mean before the effective date of the Resolution; and the term "hereafter" shall mean after the effective date of the Resolution; and
- (5) any reference to "Louisiana Revised Statutes" or "La. R.S." shall refer to the referenced section of the Louisiana Revised Statutes of 1950, as amended.

ARTICLE II

AUTHORIZATION AND ISSUANCE OF BONDS

SECTION 2.01. Authority for the Resolution. The Resolution is adopted pursuant to the Act.

SECTION 2.02. Resolution to Constitute a Contract. In consideration of the purchase and acceptance of the Indebtedness by those who shall own the same from time to time, the Resolution shall constitute a contract among the Board, the Board of Liquidation, the City and the registered owners from time to time of the Indebtedness, and the pledge made in the Resolution and the covenants and agreements therein set forth to be performed by or on behalf of the Board shall be for the equal benefit, protection and security of the registered owners of any and all of the Indebtedness, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction of any of the Indebtedness over any other thereof, except as expressly provided herein with respect to Subordinated Debt and as otherwise expressly provided in or permitted by the Resolution.

SECTION 2.03. Authorization of Bonds. There is hereby established and created an issue of Bonds of the City issued through the Board to be designated as "Water Revenue Bonds," which Bonds may be issued in multiple series as hereinafter provided from time to time, without limitation as to amount except as provided in the Resolution or as limited by law. The Bonds may, if and when authorized by the Board pursuant to one or more Supplemental Resolutions, be issued in one or more Series, and the designation thereof, in addition to the name "Water Revenue Bonds", may include such further appropriate designations added to or incorporated in such title for the Bonds of any particular Series as the Board may determine. Each Series of Bonds shall have such interest rates, redemption provisions, Principal Amounts, and maturity dates as shall be set forth in or pursuant to a Supplemental Resolution.

ARTICLE III

EXECUTION, AUTHENTICATION, DELIVERY, REGISTRATION AND FORM OF BONDS

SECTION 3.01. Form and Details of Bonds. Unless otherwise provided in the applicable Supplemental Resolution, the Bonds shall be issuable only as registered Bonds without coupons, in denominations of \$5,000 and multiples thereof. The form, details, delivery and terms of each Series of Bonds and such other matters as the Board may deem appropriate shall be set forth in the applicable Supplemental Resolution for such Series of Bonds. Principal, premium, if any, and interest shall be payable in lawful money of the United States of America.

SECTION 3.02. Execution of Bonds. Unless otherwise provided in the applicable Supplemental Resolution, the Bonds shall be signed by the manual or facsimile signatures of the Signing Parties, and the corporate seal of the City shall be affixed thereto or a facsimile thereof printed or otherwise reproduced thereon. In case any officer whose signature or a facsimile of whose signature shall appear on any Bond shall cease to be such officer before the delivery of such Bond, such signature or such facsimile shall nevertheless be valid and sufficient for all purposes the same as if he had remained in office until such delivery. Any Bond may bear the facsimile signature of or may be signed by such persons as at the actual time of the execution thereof shall be the proper officers to sign such Bond although at the date of such Bond such persons may not have been such officers. Any Bond of a Series may be signed and sealed on behalf of the Board, the Board of Liquidation and the City by such persons as at the actual time of the execution of such Bond shall be duly authorized or hold the proper office respectively, although at the date of the Bonds of such Series such persons may not have been so authorized or have held such office.

SECTION 3.03. Authentication of Bonds. Unless otherwise provided in the applicable Supplemental Resolution, the Bonds shall bear a certificate of authentication and shall not be valid until the Paying Agent shall have executed the certificate of authentication and inserted the date of authentication thereon. The Paying Agent shall authenticate each Bond with the signature of an authorized officer or employee, but it shall not be necessary for the same person to authenticate all of the Bonds or all of the Bonds of any Series. Only such authenticated Bonds shall be entitled to any right or benefit under this Resolution, and such certificate on any Bond issued hereunder shall be conclusive evidence that the Bond has been duly issued and is secured by the provisions hereof.

SECTION 3.04. Registration and Transfer of Bonds; Persons treated as Owners.

(a) All Bonds issued under this Resolution shall be negotiable, subject to the provisions for registration and registration of transfer thereof contained herein or in a Supplemental Resolution.

(b) The Board of Liquidation shall cause the Paying Agent to maintain registration books with respect to each Series of Bonds at the offices of the Paying Agent and shall provide for the registration and registration of transfer of any Bond of such Series under such reasonable

regulations as the Paying Agent may prescribe. The Paying Agent shall maintain books for purposes of exchanging and registering Bonds in accordance with the provisions hereof.

(c) Each Bond of a Series shall be registered or registered for transfer only upon the registration books maintained by the Paying Agent, by the Bondholder thereof in person or by his attorney duly authorized in writing, upon presentation and surrender thereof together with a written instrument of transfer satisfactory to the Paying Agent duly executed by the registered Bondholder or his duly authorized attorney. Upon surrender for registration of transfer of any such Bond, the Board of Liquidation shall cause to be executed and the Paying Agent shall authenticate and deliver, in the name of the transferee, one or more new Bonds of the same Series, interest rate, maturity, Principal Amount and date as the surrendered Bond, as fully registered Bonds only.

(d) The Paying Agent shall treat the registered owner as the person exclusively entitled to payment of principal, premium, if any, and interest and the exercise of all other rights and powers of the owner on the registration books, except that interest payments shall be made to the person shown as owner on the Record Date.

SECTION 3.05. Exchange of Bonds; Charges for Exchange of Bonds. Bonds, upon presentation and surrender thereof to the Paying Agent, together with written instructions satisfactory to the Paying Agent, duly executed by the registered Bondholder or his attorney duly authorized in writing, may be exchanged for an equal aggregate Principal Amount of fully registered Bonds of the same Series and tenor.

Any exchange of Bonds shall be at the expense of the Board of Liquidation, except that the Paying Agent may charge the person requesting such exchange the amount of any tax or other governmental charge required to be paid with respect thereto.

SECTION 3.06. Temporary Bonds. Prior to the preparation of Bonds in definitive form, the Board may issue temporary Bonds in such denominations as the Board may determine, but otherwise in substantially the form set forth in the applicable Supplemental Resolution, with appropriate variations, omissions and insertions. The Board of Liquidation shall promptly prepare, execute and deliver to the Paying Agent before the first interest payment date Bonds in definitive form and thereupon, upon surrender of Bonds in temporary form, the Paying Agent shall authenticate and deliver in exchange therefor Bonds in definitive form of the same maturity having an equal aggregate Principal Amount. Until exchanged for Bonds in definitive form, Bonds in temporary form shall be entitled to the lien and benefit of this Resolution.

SECTION 3.07. Mutilated, Lost, Stolen or Destroyed Bonds. In the event any outstanding Bond, whether temporary or definitive, is mutilated, lost, stolen or destroyed, the Board of Liquidation may execute and, upon its written request, the Paying Agent may authenticate a new Bond of the same Principal Amount and of like tenor as the mutilated, lost or stolen or destroyed Bond; provided that, in the case of any mutilated Bond, such mutilated Bond shall first be surrendered to the Paying Agent, and in the case of any lost, stolen or destroyed Bond, there shall be first furnished to the Board of Liquidation and the Paying Agent evidence of such loss, theft or destruction in form satisfactory to the Board of Liquidation and the Paying Agent, together with indemnity satisfactory to them. In the event any such Bond shall have

matured, instead of issuing a substitute Bond the Board of Liquidation may authorize the payment of the same. The Board of Liquidation and the Paying Agent may charge the owner of such Bond with their reasonable fees and expenses in this connection. Any Bond issued under the provisions of this Section in lieu of any Bond alleged to be destroyed, lost or stolen shall constitute an original additional contractual obligation on the part of the Board of Liquidation, whether or not the Bond so alleged to be destroyed, lost or stolen be at any time enforceable by anyone, and shall be equally and proportionately entitled to the benefits of this Resolution together with all other Bonds in substitution for which such Bonds were issued

SECTION 3.08. Cancellation and Disposition of Bonds. All Bonds that have been surrendered for transfer or exchange pursuant to Sections 3.04 and 3.05, paid (whether at maturity, by sinking fund redemption, acceleration, call for redemption or otherwise), or delivered by the Board of Liquidation to the Paying Agent for cancellation shall not be reissued, and the Paying Agent shall, unless otherwise directed by the Board of Liquidation, shred or otherwise dispose of such Bonds. The Paying Agent shall deliver to the Board of Liquidation a certificate of any such shredding or other disposition.

SECTION 3.09. Non-Presentation of Bonds.

(a) If any Bond is not presented for payment when the principal thereof becomes due (whether at maturity, by sinking fund redemption, upon acceleration or call for redemption or otherwise), all liability of the Board of Liquidation to the holder thereof for the payment of such Bond shall be completely discharged if moneys sufficient to pay such Bond and the interest due thereon shall be held by the Paying Agent for the benefit of such holder, and thereupon it shall be the duty of the Paying Agent to hold such moneys, subject to subsection (b) below, without liability for interest thereon, for the benefit of such holder, who shall thereafter be restricted exclusively to such moneys for any claim of whatever nature on his part under this Resolution or on, or with respect to, such Bond.

(b) Notwithstanding anything in this Resolution to the contrary, any cash or Government Obligations deposited with the Paying Agent for the payment of the principal of, premium, if any, and interest on any Series of Bonds remaining unclaimed for more than three years after the principal of such Series of Bonds has become due and payable shall be paid to the Board and shall be held by the Board in trust for the benefit of bondholders in a separate account for seven years and thereafter in the general fund of the Board of Liquidation. After such moneys have been paid to the Board, the holders of such Bonds shall be entitled to look only to the Board of Liquidation, and all liability of the Paying Agent with respect to such amounts shall cease.

ARTICLE IV

ISSUANCE OF BONDS

SECTION 4.01. Purposes of Bonds. Bonds may be issued (a) to pay Costs, (b) to refund Bonds or any other Indebtedness, (c) to pay Costs of Issuance, (d) to fund reserves and/or pay costs associated with capitalized interest, or (e) for a combination of such purposes.

SECTION 4.02. Parity of Senior Debt. This Resolution constitutes a continuing, irrevocable pledge of Net Revenues to secure payment of the principal of, premium, if any, and interest on all Senior Debt and, on a subordinate basis to Senior Debt, on all Subordinate Debt that may from time to time be issued and Outstanding. Each Series of Senior Debt shall be issued pursuant to a Supplemental Resolution or evidenced by other documents and shall be equally and ratably secured by the pledge of Net Revenues under this Resolution, without preference; priority or distinction; provided, however, that the Common Debt Service Reserve Secured Bonds or Separate Series Debt Service Reserve Secured Bonds shall only be secured by the account in the Debt Service Reserve Fund for Common Debt Service Reserve Secured Bonds or each Separate Series Account in the Debt Service Reserve Fund for Separate Series Debt Service Reserve Secured Bonds, as provided in a Supplemental Resolution, and provided further that any Senior Debt may have additional revenues or other security pledged to its payment. In connection with the issuance of Senior Debt, there may be created additional accounts and subaccounts within any fund or account established by this Resolution. Credit Facilities may be provided as additional security for any Series as provided in a Supplemental Resolution. Nothing herein shall be construed, however, as requiring that any Senior Debt bear interest at the same rate or in the same manner as any other Senior Debt, have the same, or an earlier or later, maturity, or be subject to mandatory, optional or extraordinary redemption prior to maturity on the same basis as any other Senior Debt, and provided further that nothing contained in this Resolution shall prevent the Board from issuing (i) bonds, notes or other obligations or evidences of indebtedness under another and separate resolution or ordinance to finance a Separate System; or (ii) other bonds, notes or other obligations or evidences of indebtedness under another and separate resolution or ordinance payable from, among other sources, those moneys withdrawn by the Board from the Water System Fund for any lawful purpose permitted for the expenditure of such monies in the Separate System Fund by the Board. The Bonds do not constitute a debt of the City of New Orleans, and neither the credit nor taxing power of the City of New Orleans is pledged to the payment thereof, or any part thereof, or to the payment of any interest thereon.

SECTION 4.03. Conditions for Issuing Bonds. Before the issuance and authentication of any Series of Bonds by the Paying Agent, there shall be filed with the Board of Liquidation (which shall be confirmed in writing):

- (a) In the case of the initial Series of Bonds:
 - (i) A certified copy of this Resolution;
 - (ii) A Counsel's Opinion, subject to customary exceptions and qualifications, substantially to the effect that this Resolution: has been duly authorized, executed and

delivered to the Paying Agent and is a valid, binding and enforceable obligation of the Board.

(b) A certified copy of a Supplemental Resolution which (1) shall include: (A) provisions authorizing the issuance, fixing the Principal Amount and setting forth the details of such Bonds, including their date, the interest rate or rates and the manner in which the Bonds are to bear and pay interest (including whether such Bonds constitute Capital Appreciation Bonds, Capital Appreciation and Income Bonds or Current Interest Capital Appreciation Bonds), the principal and interest payment dates of the Bonds; the purposes for which such Bonds are being issued, the manner of numbering of such Bonds, the Series designation, the denominations, the maturity dates and principal maturities, the Principal Amounts required to be redeemed pursuant to any mandatory redemption provisions or the manner for determining such Principal Amounts, any provisions for optional or extraordinary redemption before maturity, and any provisions regarding the Common Debt Service Reserve Requirement or Separate Series Debt Service Reserve Requirement; and (B) provisions for the application of the proceeds of such Bonds; and (2) may include: (A) provisions for Credit Facilities and for other Funds and Accounts to be established with respect to such Bonds; (B) provisions necessary or expedient for the issuance and administration of Bonds bearing interest at a variable rate or other manner of bearing interest, including remarketing provisions, liquidity facility provisions and provisions for establishing the variable rate and converting to a fixed rate; (C) provisions for entering into credit enhancement devices permitted by State law; (D) provisions respecting the designation of Refundable Principal Installments, and (E) such other provisions as the Board may deem appropriate.

(c) A certified copy of applicable resolution(s) of the Board and the Board of Liquidation authorizing, as required by law, the issuance, sale, award, execution and delivery of such Bonds and, in the case of a Series of Bonds issued to refund Indebtedness, calling for redemption or payment of the Indebtedness to be refunded, fixing any redemption date and authorizing any required notice of redemption in accordance with the provisions of this Resolution.

(d) A certificate signed by an Authorized Officer of the Board and dated the date of such issuance, to the effect that:

(i) Either (A) upon and immediately following such issuance, no Event of Default has occurred which has not been cured or waived, and no event or condition exists which, with the giving of notice or lapse of time or both, would become an Event of Default or (B) if any such event or condition is happening or existing, specifying such event or condition, stating that the Board will act with due diligence to correct such event or condition after the issuance of such Bonds, and describing in reasonable detail the actions to be taken by the Board toward such correction; and

(ii) All required approvals, limitations, conditions and provisions precedent to the issuance of such Series of Bonds have been obtained, observed, met and satisfied.

(e) All policies or certificates of insurance (and any amendments to such policies) or evidence of appropriate substitute arrangements required by this Resolution in connection with

the issuance of such Bonds and a certificate of the Authorized Officer of the Board that all policies (and amendments) or appropriate substitute arrangements required to be in effect at that time are in full force and effect and are in such forms as necessary to comply with and satisfy all requirements of this Resolution.

(f) A Counsel's Opinion, subject to customary exceptions and qualifications, substantially to the effect that the Supplemental Resolution for such Series of Bonds has been duly authorized, executed and delivered, is binding on the Board and complies in all respects with the requirements of this Resolution.

(g) An opinion of Bond Counsel, subject to customary exceptions and qualifications, substantially to the effect that the issuance of such Bonds has been duly authorized, that such Bonds are valid and binding limited obligations of the City, and with respect to Bonds to be issued on a tax-exempt basis that the interest on such Bonds is excludable from gross income for purposes of Federal income taxation.

(h) Except in the case of the initial Series of Bonds issued under this Resolution, if a Series of Bonds are issued to pay Costs, the following:

(i) (A) if the Bonds are Common Debt Service Reserve Secured Bonds, evidence that upon issuance of such Bonds, the Common Debt Service Reserve Requirement will be fully funded, or (B) if the Bonds are Separate Series Debt Service Reserve Secured Bonds, evidence that, upon issuance of such Bonds, the Separate Series Debt Service Reserve Requirement for such Bonds will be fully funded or will be funded in accordance with the requirements of the applicable Supplemental Resolution; and

(ii) A certificate of (A) a Qualified Independent Consultant, stating that based on the Board's financial records for a Test Period, the Board would have been able to meet the Rate Covenant in Section 7.01, taking into account (i) the maximum Annual Debt Service on the proposed Series of Additional Bonds in the current or any future Fiscal Year, (ii) the Additional Net Revenues from the rates, fees and other charges adjusted to reflect any rate increases that had not been in effect throughout the Test Period but that have been approved by the Board, the Board of Liquidation, and the City at the time of the delivery of the proposed Series of Additional Bonds to go into effect within the following five years; and (iii) additional Net Revenues that the Board may realize from the addition to the System of the assets it proposes to finance through the issuance of the proposed Series of Additional Bonds or other funding sources within the following five years or (B) the Authorized Officer of the Board stating that based on the Board's financial records for a Test Period, the Board has met the Rate Covenant in Section 7.01, taking into account the maximum annual Debt Service on the proposed Series of Additional Bonds. In making the certifications required under this paragraph, the Authorized Officer of the Board or the Qualified Independent Consultant, as applicable, shall determine and utilize the Additional Indebtedness Test Net Revenues in place of the Rate Covenant Net Revenues in determining whether the Board would have been able to meet the Rate Covenant in Section 7.01.

(i) Except in the case of the initial Series of Bonds issued under this Resolution, if any Bonds are issued to refund any Indebtedness, the following:

(i) Evidence that the Board has made provision as required by this Resolution for the payment or redemption of all Indebtedness to be refunded;

(ii) A certificate of an Authorized Officer of the Board demonstrating that the proposed refunding will not result in an increase in the Annual Debt Service payable on all Indebtedness in any Fiscal Year. If the proposed refunding will result in an increase in the Annual Debt Service payable on all Indebtedness in any Fiscal Year, then the issuance of that Series of Additional Bonds shall be subject to the same requirements as the issuance of a Series of Additional Bonds to pay Costs under Section 4.03(h)(ii).

(j) A request and authorization of the Board of Liquidation, signed by an Authorized Officer of the Board of Liquidation, to the Paying Agent to authenticate and deliver such Bonds to the purchaser upon payment to the Paying Agent for the account of the Board of Liquidation of a specified sum plus accrued interest to the date of delivery.

Except for the requirements of subsection (d) of this Section (which may be waived by the purchasers of such Bonds by an instrument or concurrent instruments in writing signed by such purchasers), none of the requirements in this Section may be waived without the consent of the holders of not less than a majority in aggregate Principal Amount of the Outstanding Bonds.

SECTION 4.04. Other Senior Parity Indebtedness.

(a) The Board may incur or refinance Other Senior Parity Indebtedness provided that:

(i) the documents relating to the Other Senior Parity Indebtedness acknowledge that such debt constitutes Other Senior Parity Indebtedness under this Resolution and is subject to the applicable terms and conditions hereof as if it were Bonds, and specify the amounts and due dates of Annual Debt Service with respect to the Other Senior Parity Indebtedness,

(ii) the requirements of Sections 4.03(h) or 4.03(i), as appropriate, have been met as if the Other Senior Parity Indebtedness was an additional Series of Bonds,

(iii) the Paying Agent receives written notice of the issuance of the Other Senior Parity Indebtedness and the material terms and conditions thereof and the Paying Agent shall register the holder as owner thereof as such on its books and records, and

(iv) the Paying Agent and the Board of Liquidation receive a Counsel's Opinion that the documents creating the Other Senior Parity Indebtedness have been duly authorized, executed and delivered on behalf of the Board and constitute valid, binding and enforceable obligations.

In connection with the incurrence of any Other Senior Parity Indebtedness that is not issued under and secured by a Supplemental Resolution, the Board of Liquidation shall enter into an intercreditor arrangement with the holder of such Other Senior Parity

Indebtedness, the terms of which shall be consistent with the requirements of this Resolution and determined at the time of incurrence of such Other Senior Parity Indebtedness.

(b) The Board shall fulfill its obligations under all contracts or agreements creating Other Senior Parity Indebtedness as they may exist from time to time.

SECTION 4.05. Subordinate Debt. Notwithstanding anything in this Resolution to the contrary, the Board may at any time issue additional Subordinate Debt and pledge Net Revenues thereto on a basis subordinate to Senior Debt so long as the Paying Agent is furnished a certificate of an Authorized Officer of the Board or of a Qualified Independent Consultant, as the case may be, that would meet the requirements of Section 4.03(h)(ii) if the proposed Subordinate Debt were Bonds except for the fact that the debt service on the proposed Subordinate Debt would not constitute Annual Debt Service on Senior Debt for purposes of the certification required by that Section. Subordinate Debt may not be accelerated if any Senior Debt is outstanding.

SECTION 4.06. CEA GO Zone Indebtedness and DPW Payments. Notwithstanding anything to the contrary contained herein, the DPW Payments and CEA GO Zone Indebtedness shall not be included in any Additional Indebtedness Test under Sections 4.03, 4.04 or 4.05 hereof or any Rate Covenant calculation as provided in Section 7.01.

SECTION 4.07. Take-or-Pay Contracts. The provision for payments under Take-or-Pay Contracts may be treated as Operating Expenses if, prior to the Board's entering into such a contract that exceeds an annual obligation which is in excess of 2% of Revenues as calculated for the Fiscal Year immediately preceding the date of incurrence of the Take-or-Pay Contract, a Qualified Independent Consultant certifies that in doing so the Board is not reasonably expected to impair its ability to fulfill the Rate Covenant during the next five years. Additionally, any Take-or-Pay Contract with a stated term in excess of five (5) years shall be deemed to be Indebtedness. If the Qualified Independent Consultant does not deliver such certificate, payments under the Take-or-Pay Contracts shall be deemed to be Indebtedness and may be incurred only if the provisions of Section 4.03, 4.04 or 4.05, as the case may be, are complied with.

ARTICLE V

REDEMPTION OF BONDS

SECTION 5.01. Redemption Provisions to be Fixed by Supplemental Resolution. The Bonds of any Series shall be subject to mandatory, extraordinary or optional redemption prior to maturity on such dates and under such conditions as may be provided in the Supplemental Resolution authorizing the issuance of such Series of Bonds. The Bonds of any Series to be called for redemption shall be selected as provided in the applicable Supplemental Resolution. The Paying Agent shall treat each Bond of a denomination greater than the minimum denomination authorized in the applicable Supplemental Resolution as representing the number of separate Bonds of such minimum denomination as can be obtained by dividing the Bond's actual Principal Amount by such minimum denomination.

SECTION 5.02. Notice of Redemption. Unless otherwise provided in the applicable Supplemental Resolution, the Paying Agent shall, upon receipt of written notice from the Board of Liquidation specifying the information contained in this paragraph and given at least five (5) Business Days before the date the Paying Agent is requested to issue such Notice, send notice of the call for redemption, identifying the Bonds or portions thereof to be redeemed, not less than 30 days prior to the redemption date, (a) by registered or certified mail or overnight express delivery or via accepted form of electronic communication, to the Holder of each Bond to be redeemed at the address as it appears on the registration books kept by the Paying Agent, and (b) to each nationally recognized municipal securities information repository designated as such by the Securities and Exchange Commission.

In preparing and delivering such notice, the Paying Agent shall take into account, to the extent applicable, the prevailing tax-exempt securities industry standards and any regulatory statement of any Federal or state administrative body having jurisdiction over the Board of Liquidation or the tax-exempt securities industry. Failure to give any notice specified in (a) above, or any defect therein, shall not affect the validity of any proceedings for the redemption of any Bond with respect to which no such failure or defect has occurred. Failure to give any notice specified in (b) above, or any defect therein, shall not affect the validity of any proceedings for the redemption of any Bonds with respect to which the notice specified in (a) above is correctly given.

In the case of an optional redemption, the notice may state (i) that it is conditioned upon the deposit of moneys, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent no later than the redemption date, or (ii) that the Board of Liquidation retains the right to rescind such notice at any time prior to the scheduled redemption date if the Board of Liquidation delivers a certificate of an Authorized Officer to the Paying Agent instructing the Paying Agent to rescind the redemption notice (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. The Paying Agent shall give prompt notice of such rescission to the affected Bondowners. Any Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and the rescission shall not constitute an Event of Default. Further, in the case of a Conditional Redemption, the failure of the Board

of Liquidation to make funds available in part or in whole on or before the redemption date shall not constitute an Event of Default.

Any notice mailed or provided herein shall conclusively be presumed to have been given whether or not actually received by any Bondholder.

SECTION 5.03. Bonds Payable on Redemption Date; Interest Ceases to Accrue. On or before the date fixed for redemption, moneys shall be deposited with the Paying Agent to pay the principal of and premium, if any, and interest accrued to the redemption date on the Bonds called for redemption. Upon the happening of the conditions of this Section, the Bonds or portions thereof thus called for redemption shall cease to bear interest from and after the redemption date, shall no longer be entitled to the benefits provided by this Resolution and shall not be deemed to be Outstanding under the provisions of this Resolution.

SECTION 5.04. Purchase of Bonds. The Board or Board of Liquidation may purchase or cause to be purchased any Bonds of any particular Series or maturity in lieu of redemption of such Bonds (in which event any Bonds so purchased shall be cancelled and shall cease to bear interest as provided in Sections 3.08 and 5.03) or for any other purpose pursuant to written instructions given by the Board or Board of Liquidation to the Paying Agent. Such purchases shall be made in such manner as directed by the Board or Board of Liquidation. The Board, the Board of Liquidation or the Paying Agent shall pay the purchase price of such Bonds together with accrued interest thereon from such funds as maybe available therefor pursuant to this Resolution, any Supplemental Resolution, or as otherwise may be made available by the Board or the Board of Liquidation.

ARTICLE VI

CUSTODY AND APPLICATION OF BOND PROCEEDS AND PAYMENTS IN AID OF CONSTRUCTION

SECTION 6.01. Custody and Application of Bond Proceeds. There is hereby established a Construction Fund to be held by the Board of Liquidation, subject to the lien of this Resolution. The Construction Fund shall constitute the special Water Revenue Bond account referred to in Louisiana Revised Statute 33:4096, as amended or supplemented from time to time.

The proceeds of a Series of Bonds which are to be used to pay Costs shall be deposited in the related Series Construction Account and held in trust by the Board of Liquidation and used solely to pay Costs and Costs of Issuance, except as provided herein. The proceeds of a Series of Bonds which are to be used to refund any Indebtedness secured by or payable from Net Revenues shall be held by the Paying Agent, an Escrow Trustee (as defined in Section 13.01) or other Fiduciary, as specifically provided in the Supplemental Resolution related to such refunding.

The Board of Liquidation may establish additional Accounts and subaccounts within the Construction Fund as may be provided in a Supplemental Resolution. Deposits shall be made to the credit of the Construction Fund and any Accounts and subaccounts as provided in such Supplemental Resolution. All earnings on moneys in each Account and subaccount shall be credited to such Account and subaccount.

Payments from the applicable Series Construction Account or other Account or subaccount of the Construction Fund shall be made in accordance with the provisions of this Section. Such amounts shall be disbursed pursuant to warrants drawn by the Board under the provisions of Louisiana Revised Statute 33:4094, or in such manner as the Board and the Board of Liquidation shall agree, if such statute no longer exists.

Upon completion of all Projects the Board reasonably expects to fund from any Account or subaccount in the Construction Fund, the Board shall file with the Board of Liquidation a final certificate of an Authorized Officer setting forth the balance, if any, remaining in the applicable Account or subaccount in the Construction Fund not required for the payment of Costs of Issuance or for the payment of Cost of such Projects. Any such balance shall be applied by the Board of Liquidation, at the direction of the Board (i) to additional Costs by deposit of such amount in another and separate Account or subaccount in the Construction Fund, or (ii) to the redemption of the Bonds of the Series for which such Series Construction Account was established by deposit of such amount in the Principal Account of the Debt Service Fund.

Notwithstanding anything herein to the contrary, upon occurrence of an Event of Default, any amounts remaining in any Series Construction Account for which warrants have not yet been received by the Board of Liquidation shall be transferred to the Debt Service Fund and applied in accordance with Section 10.06 hereof.

ARTICLE VII

REVENUES AND FUNDS

SECTION 7.01. Rate Covenant.

(a) The Board shall fix, charge and collect such rates, fees and other charges for the use of and the services furnished by the System and shall, from time to time and as often as shall appear necessary, revise such rates, fees and other charges so as to meet the following three independent requirements:

(i) Rate Covenant Net Revenues shall be sufficient in each Fiscal Year (the "Tested Fiscal Year") to pay (A) the amount required to pay Annual Debt Service on Senior Debt in such Fiscal Year, (B) any amount necessary to be deposited in any Series Debt Service Reserve Account to restore the amount on deposit therein to the applicable Series Debt Service Reserve Requirement, (C) the amount required to pay Annual Debt Service on Subordinate Debt in such Fiscal Year (including reserves in connection therewith and the required restoration thereof), (D) any amount necessary to be deposited in the Operating Reserve Fund to maintain the required balance therein and (E) all other amounts which the Board may by law or contract be obligated to pay.

(ii) Rate Covenant Net Revenues shall be sufficient in each Tested Fiscal Year to be at least equal to each of the following: (A) 125% of the Annual Debt Service with respect to Senior Debt for such Fiscal Year; and (B) 110% of the aggregate Annual Debt Service with respect to Senior Debt and Subordinate Debt for such Fiscal Year.

(iii) Rate Covenant Net Revenues excluding transfers from the Rate Stabilization Fund to the Revenue Fund (as provided in Section 7.05 hereof) and the proceeds of Grants in each Tested Fiscal Year shall at least equal 100% of Annual Debt Service on Senior Debt and Subordinate Debt for such Fiscal Year.

In all cases, Annual Debt Service related to the CEA GO Zone Indebtedness and all DPW Payments shall be excluded from the foregoing calculations.

The Board shall test for compliance with this Section 7.01(a) within 120 days after the end of each Tested Fiscal Year.

(b) If, subject to the provisions of subsection (c) below, the Rate Covenant Net Revenues are less than the amounts specified in (a) above, the Board must take appropriate action under the law and subsection (d) below within its powers to revise the Board's rates, fees and other charges or the method of operation of the System in order to satisfy the foregoing requirements in the next Fiscal Year following the Tested Fiscal Year (the "Current Fiscal Year").

(c) For purposes of this Section, the Board shall not be deemed to have failed to comply with the Rate Covenant and shall not be required to implement the procedures set forth in subsection (b) hereof, if an Authorized Officer of the Board certifies in writing that the Rate

Covenant Net Revenues the Board would have received in the Tested Fiscal Year would have been sufficient to meet the requirements of subsection (a) hereof if the Revenues for the Tested Fiscal Year were determined by giving effect for the entire Tested Fiscal Year to any increase or decrease in rates, fees, rentals or other charges already authorized by the Board, the Board of Liquidation, and the City to be implemented on a date that is within 120 days after the end of the Tested Fiscal Year.

(d) If the Board fails to comply with the Rate Covenant, the Board shall immediately request a Qualified Independent Consultant to submit a written report and recommendations with respect to increases in the Board's rates, fees and other charges and improvements in the operations of and the services rendered by the System and the Board's accounting and billing procedures necessary to bring the Board into compliance with the Rate Covenant. Any failure to meet the Rate Covenant will not constitute an Event of Default under this Resolution if within 180 days after the end of the Tested Fiscal Year, (1) the report and recommendations of the Qualified Independent Consultant shall be filed with the Board of Liquidation and the Board, and (2) the Board shall revise its rates, fees and charges, and alter its operations and services to conform with the report and recommendations of the Qualified Independent Consultant to the extent permitted by law.

(e) If the Board fails for three consecutive months to make the deposits required by Section 7.04 to the Interest Account and the Principal Account (or the Sinking Fund Account, as applicable), or if there is a deficiency in the Debt Service Reserve Fund for which the Board has not made required restoration payments for three consecutive months, the Board shall immediately request a Qualified Independent Consultant to submit a written report and recommendations with respect to increases in the Board's rates, fees and other charges and improvements in the operations of and the services rendered by the System and the Board's accounting and billing procedures necessary to bring the Board into compliance with the Rate Covenant. The report and recommendations shall be filed with the Board of Liquidation and the Board within 60 days from the date of discovery of failure to make the required deposits, and within 90 days from the receipt of such report, the Board shall revise its rates, fees and charges, and alter its operations and services to conform with the report and recommendations of the Qualified Independent Consultant to the extent permitted by law.

SECTION 7.02. Annual Budget.

(a) Before the beginning of each Fiscal Year, the Board shall adopt a budget for the operation of the System for the ensuing Fiscal Year, which shall be called the Annual Budget.

(b) The Annual Budget shall be prepared in such manner as to show in reasonable detail:

(i) Revenues estimated to be received during such Fiscal Year,

(ii) Operating Expenses expected to be incurred during such Fiscal Year,

(iii) the amount of principal of, premium, if any, and interest on the Indebtedness that will become due during such Fiscal Year,

(iv) any amount necessary to be deposited in the Debt Service Reserve Fund to restore the amount on deposit in each Account therein to the amount of the applicable Series Debt Service Reserve Requirement,

(v) any amount necessary to be deposited in the Operating Reserve Fund to restore the amount on deposit therein to the amount of the Operating Reserve Requirement,

(vi) the amount of principal of, premium, if any, and interest on the Subordinate Debt that will become due during such Fiscal Year,

(vii) any amount necessary to be deposited in the Subordinate Debt Debt Service Reserve Fund to restore the amount on deposit therein to the amount of the Subordinate Debt Debt Service Reserve Requirement, and

(viii) the amount of Net Revenues available during such Fiscal Year to meet the Rate Covenant.

The Annual Budget shall be prepared in sufficient detail to show the amounts to be deposited in the various funds, Accounts and subaccounts created by or under this Resolution or Funds and Accounts otherwise required to be maintained on behalf of the System.

(c) The Board may amend the Annual Budget at any time during the Fiscal Year.

(d) If for any reason an Annual Budget has not been adopted within the time required by subsection (a) of this Section, the last previously adopted Annual Budget shall be deemed to provide for and regulate and control expenditures during such Fiscal Year until an Annual Budget for such Fiscal Year has been adopted.

A copy of the Annual Budget and any amendments thereto shall be filed promptly with the Board of Liquidation.

SECTION 7.03. Funds and Accounts. In addition to the Construction Fund established in Section 6.01 hereof, there are hereby established the following Funds and Accounts to be held by the Board or Board of Liquidation, as applicable:

(a) Revenue Fund to be held by the Board, subject to the lien of the Resolution;

(b) Operating Fund to be held by the Board, not subject to the lien of the Resolution;

(c) Debt Service Fund, in which there shall be established an Interest Account, a Principal Account and a Sinking Fund Account, and a separate subaccount in each such Account with respect to (i) all Series of Common Debt Service Reserve Secured Bonds and (ii) each Series of Separately Secured Debt Service Reserve Fund Bonds; and (iii) each incurrence of Senior Parity Indebtedness, to be held by the Board of Liquidation, subject to the lien of the Resolution;

(d) Debt Service Reserve Fund to be held by the Board of Liquidation, subject to the lien of the Resolution, in which there shall be established (1) a Series Debt Service Reserve Account for all Series of Common Debt Service Reserve Secured Bonds, and (2) as applicable, a Series Debt Service Reserve Account for each Series of Bonds that has a Separate Series Debt Service Reserve Requirement;

(e) Operating Reserve Fund to be held by the Board, subject to the lien of the Resolution;

(f) Subordinate Debt Debt Service Fund to be held by the Board of Liquidation, subject to the lien of the Resolution;

(g) Subordinate Debt Debt Service Reserve Fund to be held by the Board of Liquidation, subject to the lien of the Resolution;

(h) Rate Stabilization Fund to be held by the Board, subject to the lien of the Resolution;

(i) Water System Fund to be held by the Board, subject to the lien of the Resolution; and

(j) Redemption Fund to be held by the Board of Liquidation, subject to the lien of this Resolution.

SECTION 7.04. Disposition of Revenues. All Revenues shall be deposited in the Revenue Fund to be held by the Board; provided, however, that upon an Event of Default, the Board will transfer all amounts in all Board held funds (other than the Operating Fund) to the Board of Liquidation, and the Board of Liquidation shall hold such moneys in trust for the beneficiaries hereunder.

Prior to any such Event of Default, throughout the month but no later than the 20th day of each month, the Board shall transfer from the Revenue Fund to the Operating Fund an amount sufficient to pay Operating Expenses during such month. Thereafter, Net Revenues shall be disbursed by the Board no later than the 20th day of each month in the following order (except that no distinction or preference shall exist in the use in an amount sufficient to make the following deposits of Net Revenues for payment into the Interest Account, the Principal Account or the Sinking Fund Account of the Debt Service Fund, such accounts being on a parity with each other as to payment from Net Revenues):

(a) To the Debt Service Fund:

(i) to the subaccounts established for each Series of Bonds or Other Senior Parity Indebtedness into the Interest Account, monthly, on or before the 20th day of each month, an amount equal to 1/6 of the amount of interest falling due on the next interest payment date, or such other proportionate amount as shall be necessary to ensure monthly deposits for the payment in full of interest on the next interest payment date, as set forth in the applicable Supplemental Resolutions with respect to each Series of Bonds or Other Senior Parity Indebtedness; provided, however, that if such Other Senior Parity

Indebtedness is evidenced by documents other than a Supplemental Resolution, to the related interest accounts set forth therein, as applicable; and such deposits shall be adjusted to give credit for any other available money then in such interest account or subaccount or otherwise available and designated to be used for such purpose. Moneys in the Interest Account shall be used to pay interest required to be paid on any interest payment date (including any redemption date other than a mandatory sinking fund redemption date) related to such Series of Bonds or Other Senior Parity Indebtedness, as applicable.

(ii) To the subaccounts established for each Series of Bonds or Other Senior Parity Indebtedness into the Principal Account and Sinking Fund Account, monthly, on or before the 20th day of each month, an amount equal to 1/12 of the amount of principal falling due on the next principal payment date or redemption amount due on the next sinking fund redemption date, as applicable, or such other proportionate amount as shall be necessary to ensure monthly deposits for the payment in full of principal on the next principal payment date or sinking fund redemption date, as set forth in the applicable Supplemental Resolutions with respect to each Series of Bonds or Other Senior Parity Indebtedness; provided, however, that if such Other Senior Parity Indebtedness is evidenced by documents other than a Supplemental Resolution, to the related principal and sinking fund accounts set forth therein, as applicable; and such deposits shall be adjusted to give credit for any other available money then in the principal or sinking fund account or subaccount or otherwise available and designated to be used for such purpose. Moneys in the Principal Account shall be used to pay principal required to be paid on any principal payment date related to such Series of Bonds or Other Senior Parity Indebtedness, as applicable. Moneys in the Sinking Fund Account shall be used to pay the amount required for mandatory sinking fund redemption on the applicable redemption date (including any redemption date other than a mandatory sinking fund redemption date) related to such Series of Bonds or Other Senior Parity Indebtedness, as applicable.

(b) To the Debt Service Reserve Fund the amounts, if any, required to be deposited pursuant to (i) Section 7.06 hereof, to restore the amount on deposit in each Series Debt Service Reserve Account to the related Series Debt Service Reserve Requirement or to reimburse the provider of any Credit Facility deposited in the Debt Service Reserve Fund, and (ii) a Supplemental Resolution, to fund a Series Debt Service Reserve Account to the applicable Separate Series Debt Service Reserve Requirement or Common Debt Service Reserve Requirement, and such amounts shall be transferred to the appropriate Series Debt Service Reserve Account.

(c) To the Subordinate Debt Service Fund, the amount equal to the deposits to such Funds and Accounts required by the related Supplemental Resolution or other documents evidencing such debt. To the extent that the Subordinate Debt is issued pursuant to Subordinate Debt documents, applicable amounts shall be transferred to the respective Subordinate Debt trustee. In addition, to the extent that moneys on deposit in the Debt Service Fund are insufficient to make the required interest and principal payments on Senior Debt, moneys in the Subordinate Debt Service Fund shall be used, prior to any withdrawal from the Debt Service Reserve Fund, to cure any such deficiencies, but only after withdrawals from the Water System Fund, the

Operating Reserve Fund and any Subordinate Debt Debt Service Reserve Fund, in that order, for that purpose.

(d) To Subordinate Debt Debt Service Reserve Fund with respect to each Subordinate Debt issue the amounts, if any, necessary to restore the amount on deposit therein to the related Subordinate Debt Debt Service Reserve Requirement. To the extent that the Subordinate Debt is issued pursuant to Subordinate Debt documents, applicable amounts shall be transferred to the respective Subordinate Debt fiduciary.

(e) To the Operating Reserve Fund the amounts, if any, necessary to restore the amounts on deposit therein to the Operating Reserve Requirement. Such amounts shall be funded within 24 months of withdrawal by depositing in such fund 1/24 of the Operating Reserve Requirement on the last Business Day of each month after such withdrawal, if necessary. Moneys in the Operating Reserve Fund shall be used to pay, to the extent necessary, Operating Expenses of the Board. In addition, to the extent that moneys on deposit in the Debt Service Fund are insufficient to make the required interest and principal payments on Senior Debt, moneys in the Operating Reserve Fund shall be used, prior to any withdrawal from the Subordinate Debt Service Fund, any Subordinate Debt Debt Service Reserve Fund, and then the Debt Service Reserve Fund, in that order, to cure any such deficiencies, but only after withdrawals from the Water System Fund for that purpose.

(f) To the Water System Fund, any moneys remaining in the Revenue Fund after all deposits and transfers required by subsections (a) through (e) of this Section have been made. To the extent that moneys on deposit in the Debt Service Fund are insufficient to make the required interest and principal payments on Senior Debt, moneys in the Water System Fund shall be transferred to the Debt Service Fund, and then there shall be withdrawals from the Operating Reserve Fund, the Subordinate Debt Service Fund, any Subordinate Debt Debt Service Reserve Fund, and the Debt Service Reserve Fund, in that order, to cure any such deficiencies. If not needed for that purpose, moneys in the Water System Fund may be used for any authorized purpose, including but not limited to transfers in an amount that the Executive Director may determine, in his discretion, to transfer to the Rate Stabilization Fund or the Debt Service Fund to be used to redeem Bonds as herein provided for deposit in any Account therein. Notwithstanding the foregoing, moneys in the Water System Fund shall be used on January 15 and July 15 of each year through July 15, 2026, to pay an amount to the Board of Liquidation necessary to make those certain principal and interest payments related to the CEA GO Zone Indebtedness and on any date on which funds are available to make the DPW Payments; provided, however, that if the Board does not have Net Revenues sufficient to make such payments when required, the Board will make such payments to the Board of Liquidation or the City when and if Net Revenues are available, and the failure to make such payments shall not constitute an Event of Default under this Resolution. Additionally, moneys remaining in the Water System Fund to the extent all transfers required by subsection (a) through (f) of this section have been made, shall be applied for any lawful purpose of the Board.

The Board shall provide the Board of Liquidation with a monthly certificate which certifies that the transfers required by the foregoing subsections have been made and the specified respective balances of such funds. If the Board fails to make the transfers required by subsections (a) through (f) of this Section, the Board of Liquidation shall give notice of such

failure to the Board within 10 days of such failure. Notwithstanding anything in this Resolution to the contrary, at any time that the Board is required to make transfers pursuant to subsections (a) through (f) of this Section, and there are insufficient Net Revenues to make all required transfers pursuant to such subsections, the Board shall make the transfers in the order set forth above first from Net Revenues, then from any other legally available monies.

In the event this Section requires transfers to the Debt Service Fund or the Debt Service Reserve Fund from any Fund held by the Board, the Board shall effect that transfer to the Board of Liquidation in accordance with this Section.

The Board of Liquidation shall provide for a mandatory sinking fund redemption of any Term Bonds in accordance with the schedules set forth in the Supplemental Resolution for such Bonds; provided, however, that on or before the 45th day next preceding any such sinking fund payment date, the Board may:

- (i) deliver to the Board of Liquidation for cancellation Term Bonds of the maturity required to be redeemed on such sinking fund payment date in any aggregate Principal Amount desired; or
- (ii) instruct the Board of Liquidation to apply a credit against the Board's next sinking fund redemption obligation for any such Term Bonds that previously have been redeemed (other than through the operation of the sinking fund) and canceled but not theretofore applied as a credit against any sinking fund redemption obligation.

Upon the occurrence of any of the events described in the subsections (i) or (ii) above, the Board of Liquidation shall credit against the Board's sinking fund redemption obligation on the next sinking fund payment date the amount of such Term Bonds so delivered or previously redeemed. Any Principal Amount of such Term Bonds in excess of the Principal Amount required to be redeemed on such sinking fund payment date shall be similarly credited in such order as may be determined by the Board against future payments to the Sinking Fund Account and shall similarly reduce the Principal Amount of the Term Bonds of the applicable Series to be redeemed on the next sinking fund payment date. Within seven days of receipt of such Term Bonds or instructions to apply as a credit, any amounts remaining in the Sinking Fund Account in excess of the amount required to fulfill the remaining required sinking fund redemption obligation on the next sinking fund payment date shall be used in such manner as determined at the direction of the Board of Liquidation.

In the event the amount on deposit in the Interest Account on any interest payment date exceeds the amount required to pay interest on the Senior Debt on the next interest payment date, the Board shall, if the amount on deposit in any Series Debt Service Reserve Account is less than the applicable Series Debt Service Reserve Requirement, transfer such excess to any Series Debt Service Reserve Account to the extent of such deficiency (on a *pro rata* basis if funds are not sufficient to cause the Series Debt Service Reserve Requirement to be fully funded at the Common Debt Service Reserve Requirement or Separate Series Debt Service Reserve Requirement), and otherwise retain any remaining excess in the Interest Account or transfer any remaining excess to the related Principal Account to be credited against subsequent required deposits thereto, as determined by the Board of Liquidation.

In the event the amount on deposit in the Principal Account or Sinking Fund Account on any principal or mandatory redemption payment date exceeds the amount required on such date to pay Bonds at maturity or to redeem Term Bonds pursuant to mandatory sinking fund requirements, the Board shall, if the amount on deposit in any Series Debt Service Reserve Account is less than the applicable Series Debt Service Reserve Requirement, transfer such excess to the Series Debt Service Reserve Account to the extent of such deficiency (on a *pro rata* basis if funds are not sufficient to cause the Series Debt Service Reserve Requirement to be fully funded at the Common Debt Service Reserve Requirement or Separate Series Debt Service Reserve Requirement), and otherwise retain such excess in the Principal Account or transfer such excess to the Interest Account to be credited against subsequent required deposits thereto, as determined by the Board of Liquidation.

SECTION 7.05. Rate Stabilization Fund. The Rate Stabilization Fund authorized by Section 7.03 shall be held by the Board in an Account separate and apart from all other funds and Accounts of the Board and payments therefrom shall be made as hereinafter provided. Moneys may be transferred by the Executive Director to the Rate Stabilization Fund from the Revenue Fund as provided in Section 7.04 as determined by the Executive Director. At any time the Board shall transfer from the Rate Stabilization Fund to the Revenue Fund an amount determined by the Executive Director.

SECTION 7.06. Debt Service Reserve Fund.

(a) The Series Debt Service Reserve Account maintained for all Common Debt Service Reserve Secured Bonds shall be funded at all times to the Common Debt Service Reserve Requirement, and all other Series Debt Service Reserve Accounts shall be funded at all times to the applicable Separate Series Debt Service Reserve Requirement as set forth in a Supplemental Resolution. Amounts in each Series Debt Service Reserve Account shall be used to pay debt service on the related Series of Bonds on the date such debt service is due if insufficient funds for that purpose are available in the related Series subaccount in the Interest Account and the related Series subaccount in the Principal Account (but only to the extent amounts in such subaccounts are less than the amounts required). Amounts in each Series Debt Service Reserve Account shall be pledged to Holders of the Bonds secured by such Series Debt Service Reserve Account.

(b) Within five Business Days after each Reserve Determination Date, the Board of Liquidation shall determine if the balance on deposit in each Series Debt Service Reserve Account was, as of the Reserve Determination Date, at least equal to the applicable Series Debt Service Reserve Requirement. In making such determination, any obligations in the Series Debt Service Reserve Account shall be valued in accordance with Section 8.01.

(c) In the event the amount on deposit in a Series Debt Service Reserve Account exceeds the applicable Series Debt Service Reserve Requirement, the Board of Liquidation shall (a) transfer such excess to the Debt Service Fund to be deposited in the related Series subaccount in the Interest Account and the related Series subaccount in the Principal Account to the extent amounts in such subaccounts are less than the amounts required to be paid on the next interest payment date and principal payment date, respectively, and (b) transfer such excess to the Board to be used to pay all or any portion of Costs designated by the Board and approved by Bond

Counsel; provided, however, that if an Authorized Officer of the Board calls for a Reserve Determination Date in connection with the refunding and/or defeasance of a Series of Bonds, then the Board of Liquidation is authorized to take such refunding and/or defeasance into account in valuing the Series Debt Service Reserve Account securing such Series of Bonds and is further authorized to direct the Board of Liquidation to transfer the amount of any surplus arising from such valuation to the Debt Service Fund.

(d) If at any time it shall be necessary to use moneys in the Debt Service Reserve Fund for the purpose of paying principal or interest on Bonds secured by a Series Debt Service Reserve Account as to which there would otherwise be a default, then the moneys so used shall be replaced within twenty-four (24) months by depositing in the Debt Service Reserve Fund twenty-four (24) substantially equal consecutive monthly deposits, commencing not later than the month following the occurrence of such deficiency. In the event of a deficiency in more than one Series Debt Service Reserve Account, the Board of Liquidation shall credit each deposit required in this Section 7.06(d) to each Series Debt Service Reserve Account in which such a deficiency exists on a pro rata basis.

(e) In lieu of or in addition to cash or Permitted Investments, at any time the Board may cause to be deposited to the credit of any Series Debt Service Reserve Account any form of Credit Facility, including a reserve fund surety bond, in the amount of all or a portion of the Series Debt Service Reserve Requirement, irrevocably payable to the Board of Liquidation or the Paying Agent as beneficiary for the Holders of the respective Series of Bonds, provided that (a) the Credit Facility provider has a credit rating in one of the three highest credit rating categories by at least one Rating Agency at the time the Credit Facility is deposited in the Series Debt Service Reserve Account, (b) the obligation of the Board to pay the fees of and to reimburse the provider of the Credit Facility is subordinate to its obligation to pay debt service on the respective Series of Bonds, (c) the initial term of the Credit Facility is at least 36 months, (d) the only condition to a drawing under the Credit Facility is insufficient amounts in the applicable Funds and Accounts held by the Board of Liquidation with respect to such Series of Bonds when needed to pay debt service on such Series or the expiration of the Credit Facility, and (e) the provider of the Credit Facility shall notify the Board and the Board of Liquidation at least 18 months prior to the expiration of the credit facility. If (1) the Board receives such expiration notice and the provider of such Credit Facility does not extend its expiration date, or (2) the Board receives notice of the termination of the Credit Facility, the Board shall (A) immediately provide a substitute credit facility that meets the requirements set forth in the foregoing sentence, or (B) replenish the Series Debt Service Reserve Account to the applicable Series Debt Service Reserve Requirement by making the deposits required in Section 7.06(d) hereof and/or, if applicable, initiating a draw on such Credit Facility.

If a disbursement is made pursuant to any Credit Facility, the Board shall either (a) replenish the applicable Series Debt Service Reserve Account to the applicable Series Debt Service Reserve Requirement by making the deposits required in Section 7.06(d) hereof, or (b) reinstate the maximum limits of such Credit Facility within twenty-four (24) months pursuant to the terms of the Credit Facility.

Amounts, if any, released from any Series Debt Service Reserve Account upon deposit to the credit of such Account of a Credit Facility shall, upon designation by an Authorized Officer

of the Board, accompanied by an Opinion of Bond Counsel that such use will not adversely affect the exclusion from gross income of interest on the respective Series of Bonds, be transferred by the Board of Liquidation (a) to the subaccount of the Principal Account with respect to such Series of Bonds and used to pay principal of or to redeem such Bonds, or (b) to the Board to be used to pay all or any portion of the Costs designated by the Board and approved by Bond Counsel.

SECTION 7.07. Redemption of Bonds. The Board of Liquidation shall have the authority to create a separate Account within the Debt Service Fund for each Series of Bonds, as necessary, into which it shall deposit (1) any moneys transferred from the Water System Fund for such purpose as directed by the Board, , and (2) any other moneys (other than proceeds of Bonds which are to be used to redeem Indebtedness) which may be available to the Board of Liquidation to redeem bonds in advance of maturity and which the Board has requested the Board of Liquidation to so use. The Board of Liquidation shall hold the amounts in any Account in the Debt Service Fund in trust solely for the benefit of the holders of the Bonds for which such Account was created and use such amounts to redeem such Bonds in advance of maturity; provided, however, that the Board of Liquidation may deposit any such amounts to an Escrow Trustee (as defined in Section 13.01) to be held in trust solely for the benefit of the holders of the Bonds for which such Account was created and used to redeem such Bonds in advance of maturity.

Notwithstanding the foregoing, if at any time the amount on deposit and available therefor in the Interest Account or Principal Account of the Debt Service Fund is insufficient to pay the principal of and interest on the Bonds then due, the Board of Liquidation shall withdraw from the any Account established to redeem Bonds (other than amounts held therein for the redemption of the Bonds for which (i) a notice of redemption shall have been given and/or (ii) Government Securities have been purchased with the effect of defeasing such Bonds pursuant to the terms of the Supplemental Resolution providing for the issuance of such Bonds) and deposit in the Debt Service Fund the amount necessary to meet the deficiency.

SECTION 7.08. Payments In Aid of Construction. The Board shall use any payments made to the Board by any persons as payment for constructing water, wastewater or stormwater facilities at the request of such persons, whether such payments are made prior to or after such construction, only to pay the cost of such construction. After completion of such construction, the Board may use any moneys remaining after such construction is completed to pay all or any portion of Costs designated by the Board and approved by Bond Counsel.

SECTION 7.09. Other Funds and Accounts. The Board may establish in each Supplemental Resolution such other funds and Accounts within funds as the Board may determine to be desirable.

SECTION 7.10. Pledge of Net Revenues and Certain Funds and Accounts. Net Revenues are hereby pledged equally and ratably to the payment of principal of and interest on all Senior Debt, subject only to the right of the Board and the Board of Liquidation to make application thereof to other purposes as provided herein. All funds created hereunder other than the Operating Fund shall be trust funds and are hereby pledged (except as provided in the next sentence hereof) equally and ratably to the payment of the principal of and interest on all Senior

Debt, subject only to the right of the Board or the Board of Liquidation to make application thereof to other purposes as provided herein. The lien and trust hereby created are for the benefit of the Holders of Senior Debt and for their additional security until all the Senior Debt has been paid; provided, however, that the Common Debt Service Reserve Secured Bonds or Separate Series Debt Service Reserve Secured Bonds shall only be secured by the account in the Debt Service Reserve Fund for Common Debt Service Reserve Secured Bonds or each Separate Series Account in the Debt Service Reserve Fund for Separate Series Debt Service Reserve Secured Bonds, and moneys in any account of the Debt Service Fund relating to a particular Senior Debt shall only secure such Senior Debt.

SECTION 7.11. Disposition of Balances in Funds after Payment of Indebtedness. After the principal of and premium, if any, and interest on all of the Indebtedness, any amounts required to be paid pursuant to the terms of this Resolution or any Supplemental Resolution and all expenses and charges herein required have been paid or provision therefor has been made, the Board of Liquidation shall pay to the Board any balance remaining in any fund then held by it.

SECTION 7.12. Acknowledgment of Board as Collection Agent for the City with Respect to Sanitation Charges. The Board, pursuant to a Cooperative Endeavor Agreement between the City and the Board, acts as collection agent for the City for certain sanitation charges which are identified as such on the billing statement (the "Sanitation CEA"). As of the date hereof, it is acknowledged that not all bills are paid in full. For all accounts processed and billed after January 1, 2014 for water rates and charges, sewer rates and charges, and sanitation charges, the Board is hereby authorized to account for such partial payments on a *pro rata* basis amongst the three billed amounts. Past due bills prior to January 1, 2014 shall be collected by the Board and paid to the City.

ARTICLE VIII

INVESTMENT OF FUNDS

SECTION 8.01. Investment of Funds.

(a) Any moneys held as part of any Fund or Account shall be invested or reinvested by the Board of Liquidation and by the Board at the direction of an Authorized Officer of the Board of Liquidation or the Board, as applicable, to the extent such investments are permitted by law in Permitted Investments. Prior to the filing of the certificate of completion related to improvements of the System which are financed with the proceeds of Bonds issued hereunder, all earnings on moneys held in the Construction Account shall be retained in such fund. Subsequent to the filing of the certificate of completion, the Board of Liquidation shall deposit any moneys remaining in a Construction Account in the Construction Fund to the related subaccount of the Interest Account of the Debt Service Fund. The investments shall have maturities consonant with the need for funds as estimated by the Board.

(b) Any moneys held as part of the Debt Service Fund and not immediately required for the purposes of such respective fund, shall be invested or reinvested by the Board of Liquidation in Government Obligations that mature not later than the next date on which Principal on any Bonds is due and payable. Earnings on moneys held in the Series Account in the Debt Service Fund shall be transferred to the related subaccount of the Interest Account of the Debt Service Fund.

(c) Any moneys held as part of the Revenue Fund, Operating Reserve Fund, Construction Fund, the Water System Fund and the Rate Stabilization Fund and not immediately required for the purposes of such respective Fund, as the case may be, shall be invested and reinvested by the Board in Permitted Investments.

(d) Any moneys held as part of the Debt Service Reserve Fund shall be invested or reinvested by the Board of Liquidation in Permitted Investments that mature not later than five years from the date of acquisition of the investment or the final maturity of the applicable Series of Bonds unless invested in Permitted Investments that allow for a par withdrawal within 24 hours of notice.

(e) Any moneys held as part of the Subordinate Debt Service Fund and Subordinate Debt Service Reserve Fund not immediately required for the purposes thereof, as the case may be, shall be invested or reinvested by the Board of Liquidation in Permitted Investments.

(f) In computing the amount in any fund or Account created by this Resolution, except for the Debt Service Reserve Fund, obligations purchased as an investment of moneys therein shall be valued at cost or fair market value thereof, whichever is lower, plus accrued interest. Investments in the Debt Service Reserve Fund shall be valued at least semiannually at the fair market value at least semiannually at the fair market value thereof plus accrued interest. Such valuations for each such fund or Account, other than the Debt Service Reserve Fund, shall be made by the party holding each such fund or Account at least annually not later than the end of each Fiscal Year and at such other times as the Board may deem appropriate.

(g) For the purposes of this Section, investment agreements shall be deemed to mature on the date on which amounts deposited thereunder may be withdrawn without penalty in accordance with the terms of such agreements.

The Board of Liquidation may sell or redeem any obligation in which moneys shall have been invested as provided in this Article to the extent necessary to provide cash in the respective funds or accounts, to make any payments required to be made therefrom or to facilitate the transfers of money between various Funds and Accounts as may be required or permitted from time to time pursuant to the provisions of this Article.

In computing the value of the assets of any fund or account established hereunder, investments and accrued interest thereon shall be deemed a part thereof

Notwithstanding provisions herein for transfer to or holding in particular Funds and Accounts amounts received or held by the Board and Board of Liquidation hereunder, for purposes of making, holding and disposing of investments, investments (except amounts held in any arbitrage rebate fund) in any and all Funds and Accounts created by this Resolution may be commingled (except amounts held in any arbitrage rebate fund), provided that, notwithstanding any such commingling, the Board and the Board of Liquidation shall at all times account for such investments in the Funds and Accounts to which they are credited and otherwise as provided in this Resolution.

The investments authorized by this Article shall at all times be subject to the provisions of applicable law, as amended from time to time. In the event that the Board and the Board of Liquidation, based upon an opinion of Bond Counsel, addressed to the Board and the Board of Liquidation, that it is necessary to restrict or limit the yield on the investment of any money or securities held in any fund in order to avoid the Bonds being considered "arbitrage bonds" within the meaning of section 148 of the Code, the Board and the Board of Liquidation shall take whatever action is necessary to properly restrict or limit the yield on the investment in accordance with such instructions.

ARTICLE IX

PARTICULAR COVENANTS

SECTION 9.01. Payment of Indebtedness; Limited Obligations. The Board and the Board of Liquidation shall promptly pay or cause to be paid when due the principal of (whether at maturity, by acceleration, call for redemption or otherwise) premium, if any, and interest on the Indebtedness at the places, on the dates and in the manner provided herein and in the Indebtedness according to the true intent and meaning thereof, provided, however, that such obligations are not general obligations of the Board but are limited obligations payable solely from Net Revenues, except to the extent payable from the proceeds of Indebtedness, the income, if any, derived from the investment thereof, certain reserves, proceeds of Credit Facilities, income from investments pursuant to this Resolution or proceeds of insurance, which Net Revenues and other moneys are hereby specifically pledged to such purposes in the manner and to the extent provided herein. The Indebtedness does not constitute a debt of the City of New Orleans, but is payable as to principal and interest solely from the Net Revenues pledged for that purpose.

SECTION 9.02. Limitations on Indebtedness. The Board shall not issue any bonds, notes or other obligations that shall be secured by a pledge of Net Revenues (a) senior to the pledge of Net Revenues securing the Senior Debt, (b) except in compliance with Section 4.03 or Section 4.04, on a parity with the pledge of Net Revenues securing the Senior Debt, or (c) except in compliance with Section 4.05, subordinate to the pledge of Net Revenues securing the Senior Debt. The Board shall not issue Bonds, Other Senior Parity Indebtedness or Subordinate Debt unless the Board complies with the provisions of Sections 4.03, 4.04 or 4.05, as applicable.

SECTION 9.03. Covenants and Representations of Board. The Board shall faithfully observe and perform all covenants, conditions and agreements on its part contained in this Resolution, in every issue of Indebtedness issued hereunder and in all proceedings of the Board pertaining thereto. The Board represents that it is duly authorized under the Act to issue the Indebtedness, to execute this Resolution, and to pledge Net Revenues in the manner and to the extent herein set forth. The Board covenants that it will take all action necessary for issuance of the Indebtedness and the execution of this Resolution, and that upon issuance the Indebtedness will be valid and enforceable obligations of the Board according to the import thereof.

SECTION 9.04. Covenants with Credit Banks, Insurers, etc. The Board may make such covenants and agreements in a Supplemental Resolution as it may determine to be appropriate with any insurer, credit bank or other financial institution that agrees to insure or to provide a Credit Facility. Such covenants and agreements may be set forth in the applicable Supplemental Resolution and shall be binding on the Board and all the holders of Indebtedness the same as if such covenants were set forth in full in this Resolution.

SECTION 9.05. Operation and Maintenance. The Board shall establish and enforce reasonable rules and regulations governing the use of and the services furnished by the System, shall maintain and operate the System in an efficient and economical manner, shall maintain the same in good repair and sound operating condition and shall make all necessary repairs, replacements and renewals. All compensation, salaries, fees and wages paid by the Board in

connection with the operation and maintenance of the System shall be reasonable. The Board shall observe and perform all of the terms and conditions contained in the Act, and comply with all valid acts, rules, regulations, orders and directions of any legislative, executive, administrative or judicial body applicable to the System or the Board.

SECTION 9.06. Free Service, Competing Service, Billing and Enforcement of Charges.

(a) The Board shall not permit connections to or use of the System or provide any services of the System without making a charge therefor in accordance with the Board's schedule of rates, fees and charges for the System other than those connections, use or services already in existence or as may be required by law; provided, however, the Board may accept proffers and other forms of payment in lieu of cash payments that the Board deems are in its best interest to accept, provided that such proffers do not cause a violation of the rate covenant set forth in Section 7.01.

(b) The Board shall not provide, grant any franchise to provide or give consent for anyone else to provide any services which would compete with the System unless the Board determines that such franchise or provision of services would provide services that the Board has determined are not in its best interest to provide and would not materially impair the interests of the holders of Indebtedness.

(c) The Board shall bill customers for the services of the System on a regular basis.

(d) If any rates, fees or other charges for the use of or for the services furnished by the System shall not be paid after the same shall become due and payable, the Board shall, to the extent permitted by applicable laws and regulations, disconnect the premises from the System or otherwise suspend service to such premises until such delinquent rates, fees or other charges and any interest, penalties or charges for reconnection of service to such delinquent customer shall have been paid in accordance with law, the policies of the Board, or a payment plan with respect to such amounts has become effective.

SECTION 9.07. Sale or Encumbrance of System

(a) Neither the System nor any integral part thereof shall be leased, sold, mortgaged or otherwise disposed of without an Qualified Independent Consultant's certification that such disposition will not have a negative impact on the overall viability of the System unless the proceeds of such disposition, together with any other legally available moneys, are sufficient to pay the principal of, premium, if any, and interest on all Indebtedness then Outstanding and the proceeds are used for such purpose. The Board shall have and hereby reserves the right, however, to sell, lease, or otherwise dispose of any of the property comprising a part of the System in the following manner, if any one of the following conditions exists: (i) such property is not necessary for the operation of the System; (ii) such property is not useful in the operation of the System; (iii) such property is not profitable in the operation of the System; or (iv) the disposition of such property will be advantageous to the System and will not adversely affect the security for the Bondholders. All proceeds of any such sale shall be deposited in the Water System Fund.

(b) Prior to the sale or lease of assets constituting in excess of 3% of the net assets on the Board's most recent audited balance sheet to an entity other than a political subdivision, the Board shall:

(i) obtain a written report of a Qualified Independent Consultant, describing the financial impact of any such sale or lease on the Revenues, Net Revenues, and balance sheet of the Board;

(ii) obtain a written report of a Qualified Independent Consultant, setting forth alternatives to the proposed sale or lease of such assets and comparing such alternatives to the proposal;

(iii) obtain an opinion of a Qualified Independent Consultant to the effect that such sale or lease will not, in the current or any future Fiscal Year, result in the Board not meeting the required Rate Covenant or that Rate Covenant will be less than 100% of the Annual Debt Service on all Indebtedness to be Outstanding after such sale or lease. In reaching its conclusion, the Qualified Independent Consultant shall take into consideration such factors affecting the Net Revenues of the Board as the Consultant may deem significant, including (A) anticipated diminution of Net Revenues, (B) anticipated increases or decreases in Operating Expenses whether or not attributable to such sale or lease, and (C) the reduction in the Annual Debt Service attributable to the application of the sale proceeds to the provision for payment of Indebtedness theretofore Outstanding; and

(iv) make a written determination, approved by the Board, that the proposed sale or lease is more beneficial than (a) not entering into such sale or lease and (b) entering into one of the alternatives reviewed and presented by a Qualified Independent Consultant.

Notwithstanding anything in this Resolution to the contrary, the Board may acquire items of personal property constituting part of the System under lease purchase agreements or similar financing arrangements entered into in the ordinary course of business which may be subject to purchase money security interests or other liens in an aggregate amount not to exceed five percent (5%) of the net amount of plant, property and equipment.

Notwithstanding the provisions of subsection (a) of this Section, the Board may sell, transfer or otherwise dispose of all or substantially all of the System for purposes of consolidating the System with or merging the System into one or more regional systems of which the Board is a participating member jurisdiction or consolidating and merging the sewer system of the Board and the System into one system if: (1) the successor entity assumes in writing all of the Indebtedness then Outstanding, (2) the successor entity covenants in writing to comply with the Rate Covenant, (3) the Board obtains an opinion of Bond Counsel, subject to the customary exceptions and qualifications, substantially to the effect that the assumption by the successor entity of all, of the Indebtedness then Outstanding shall not have an adverse effect on the tax-exempt status of the interest on any such Indebtedness the interest on which was excludable from gross income for purposes of Federal income taxation when issued, (4) an opinion of a Qualified Independent Consultant to the effect that such sale will not, in the current

or any future Fiscal Year, result in Net Revenues not meeting the required Rate Covenant or that Rate Covenant will be less than 100% of the Annual Debt Service on all Indebtedness to be Outstanding after such sale. In reaching its conclusion, the Qualified Independent Consultant shall take into consideration such factors as such Qualified Independent Consultant may deem significant, including (i) anticipated diminution of Net Revenues, (ii) anticipated increases or decreases in Operating Expenses whether or not attributable to such sale, and (iii) reduction in the Annual Debt Service attributable to the application of the sale proceeds to the provision for payment of Indebtedness theretofore Outstanding. Such sale may include a partial interest in a water facility owned or to be owned in whole or in part by the Board. All proceeds of any such sale shall be deposited in the (on a *pro rata* basis if funds are not sufficient to cause the Series Debt Service Reserve Requirement to be fully funded at the Common Debt Service Reserve Requirement or Separate Series Debt Service Reserve Requirement), and then the Water System Fund.

SECTION 9.08. Insurance. The Board shall continuously maintain insurance with recognized responsible commercial insurance companies against such risks and in such amounts as are customary for public bodies owning and operating similar systems, including (a) insurance against loss or damage to the System, (b) public liability insurance against liability for bodily injury, including death resulting therefrom, and for damage to property, including loss of use thereof, arising out of the ownership or operation of the System, and (c) workers' compensation insurance with respect to the System.

In lieu of insurance written by commercial insurance companies, and to the extent allowed by the laws of the State, the Board may maintain a program of self-insurance or participate in group risk financing programs, including sponsored insurance programs, risk pools, risk retention groups, purchasing groups and captive insurance companies, and in state or Federal insurance programs; provided, however, that the Board shall obtain and maintain on file a tri-annual favorable written opinion of a Qualified Independent Consultant that such alternative is reasonably acceptable with respect to the coverages under all the circumstances.

SECTION 9.09. Damage, Destruction, Condemnation and Loss of Title. If all or any part of the System is destroyed or damaged by fire or other casualty, condemned or lost by failure of title, the Board shall restore promptly the property destroyed or damaged to substantially the same condition as before such destruction, damage; condemnation or loss of title with such alterations and additions as the Board may determine and which will not impair the capacity or character of the System for the purpose for which it is then being used or is intended to be used. The Board shall apply so much as may be necessary of such Net Proceeds received on account of any such destruction, damage, condemnation or loss of title to payment of the cost of such restoration, either on completion or as the work progresses. If such Net Proceeds are not sufficient to pay in full the cost of such restoration, the Board shall pay so much of the cost as may be in excess of such Net Proceeds from any legally available moneys. Any balance of such Net Proceeds remaining after payment of the cost of such restoration shall be deposited in the Debt Service Fund to the extent needed to make any payments with respect to any Indebtedness, otherwise such monies shall be deposited in the Revenue Fund.

SECTION 9.10. Records and Accounts; Inspections and Reports. The Board shall keep proper books of records and accounts, separate from any of its other records and accounts,

showing complete and correct entries of an transactions relating to the System, and the Trustee shall have the right at all reasonable times to inspect the System and all records, accounts and data relating thereto. The Board shall also cause a certified audit of its records and accounts to be made in accordance with generally accepted accounting principles by an independent certified public accountant at the end of each Fiscal Year which shall reflect in reasonable detail the financial condition and results of operation of the System and whether the Board has complied with the Rate Covenant and such report shall be delivered to the Board of Liquidation.

SECTION 9.11. Capital Budget. The Board shall annually adopt a multi-year financial plan for capital expenses encompassing at least the forthcoming 5 fiscal years.

ARTICLE X

DEFAULTS AND REMEDIES

SECTION 10.01. Events of Default. Each of the following events shall be an Event of Default:

(a) Default in the due and punctual payment of the principal of or premium, if any, on any Bond (whether at maturity, call for redemption or otherwise);

(b) Default in the due and punctual payment of the interest on any Bond;

(c) Subject to the remedial provisions of Section 7.01, failure of the Board to observe and perform any of its other covenants, conditions or agreements under this Resolution or in the Bonds for a period of 60 days after written notice either from the Paying Agent or the Board of Liquidation or holders of not less than 25% in aggregate Principal Amount of Bonds then Outstanding (unless the Paying Agent, the Board of Liquidation or the holders agree in writing to an extension of such time prior to its expiration), specifying such failure and requesting that it be remedied, or in the case of any such default that cannot with due diligence be cured within such 60 day period, failure of the Board to proceed promptly to cure the same and thereafter prosecute the curing of such default with due diligence within 60 days thereafter.

(d) The failure of the Board to make any required payment with respect to any Other Senior Parity Indebtedness, and any period of grace with respect thereto shall have expired, or an event of default as defined in any mortgage, indenture, or instrument under which there may be issued, or by which there may be secured or evidenced any Other Senior Parity Indebtedness, shall occur, which event of default shall not have been waived by the holder of such mortgage, indenture or instrument; provided, however, that such default shall not constitute an Event of Default within the meaning of this Section if within 30 days, or within the time allowed for service of a responsive pleading if any proceeding to enforce payment of the Other Senior Parity Indebtedness is commenced, the Board in good faith shall commence proceedings to contest the obligation to pay or the existence of such Other Senior Parity Indebtedness.

(e) (1) Commencement by the Board of a voluntary case under the Federal bankruptcy laws, as now or hereafter constituted, or any other applicable Federal or state bankruptcy, insolvency or similar law, (2) consent by the Board to the appointment of a receiver, liquidator, assignee, trustee, custodian, sequestretor or other similar official for the Board, the System or any substantial part of the Board's property, or to the taking possession by any such official of the System or any substantial part of the Board's property, (3) making by the Board of any assignment for the benefit of creditors, or (4) taking corporate action by the Board in furtherance of any of the foregoing;

(f) The entry of any (1) decree or order for relief by a court having jurisdiction over the Board or its property in an involuntary case under the Federal bankruptcy laws, as now or hereafter constituted, or any other applicable Federal or state bankruptcy, insolvency or other law, (2) appointment of a receiver, liquidator, assignee, trustee, custodian, sequestrator or similar

official for the Board, the System or any substantial part of the Board's property, or (3) order for the termination or liquidation of the Board or its affairs; or

(g) Failure of the Board within 60 days after the commencement of any proceedings against it under the Federal bankruptcy laws, or any other applicable Federal or state bankruptcy, insolvency or similar law, to have such proceedings dismissed or stayed.

SECTION 10.02. Notice to Holders of Senior Debt of Certain Default. If the Board of Liquidation is required to draw moneys from the Debt Service Reserve Fund to pay principal or interest on the Bonds, then the Board of Liquidation shall cause to be posted on EMMA a Material Event Notice as provided in any continuing disclosure agreement designed to comply with Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

SECTION 10.03. Acceleration. Upon the occurrence and continuation of an Event of Default, either the Board of Liquidation (by notice in writing by the Board) or holders of not less than 25% in aggregate Principal Amount of Bonds then Outstanding (by notice in writing to the Board and the Board of Liquidation) may declare the entire unpaid principal of the Bonds due and payable and, thereupon, the entire unpaid principal of the Bonds shall forthwith become due and payable. Upon any such declaration the Board shall forthwith pay to the holders of the Bonds the entire unpaid principal of premium, if any, and accrued interest on the Bonds, but only from Net Revenues and other moneys herein specifically pledged for payments of Bondholders. If at any time after such a declaration and before the entry of a final judgment or decree in any suit, action or proceeding instituted on account of such default or before the completion of the enforcement of any other remedy under this Resolution, the principal of all Bonds that have matured or been called for redemption pursuant to any sinking fund provision and all arrears of interest have been paid and any other Events of Default which may have occurred have been remedied, then the Board of Liquidation may, by written notice to the Board, rescind or annul such declaration and its consequences. No such rescission or annulment shall extend to or affect any subsequent default or impair any right consequent thereon. Subordinate Debt may not be accelerated if any Senior Debt is outstanding.

SECTION 10.04. Proceedings Brought by the Board of Liquidation

(a) Whether or not a declaration shall be made by the Board of Liquidation or Bondholders pursuant to Section 10.01, if an Event of Default shall happen and shall not have been remedied, then and in every such case, the Board of Liquidation may proceed to protect and enforce its rights and the rights of the registered owners of the Bonds under this Resolution by a suit or suits in equity or at law, whether for the specific performance of any covenant herein contained, or in aid of the execution of any power herein granted, or for an accounting against the Board as if the Board were the trustee of an express trust, or for the enforcement of any other legal or equitable right as the Board of Liquidation, being advised by counsel, shall deem most effectual to enforce any of its rights or to perform any of its duties under this Resolution.

(b) Upon the occurrence of an Event of Default, by suit, action or proceedings in any court of competent jurisdiction, the Board of Liquidation shall be entitled to obtain the appointment of a receiver of the moneys, securities and funds then held by the Board in any fund or account under this Resolution and of the Revenues and the whole or any part of the System,

with all such powers as the court making such appointment shall confer. Such receiver may take possession of the System, operate and maintain it, and collect and receive the Revenues in the same manner as the Board itself might do, including, if necessary, the use of a lock box, and shall apply the same in accordance with the obligations of the Board. Notwithstanding the appointment of any receiver, the Board of Liquidation shall be entitled to retain possession and control of and to collect and receive income from, any moneys, securities and funds deposited or pledged with it under the resolution or agreed or provided to be delivered to or deposited or pledged with it under this Resolution.

(c) All rights of action under this Resolution may be enforced by the Board of Liquidation without the possession of any of the Bonds or the production thereof on the trial or other proceedings.

(d) The registered owners of a majority in Principal Amount of the Bonds Outstanding may direct the time, method and place of conducting any proceeding for any remedy available to the Board of Liquidation, provided that the Board of Liquidation shall have the right to decline to follow any such direction if the Board of Liquidation shall be advised by counsel that the action or proceeding so directed may not lawfully be taken, or if the Board of Liquidation in good faith shall determine that the action or proceeding so directed would involve the Board of Liquidation in personal liability or be unjustly prejudicial to the Bondholders not parties to such direction. The Board may only follow directions from the holders of Subordinate Debt if no Senior Debt is outstanding.

(e) Regardless of the happening of an Event of Default, the Board of Liquidation shall have power to, but unless requested in writing by the registered owners of a majority in Principal Amount of the Bonds then Outstanding and furnished with reasonable security and indemnity, shall be under no obligation to, institute and maintain such suits and proceedings as it may deem necessary or expedient to prevent any impairment of the security under this Resolution by any acts which may be unlawful or in violation of this Resolution, or necessary or expedient to preserve or protect its interests and the interests of the Bondholders.

(f) No remedy conferred by this Resolution upon or reserved to the Board of Liquidation and Bondholders is intended to be exclusive of any other remedy, but each such remedy shall be cumulative and shall be in addition to any other remedy given to the Board of Liquidation and holders of Bonds hereunder or now or hereafter existing at law, in equity or by statute.

No delay or omission to exercise any right or power accruing upon any default or Event of Default shall impair any such right or power or shall be construed to be a waiver of any such default or Event of Default or acquiescence therein, and every such right and power may be exercised from time to time and as often as may be deemed expedient.

No waiver of any default or Event of Default hereunder by the Board of Liquidation or Bondholders shall extend to or shall affect any subsequent default or Event of Default or shall impair any rights or remedies consequent thereon.

SECTION 10.05. Right of Bondholders to Direct Proceedings. Anything in this Resolution to the contrary notwithstanding, the holders of a majority in aggregate Principal Amount of Bonds then Outstanding shall have the right, at any time, by an instrument or instruments in writing executed and delivered to the Board of Liquidation, to direct the method and place of conducting all proceedings to be taken in connection with the enforcement of the terms and conditions of this Resolution or any other proceedings hereunder, provided, however, that such direction shall not be otherwise than in accordance with the provisions of law and of this Resolution.

No registered owner of any Bond shall have any right to institute any suit, action or proceeding at law or in equity for the enforcement of any provision of this Resolution or for any remedy under this Resolution, unless such registered owner shall have previously given to the Board of Liquidation written notice of the happening of any Event of Default and the registered owners of at least twenty-five percent (25%) in Principal Amount of Bonds then Outstanding shall have filed a written request with the Board of Liquidation, and shall have offered it reasonable opportunity, to exercise the powers granted in this Article in its own name, and unless such registered owners shall have offered to the Board of Liquidation adequate security and indemnity against the costs, expenses and liabilities to be incurred thereby, and the Board of Liquidation shall have refused to comply with such request within a reasonable time.

Nothing in this Resolution shall affect or impair the obligation of the Board to pay on the respective dates of maturity thereof the Principal Amount of and interest on the Bonds, or affect or impair the right of action of any registered owner to enforce the payment of his Bond.

SECTION 10.06. Application of Moneys. All moneys received by the Board of Liquidation pursuant to any right given or action taken under the provisions of this Article shall, after payment of the cost and expenses of the proceedings resulting in the collection of such moneys, the expenses, liabilities and advances incurred or made by the Board of Liquidation and the fees and the expenses of the Board of Liquidation in carrying out this Resolution, be deposited in the Debt Service Fund and applied as follows and for no other purpose:

(a) Unless the principal of all of Bonds shall have become due or shall have been declared due and payable, all such moneys shall be applied:

First – To the payment to the persons entitled thereto of all installments of interest then due on the Senior Debt, in the order of the maturity of the installments of such interest and, if the amount available shall not be sufficient to pay in full any particular installment, then to the payment ratably, according to the amounts due on such installment, to the persons entitled thereto, without any discrimination or preference except as to any difference in the respective rates of interest specified in the Senior Debt; and

Second – To the payment to the persons entitled thereto of the unpaid principal of and premium, if any, on any of the Senior Debt which shall have become due (other than Senior Debt called for redemption for the payment of which moneys are held pursuant to the provisions of this Resolution), in the order of their due dates, and, if the amount available shall not be sufficient to pay in full Senior Debt due on any particular date, and then to the payment of such principal and premium, if any, ratably, according to the

amount of such principal due on such date, to the persons entitled thereto, without any discrimination or preference.

(b) If the principal of all the Bonds shall have become due or shall have been declared due and payable, all such moneys shall be applied to the payment of the principal and interest then due and unpaid on the Senior Debt, including, to the extent permitted by law, interest on overdue installments of interest, without preference or priority of principal over interest or of interest over principal, or of any installment of interest over any other installment of interest, or of any Senior Debt over any other Senior Debt, ratably, according to the amounts due respectively for principal and interest, to the persons entitled thereto, without any discrimination or preference except as to any difference in the respective rates of interest specified in the Senior Debt.

(c) If the principal of all the Bonds shall have been declared due and payable and if such declaration shall thereafter have been rescinded and annulled under the provisions of this Article, then, subject to the provisions of subsection (b) of this Section in the event that the principal of all the Senior Debt shall later become due or be declared due and payable, the moneys shall be applied in accordance with the provisions of subsection (a) of this Section.

Whenever moneys are to be applied pursuant to the provisions of this Section, such moneys shall be applied at such times and from time to time as the Board of Liquidation shall determine, having due regard to the amount of such moneys available for application and the likelihood of additional moneys becoming available for such application in the future. Whenever the Board of Liquidation shall apply such moneys, it shall fix the date (which shall be an interest payment date unless it shall deem another date more suitable) on which such application is to be made and on such date interest on the amounts of principal to be paid and on such dates shall cease to accrue. The Board of Liquidation shall give such notice as it may deem appropriate of the deposit with it of any such moneys and of the fixing of any such date.

Whenever there are moneys remaining after application to the Debt Service Fund for the payment of Senior Debt, the Board of Liquidation shall apply such remaining moneys, allocated in a similar manner as provided above, to the payment of Subordinate Debt and thereafter to the CEA GO Zone Indebtedness and the DPW Payments.

Whenever the principal of and premium, if any, and interest on all Indebtedness have been paid under the provisions of this Section, all payments required by the terms of any Supplemental Resolution have been paid and all expenses and charges of the Board of Liquidation have been paid, any balance remaining in the several funds created by this Resolution shall be paid to the Board as provided in Section 7.10.

SECTION 10.07. Remedies Vested in Board of Liquidation. All rights of action (including the right to file proof of claims) under this Resolution or under any of the Bonds may be enforced by the Board of Liquidation without the possession of any of the Bonds or the production thereof in any trial or other proceeding relating thereto and any such suit or proceeding instituted by the Board of Liquidation may be brought in its name without the necessity of joining as plaintiffs or defendants any Bondholders, and any recovery of judgment shall be for the equal benefit of the Bondholders.

SECTION 10.08. Limitation on Suits. Except to enforce the rights given under Sections 10.04 and 10.05, no Bondholder shall have any right to institute any action, suit or proceeding at law or in equity for the enforcement of this Resolution or for the execution of any trust thereof or any other remedy hereunder, unless (a) a default has occurred and is continuing of which the Board of Liquidation has been notified as provided in Section 10.03, or of which by such Section it is deemed to have notice, (b) such default has become an Event of Default and the holders of 25% in aggregate Principal Amount of Bonds then Outstanding have made written request to the Board of Liquidation and offered it reasonable opportunity either to proceed to exercise the powers hereinbefore granted or to institute such action, suit or proceeding in its own name, (c) such requesting Bondholders have offered to the Board of Liquidation indemnity as provided herein, (d) the Board of Liquidation has thereafter failed or refused to exercise the powers hereinbefore granted, or to institute such action, suit or proceeding in its, own name, (e) no direction inconsistent with such written request has been given to the Board of Liquidation by the holders of a majority in aggregate Principal Amount of Bonds then Outstanding, and (f) notice of such action, suit or proceeding is given to the Board of Liquidation; it being understood and intended that no one or more holders of the Bonds shall have any right in any manner whatsoever to affect, disturb or prejudice this Resolution by its or their action or to enforce any rights hereunder except in the manner herein provided, and that all proceedings at law or in equity shall be instituted and maintained in the manner herein provided and for the equal benefit of the holders of all Bonds then Outstanding. The notification, request and offer of indemnity set forth above, at the option of the Board of Liquidation, shall be conditions precedent to the execution of the powers and trusts of this Resolution and to any action or cause of action for the enforcement of this Resolution or for any other remedy hereunder.

SECTION 10.09. Termination of Proceedings. In case the Board of Liquidation shall have proceeded to enforce any right under this Resolution and such proceedings shall have been discontinued or abandoned for any reason or shall have been determined adversely to the Board of Liquidation, then and in every such case the Board and the Board of Liquidation shall be restored to their former positions and rights hereunder, and all rights, remedies and powers of the Board of Liquidation shall continue as if no such proceedings had been taken.

SECTION 10.10. Waivers of Events of Default. The Board of Liquidation may in its discretion waive any Event of Default hereunder or any action taken pursuant to any Event of Default and rescind any acceleration of maturity of principal of and interest on the Bonds, and shall do so at the request of the holders of (a) a Majority in aggregate Principal Amount of Bonds then Outstanding in respect of which default in the payment of principal and/or premium, if any, and/or interest exists, or (b) a majority in aggregate Principal Amount of Bonds then Outstanding in the case of any other default; provided, however, that

(a) there shall not be waived without the consent of the holders of all Bonds then Outstanding (A) any Event of Default in the payment of the principal of any Outstanding Bonds (whether at maturity or by sinking fund redemption), or (B) any default in the payment when due of the interest on any such Bonds unless, prior to such waiver or rescission,

(i) there shall have been paid or provided for all arrears of interest with interest, to the extent permitted by law, at the rate borne by the Bonds on overdue installments of interest, all arrears of principal and premium, if any, and all expenses of the Board of Liquidation in connection with such default, and

(ii) in case of any such waiver or rescission or in the case of any discontinuance, abandonment or adverse determination of any proceeding taken by the Board of Liquidation on account of any such default, the Board, the Board of Liquidation, and the holders of Bonds shall be restored to their former positions and rights hereunder respectively; and

(b) no acceleration of maturity under Section 10.03 made at the request of the holders of 25% in aggregate Principal Amount of Bonds then Outstanding shall be rescinded unless requested by the holders of at least 25% in aggregate Principal Amount of Bonds then Outstanding.

(c) any such waiver and/or rescission shall only be effective with respect to the Bonds if the holders of Other Senior Parity Indebtedness shall have waived any event of default related to such Other Senior Parity Indebtedness or any action taken pursuant to such event of default and/or rescinded any declaration of maturity of principal of and interest on the Other Senior Parity Indebtedness.

No such waiver or rescission relating to the Bonds shall extend to any subsequent or other default or impair any right consequent thereon.

SECTION 10.11. Unconditional Right to Receive Principal, Premium and Interest. Nothing in this Resolution shall, however, affect or impair the right of the Board of Liquidation or any Bondholder to enforce, by action at law, payment of the principal of, premium, if any, or interest on any Bond at and after the maturity thereof, or on the date fixed for redemption or upon the same being declared due prior to maturity as herein provided, or the obligation of the Board to pay the principal of, premium, if any, and interest on each of the Bonds issued hereunder to the respective holders thereof at the time and place, from the source and in the manner herein and in the Bonds expressed.

ARTICLE XI

SUPPLEMENTAL RESOLUTIONS

SECTION 11.01. Supplemental Resolutions Not Requiring Consent of Holders of Bonds. The Board may at any time and from time to time, adopt a resolution supplementing the Resolution for any one or more of the following purposes, which resolution, upon the approval by and the filing with the Board of Liquidation in accordance with Section 11.03 of a copy thereof certified by an Authorized Officer of the Board, shall be fully effective in accordance with its terms:

- (a) To cure any ambiguity, formal defect or omission in this Resolution;
- (b) To grant to or confer upon the Bondholders any additional rights, remedies, powers or authority that may lawfully be granted to or conferred on the Bondholders;
- (c) To add to the covenants and agreements of the Board in this Resolution other covenants and agreements to be observed by the Board;
- (d) To modify, amend or supplement this Resolution in such manner as required to permit the Board to comply with the provisions of the Code relating to the rebate to the United States of America of earnings derived from the investment of the proceeds of Bonds, provided that such modification, amendment or supplement does not materially adversely affect the holders of all Outstanding Bonds;
- (e) To modify, amend or supplement this Resolution in such manner as may be required by a Rating Agency to maintain or enhance its rating on the Senior Debt, provided that such modification, amendment or supplement does not materially adversely affect the holders of all Outstanding Bonds;
- (f) To modify, amend or supplement this Resolution to implement any covenants or agreements contemplated by Section 9.04;
- (g) To authorize the issuance of and to secure one or more issues of Indebtedness pursuant to Article IV;
- (h) To amend any agreement with a securities depository relating to a book-entry system to be maintained with respect to any Bonds; and
- (i) To modify, amend or supplement this Resolution in any manner that the Trustee concludes is not materially adverse to the holders of all Outstanding Bonds.

SECTION 11.02. Supplemental Resolutions Requiring Consent of Bondholders. Exclusive of Supplemental Resolutions authorized by Section 11.01 and subject to the terms and provisions contained in this Section, the holders of not less than a majority in aggregate Principal Amount of Outstanding Bonds shall have the right from time to time, notwithstanding anything in this Resolution to the contrary, to consent to the adoption by the Board of such other resolution or resolutions supplemental hereto as shall be deemed necessary or desirable by the

Board for the purpose of modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained in this Resolution and any Supplemental Resolutions; provided, however, that nothing in this Resolution shall permit, or be construed as permitting, (a) an extension of the maturity of the principal of or the interest on any Bonds, (b) a privilege or priority of any Senior Debt over any other Senior Debt, (c) a reduction in the aggregate Principal Amount of Bonds required for consent to such Supplemental Resolutions, (d) a reduction in the Principal Amount of or premium, if any, on any Bonds or the rate of interest thereon, or (e) an extension of time or a reduction in amount of any payment required by any sinking fund that may be applicable to any Bonds, without the consent of the holders of all of the Outstanding Bonds; provided, however that there shall be no modification of the Net Revenue pledge which secures the Other Senior Parity Indebtedness nor of the Net Revenue pledge which secures the Subordinate Debt, if such respective modification would adversely affect the interests of the holders of such debt.

If at any time the Board determine to adopt a Supplemental Resolution as described in this Section 11.02, the Board of Liquidation shall cause notice of the proposed adoption of such Supplemental Resolution to be sent by registered or certified mail to the registered owner of each Bond at his address as it appears on the registration books. Such notice shall briefly set forth the nature of the proposed Supplemental Resolution and shall state that a copy thereof is on file at the corporate trust office of the Trustee for inspection by all Bondholders. If within 90 days or such longer period as shall be prescribed by the Board following the giving of such notice, the holders of not less than a majority in aggregate Principal Amount of Outstanding Bonds, or in the case of (a) through (e) above, the holders of all Outstanding Bonds, shall have consented to and approved the execution thereof as herein provided, no holder of any Bond shall have any right to object to any of the terms and provisions contained therein, or the operation hereof, or in any manner to question the propriety thereof, or to enjoin or restrain the Board from adopting such Supplemental Resolution or from taking any action pursuant to the provisions thereof. Upon the adoption of any such Supplemental Resolution as in this Section permitted and provided, this Resolution shall be and be deemed to be modified and amended in accordance therewith.

Bonds owned or held by or for the account of the Board shall not be deemed Outstanding for the purpose of consent or any calculation of Outstanding Bonds provided for in this Resolution. At the time of any such calculation, the Board shall furnish the Board of Liquidation a certificate of an Authorized Officer of the Board upon which the Board of Liquidation may rely, describing all Bonds so to be excluded.

Notwithstanding anything in this Resolution to the contrary; the Board may enter into any Supplemental Resolution upon receipt of the consent of the holders of all Outstanding Bonds.

SECTION 11.03. Adoption and Filing of Supplemental Resolutions. Any resolution of the Board referred to and permitted or authorized by this Article XI may be adopted by the Board without the consent of any of the Bondholders, but shall become effective only on the conditions to the extent and at the time provided in this Article. Every such resolution so becoming effective shall thereupon form a part of the Resolution. Any such resolution when filed with the Board of Liquidation shall be accompanied by a Counsel's Opinion to the effect that such Resolution has been duly and lawfully adopted by the Board, in accordance with the provisions of the

Resolutions, is authorized or permitted by the Resolution, and constitutes the lawful and binding obligation of the Board in accordance with its terms.

ARTICLE XII

TRUSTEE; PAYING AGENT

SECTION 12.01. Trustee.

(a) Upon the occurring of (i) the Board of Liquidation's refusal to accept its fiduciary duties hereunder, or (ii) the abolishment of the Board of Liquidation without the establishment of a successor in function, a Trustee shall be appointed in the Supplemental Resolution adopted by the Board and said Trustee shall thereafter assume the duties of the Board hereunder.

(b) The Trustee shall be a bank or trust company organized under the laws of the State, or a national banking association doing business in Louisiana, having a capital and surplus aggregating at least fifty million dollars (\$50,000,000), if there be such a bank or trust company or national banking association willing and able to accept the office on reasonable and customary terms and authorized by law to perform all duties imposed upon it by the Resolution.

SECTION 12.02. Paying Agent.

(a) The Paying Agent for the Bonds of any Series authorized by the Resolution shall be the Paying Agent selected by the Board of Liquidation to serve as its Paying Agent. Each Paying Agent shall be a bank or trust company or national banking association having a capital and surplus aggregating at least fifty million dollars (\$50,000,000), if there be such a bank or trust company or national banking association willing and able to accept the office on reasonable and customary terms and authorized by law to perform all the duties imposed upon it by the Resolution. Each Paying Agent shall signify its acceptance of the duties and obligations imposed upon it by the Resolution by executing and delivering to the Board of Liquidation a written acceptance thereof.

(b) In addition to the other obligations imposed on the Paying Agent hereunder, or under the applicable Supplemental Resolution, the Paying Agent shall agree with respect to its related Series of Bonds to:

(i) hold all Bonds delivered to it for purchase trust for the benefit of the registered owners thereof until moneys representing the purchase price of such Bonds shall have been delivered to or for the account of or to the order of such Bondholders;

(ii) hold all moneys representing the purchase price of Bonds in trust for the benefit of the persons entitled to receive the payment of such purchase price;

(iii) keep such books and records as shall be consistent with prudent industry practice and make such books and records available for inspection by the Board and the Board of Liquidation at all reasonable times;

(iv) maintain the Register and transfer and exchange Bonds; and

(v) deliver to the Board and the Board of Liquidation upon request a list of the names and addresses of the registered owners of the Bonds.

(c) If at any time the Paying Agent is unable or unwilling to act as Paying Agent, the Paying Agent may resign, upon 30 days' prior written notice to the Board and the Board of Liquidation. Such resignation shall become effective upon the date specified in such notice, unless a successor Paying Agent have not been appointed, in which case such resignation shall become effective upon the appointment of such successor. The Paying Agent may be removed at any time by the Board of Liquidation by written notice signed by the Board of Liquidation delivered to the Board, each Bondholder and the Paying Agent. The Board of Liquidation shall promptly certify to the Board that it has mailed such notice and such certificate will be conclusive evidence that such notice was given in the manner required hereby. Upon resignation or removal of the Paying Agent, the Board of Liquidation shall appoint a successor Paying Agent which is a bank or trust company which. meets the requirements of subsection (a) above. The Board of Liquidation shall notify each Bondholder of the related Series of Bonds of the appointment of such successor. Upon the resignation or removal of the Paying Agent, the Paying Agent shall pay over, assign and deliver any moneys and Bonds held by it in trust pursuant to this Section 12.02 to its successor.

(d) The Board may appoint in the applicable Supplemental Resolution a Co-Paying Agent for the Bonds of any Series for purposes of paying the principal on such Bonds or effecting transfers and exchanges, subject to the provisions above and those set forth in the applicable Supplemental Resolution.

SECTION 12.03. Trustee Acceptance of Trusts and Obligations. The following provisions are applicable only if a Trustee shall be appointed hereunder.

Any Trustee so appointed hereunder shall, in writing, accept the trusts and obligations imposed upon it by this Resolution and agrees to perform such trusts and obligations, but only upon and subject to the following express terms and conditions and no implied covenants or obligations shall be read into this Resolution against the Trustee:

(a) The Trustee, prior to the occurrence of as Event of Default and after the curing of all Events of Default which may have occurred, undertakes to perform such duties and only such duties.as are specifically set forth in this Resolution. Upon the occurrence and continuation of an Event of Default (which has not been cured or waived), the Trustee shall exercise such of the rights and powers vested in it by this Resolution and use the same degree of care and skill in its exercise as a prudent man ordinarily would exercise and use under the circumstances in the conduct of his own affairs.

(b) The Trustee may execute any of the trusts or powers hereof and perform any of its duties by or through attorneys, agents, receivers or employees but shall be answerable for the conduct of the same in accordance with the standard specified above, and shall be entitled to act upon the opinion or advice of its counsel concerting all matters of trust hereof and the duties hereunder, and may in all cases pay reasonable compensation to all such attorneys, agents, receivers and employees as may reasonably be employed in connection with the trust hereof. The Trustee may act on a Counsel's Opinion and shall not be responsible for any loss or damage resulting from any action or nonaction by it taken or omitted to be taken in good faith and in reliance on such Counsel's Opinion.

(c) The Trustee shall not be responsible for any recital herein or in the Bonds (except in respect to the certificate of the Trustee endorsed on the Bonds) or for the recording, re-recording, filing or re-filing of any financing or continuation statement or any other document or instrument, or for insuring the System, collecting any insurance moneys, or for the validity of the execution by the Board of this Resolution or for any supplements thereto or instruments of further assurance, or for the sufficiency of the security for the Bonds issued hereunder or intended to be secured hereby, and the Trustee shall not be bound to ascertain or inquire as to the observance or performance of any covenants, conditions or agreements on the part of the Board except as hereinafter set forth. The Trustee shall not be responsible or liable for any loss suffered in connection with any investment of moneys made by it in accordance with Section 8.02.

(d) The Trustee shall not be accountable for the use of any Bonds authenticated or delivered hereunder. The bank or trust company acting as Trustee and its directors, officers, employees or agents may in good faith buy, sell, own, hold and deal in the Bonds and may join in any action which any holder of Bonds may be entitled to take with like effect as if such bank or trust company were not the Trustee. To the extent permitted by law, such bank or trust company may also receive tenders and purchase in good faith Bonds from itself including any department, affiliate or subsidiary, with like effect as if it were not the Trustee.

(e) The Trustee shall be protected in acting on any notice, request, consent, certificate, order, affidavit, letter, telegram or other paper or document reasonably believed by it to be genuine and correct and to have been signed or sent by the proper person or persons. Any action taken by the Trustee pursuant to this Resolution on the request or authority or consent of any person who at the time of making such request or giving such authority or consent is the owner of any Bonds shall be conclusive and binding upon all future owners of the same Bonds and upon Bonds issued in exchange therefor or in place thereof.

(f) As to the existence or non-existence of any fact or as to the sufficiency or validity of any instrument, paper or proceeding, the Trustee shall be entitled to rely on a certificate signed on behalf of the Board by an Authorized Officer, or such other person or persons as may be designated for such purposes by resolution of the Board, as sufficient evidence of the facts therein contained, and prior to the occurrence of a default of which the Trustee has been notified as provided in subsection (h) of this Section, or of which by said subsection it is deemed to have notice, may also accept a similar certificate to the effect that any particular dealing, transaction or action is necessary or expedient, but may at its discretion secure such further evidence deemed necessary or advisable, but shall in no case be bound to secure the same. The Trustee may accept a certificate of an Authorized of the Board to the effect that a resolution in the form therein set forth has been adopted by the Board as conclusive evidence that such resolution has been duly adopted and is in full force and effect.

(g) The permissive right of the Trustee to do things enumerated in this Resolution shall not be construed as a duty, and the Trustee shall not be answerable for other than its negligence or willful default.

(h) The Trustee shall not be required to take notice or be deemed to have notice of any default hereunder, except failure by the Board to cause to be made any of the payments to the Trustee required to be made by Article VII or failure by the Board to file with the Trustee

any document required by this Resolution to be so filed, unless the Trustee shall be notified of such default by the Board or by the holders of 25% in aggregate Principal Amount of Bonds then outstanding.

(i) At any and all reasonable times the Trustee and its duly authorized agents, attorneys, experts, engineers, accountants and representatives shall have the right, but shall not be required, to inspect the System and all books, papers and records of the Board pertaining to the System and the Bonds, and to make such memoranda from and in regard thereto as may be desired.

(j) The Trustee shall not be required to give any bond or surety with respect to the execution of its rights and obligations hereunder.

(k) Notwithstanding any other provision of this Resolution, the Trustee shall have the right, but shall not be required, to demand, as a condition of any action by the Trustee in respect of the authentication of any Bonds, the withdrawal of any cash, the release of any property, or any action whatsoever within the purview of this Resolution, any showings, certificates, opinions, appraisals or other information, or corporate action or evidence thereof; in addition to that required by the terms hereof.

(l) Before taking any action under this Resolution the Trustee may require that satisfactory indemnity be furnished to it for the reimbursement of all expenses to which it may be put and to protect it against all liability by reason of any action so taken, except liability which is adjudicated to have resulted from its negligence or willful default

(m) All moneys received by the Trustee shall, until used or applied or invested as herein provided, be held in trust in the manner and for the purposes for which they were received but need not be segregated from other moneys except to the extent required by this Resolution or law. The Trustee shall not be under any liability for interest on any moneys received hereunder except such as may be agreed upon.

SECTION 12.04. Fees, Charges and Expense of Trustee. The Trustee shall be entitled to payment of and reimbursement for reasonable fees for its services and all expenses reasonably incurred by it hereunder, including the reasonable fees and disbursements of its counsel.

SECTION 12.05. Notice Required of Trustee. If the Board or the Board of Liquidation shall fail to collect and deposit Net Revenues to the Debt Service Fund and Debt Service Reserve Fund as provided in Article VII, the Trustee shall give notice thereof by telephone or telegram to the Board on the next succeeding Business Day and shall confirm such notice in writing by first class registered or certified mail. In the event of (a) the continuance for 30 days of any such failure to make payment, or (b) notification to the Trustee by the holders of 25% in aggregate Principal Amount of the Bonds then Outstanding of any default hereunder, then the Trustee shall give notice thereof to the Bondholders then Outstanding.

SECTION 12.06. Intervention by Trustee. In any judicial proceeding to which the Board is a party and which in the opinion of the Trustee has a substantial bearing on the interests of the Bondholders, the Trustee may intervene on behalf of the Bondholders and, subject to Section

12.03(1), shall do so if requested by the holders of 25% in aggregate Principal Amount of Bonds then outstanding.

SECTION 12.07. Merger or Consolidation of Trustee. Any corporation or association into which the Trustee may be converted or merged, or with which it may be consolidated, or to which it may sell or transfer its corporate trust business and assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party shall be and become successor Trustee hereunder and vested with all the trusts, powers, discretion, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of any of the parties hereto, provided, however, that so long as no Event of Default has occurred and is continuing, the Board shall have the right to appoint a successor Trustee other than corporation or association that results from such conversion, sale, merger, consolidation or transfer.

SECTION 12.08. Resignation by Trustee. The Trustee may at any time resign from the trusts hereby created by giving 30 days' notice to the Board of Liquidation, provided that such resignation shall not take effect until the appointment of a successor or temporary Trustee by the Bondholders, the Board of Liquidation or a court of competent jurisdiction.

SECTION 12.09. Removal of Trustee. The Trustee may be removed at any time (a) by an instrument or concurrent instruments in writing delivered to the Trustee and the Board of Liquidation, and signed by the owners of a majority in aggregate Principal Amount of Bonds then Outstanding, or (b) by the Board of Liquidation by notice in writing given by an Authorized Officer of the Board of Liquidation to the Trustee 30 days before the removal date; provided, however, that the Board shall have no right to remove the Trustee during any time when an Event of Default has occurred or is continuing or when an event has occurred and is continuing or condition exists that with the giving of notice or the passage of time, or both, would be an Event of Default. The removed Trustee shall return to the Board of Liquidation the amount of the Trustee's annual fee allocable to the portion of the current year remaining after the removal date. Notwithstanding the foregoing, nothing contained in this Resolution shall relieve the Board of Liquidation of its obligation to pay the Trustee's fees and expenses incurred to the date of such removal. Such removal shall take effect upon the appointment of a successor Trustee or the earlier appointment of a temporary Trustee by the Bondholders, the Board of Liquidation or a court of competent jurisdiction.

SECTION 12.10. Appointment of Successor Trustee by Bondholders; Temporary Trustee. In case the Trustee hereunder shall resign, be removed, be dissolved, be in course of dissolution or liquidation or otherwise become incapable of acting hereunder, or in case it shall be taken under the control of any public officer or officers or of a receiver appointed by a court, a successor may be appointed by the owners of a majority in aggregate Principal Amount of Bonds then outstanding, by an instrument or concurrent instruments in writing signed by such owners; provided, however, that in case of such vacancy the Board, by an instrument signed by an Authorized Officer, may appoint a temporary Trustee to fill such vacancy until a successor Trustee shall be appointed by the bondholders in the manner provided above; and any such temporary Trustee so appointed by the Board shall immediately and without further act be superseded by the Trustee so appointed by such bondholders. Every such Trustee appointed

pursuant to this section shall be, if there be such an institution willing, qualified and able to accept the trust upon reasonable or customary terms, a bank or trust company having a combined capital, surplus and undivided profits of not less than \$50,000,000.

SECTION 12.11. Concerning any Successor Trustee. Every successor Trustee appointed hereunder shall execute, acknowledge and deliver to its predecessor and also to the Board an instrument in writing accepting such appointment hereunder, and thereupon such successor, without any further act, deed of conveyance, shall become fully vested with all the properties, rights, powers, trusts, duties and obligations of its predecessor; but such predecessor shall, nevertheless, on the request of the Board, execute and deliver an instrument transferring to such successor Trustee all the properties, rights, powers and trusts of such predecessor hereunder, and every predecessor Trustee shall deliver all securities and moneys held by it as Trustee hereunder to its successor. Should any instrument in writing from the Board be required by any successor Trustee for more fully and certainly vesting in such successor the properties, rights, powers and duties hereby vested or intended to be vested in the predecessor, any and all such instruments in writing shall, on request, be executed, acknowledged and delivered by the Board.

SECTION 12.12. Trustee Protected in Relying on Resolutions, etc. The resolutions, opinions, certificates and other instruments provided for in this Resolution may be accepted by the Trustee as conclusive evidence of the facts and conclusions stated therein and shall be full warrant, protection and authority to the Trustee for the release of property and the withdrawal of cash hereunder or the taking of any other action by the Trustee as provided hereunder.

SECTION 12.13. Successor Trustee as Custodian of Funds. In the event of a change in the office of Trustee, the predecessor Trustee which has resigned or been removed shall cease to be custodian of the funds created hereunder, and the successor Trustee shall become such custodian.

ARTICLE XIII

DISCHARGE OF RESOLUTION

SECTION 13.01. Discharge of Resolution. If (a) (1) all Bonds and Subordinate Debt issued hereunder shall have become due and payable in accordance with their terms or otherwise as provided in this Resolution or have been duly called for redemption or irrevocable instructions to call the Bonds or Subordinate Debt issued hereunder to pay them at maturity have been given by the Board of Liquidation to an escrow trustee meeting the requirements of Trustee (the "Escrow Trustee"), and (2) the Escrow Trustee holds for such purpose noncallable Government Obligations or other securities legally sufficient to defease Bonds pursuant to Chapter 14 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, the principal of and the interest on which, as verified by a licensed independent certified public accountant reasonably acceptable to the Escrow Trustee and the Board of Liquidation, at maturity will be sufficient (without reinvestment) (A) to redeem in accordance with the relevant Section hereof or of the Supplemental Resolution all Bonds or Subordinate Debt issued hereunder that have been called for redemption, or for which irrevocable instructions for call for redemption have been given, on the date set for such redemption, (B) to pay at maturity all Bonds or Subordinate Debt issued hereunder not irrevocably called for redemption, (C) to pay interest accruing on all Bonds or Subordinate Debt issued hereunder prior to its redemption or payment at maturity, (D) to make all payments required by the terms of any Supplemental Resolution, and (E) to pay the fees and expenses of any Fiduciary and any other fees and expenses for which the Board is responsible under this Resolution, including the costs and expenses of canceling and discharging this Resolution, and (b) the Escrow Trustee shall have received notification from the holders of all other Indebtedness that such Indebtedness has been paid, or payment has been provided for such Indebtedness, in accordance with the documents related thereto, then the Board of Liquidation shall, at the expense of the Board, cancel and discharge this Resolution and execute and deliver to the Board such instruments in writing as shall be necessary to cancel the lien hereof, and assign and deliver to the Board any property at the time subject to this Resolution that may then be in its possession, except moneys or securities in which such moneys are invested which are held by the Escrow Trustee for the payment of principal, or premium, if any, or interest on the Bonds and Subordinate Debt issued hereunder.

Bonds for the payment or redemption of which cash or noncallable Government Obligations or other securities legally sufficient to defease Bonds pursuant to Chapter 14 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, the principal of and premium, if any, and interest on which will be sufficient therefor, as determined by the Escrow Trustee in reliance on a report of a licensed independent certified public accountant, shall have been deposited with the Escrow Trustee (whether upon or prior to the date of their maturity or their redemption date) shall be deemed to be paid and no longer Outstanding; provided, however, that if such Bonds are to be redeemed prior to the maturity thereof, notice of such redemption shall have been duly given or arrangements satisfactory to the Escrow Trustee shall have been made for the giving thereof.

For purposes of determining whether any Outstanding Variable Rate Indebtedness is deemed paid and discharged pursuant to this Article XIII, such Variable Rate Indebtedness shall

be deemed to bear interest at the maximum rate of interest such Variable Rate Indebtedness may bear pursuant to the applicable Supplemental Resolution.

This Resolution may be discharged in full even if the CEA GO Zone Indebtedness or DPW Payments have not been paid in full.

ARTICLE XIV

MISCELLANEOUS

SECTION 14.01. Consents, etc., of Bondholders. Any consent, request, direction, approval, objection or other instrument (collectively, a "Consent") required by this Resolution to be executed by the Bondholders may be in any number of concurrent writings of similar tenor and may be executed by such Bondholders in person or by agent appointed in writing. Proof of the execution of a Consent or of the writing appointing any such agent shall be sufficient for any of the purposes of this Resolution and shall be conclusive in favor of the Board with regard to any action taken under the Consent if the fact and date of the execution by any person of any such writing is proved by a certificate of any officer in any jurisdiction who by law has power to take acknowledgments within such jurisdiction that the person signing such writing acknowledged before him the execution thereof; or by affidavit of any witness to such execution.

SECTION 14.02. Limitation of Rights. With the exception of rights herein expressly conferred, nothing expressed or mentioned in or to be implied from this Resolution Or the Bonds is intended or shall be construed to give to any person other than the parties hereto and the holders of the Bonds any legal or equitable right, remedy or claim, under or in respect to this Resolution or any covenants, conditions and agreements herein contained since this Resolution and all of the covenants, conditions and agreements hereof are intended to be and is for the sole and exclusive benefit of the parties hereto and the holders of the Bonds as herein provided.

SECTION 14.03. Limitation of Liability of Members of the Board, etc. No covenant, agreement or obligation contained herein shall be deemed to be a covenant, agreement or obligation of any present or future member of the Board or officer; employee or agent of the Board in his or her individual capacity, and neither the members of the Board nor any officer of the Board executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof. No member of the Board or officer, employee, agent or advisor of the Board shall incur any personal liability with respect to any other action taken by him pursuant to this Resolution, provided such member, officer, employee, agent or advisor acts in good faith.

SECTION 14.04. Severability. If any provision of this Resolution shall be held invalid by any court of competent jurisdiction, such holding shall not invalidate any other provision hereof and this Resolution shall be construed and enforced as if such illegal provision had not been contained herein.

SECTION 14.05. Notices. Unless otherwise provided herein, all demands, notices, approvals, consents, requests, opinions and other communications hereunder shall be in writing and shall be deemed to have been given when delivered in person or mailed by first class registered or certified mail, postage prepaid, addressed (a) if to the Board, at 625 St. Joseph Street, New Orleans, Louisiana 70165 (Attention: Executive Director) or (b) if to the Board of Liquidation, at Room 8E17, City Hall, 1300 Perdido Street, New Orleans, Louisiana 70112, Attention: David Gernhauser, Secretary). The Board and the Board of Liquidation may, by notice given hereunder, designate any further or different addresses to which subsequent

demands, notices, approvals, consents, requests, opinions or other communications shall be sent or persons to whose attention the same shall be directed.

SECTION 14.06. Successors and Assigns. This Resolution shall be binding upon, inure to the benefit of and be enforceable by the parties and their respective successors and assigns.

SECTION 14.07. Applicable Law. This Resolution shall be governed by the applicable laws of the State of Louisiana.

SECTION 14.08. Counterparts. This Resolution may be executed in several counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

This resolution having been submitted to a vote, the vote thereon was as follows:

<u>Member</u>	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstaining</u>
Suchitra Satpathi (for Mitchell J. Landrieu)	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
William Raymond Manning	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Marion Bracy	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Kerri Kane	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Mark M. Moody	<u> </u>	<u> </u>	<u>X</u>	<u> </u>
Glen Pilie	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Florence Schornstein	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Charles F. Webb	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Beverly Wright, PhD.	<u>X</u>	<u> </u>	<u> </u>	<u> </u>
Loyce P. Wright	<u>X</u>	<u> </u>	<u> </u>	<u> </u>

And the resolution was declared adopted on this 21st day of May, 2014.

Appendix F

Proposed Form of Legal Opinion

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July 2, 2014

Sewerage and Water Board
of New Orleans
New Orleans, Louisiana

Board of Liquidation, City Debt
New Orleans, Louisiana

\$103,525,000
CITY OF NEW ORLEANS, LOUISIANA
WATER REVENUE AND REFUNDING BONDS, SERIES 2014

We have acted as co-bond counsel to the City of New Orleans, Louisiana (the "City"), in connection with the issuance by the City of the captioned bonds (the "Bonds"). The Bonds are issued in fully registered form, are dated, bear interest at the rates, mature on the dates and in the principal amounts, and are subject to redemption as set forth in the Resolution (hereinafter defined). Capitalized terms used herein and not specifically defined have the meanings assigned to them in the Resolution.

The Bonds have been issued by the City, acting by and through the Sewerage and Water Board of New Orleans (the "Board") and the Board of Liquidation, City Debt (the "Board of Liquidation"), pursuant to a General Water Revenue Bond Resolution and a First Supplemental Water Bond Revenue Resolution adopted by the Board on May 21, 2014 (collectively, the "Resolution"), for the purpose of (i) refunding the City's outstanding Water Revenue Bonds, Series 1998 and Water Revenue Bonds, Series 2002 (collectively, the "Refunded Bonds"); (ii) paying the costs of improving and expanding the water treatment plants, and improvements, betterments and repairs to the public water system of the City, (iii) funding a deposit to the Debt Service Reserve Fund; and (iv) paying costs of issuance. The Bonds are issued under the authority conferred by Section 4096 of Title 33 of the Louisiana Revised Statutes of 1950 (the "Act") and Chapter 14-A of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority.

We have examined the provisions of the Constitution and statutes of the State of Louisiana, a certified transcript of the proceedings of the Board and the Board of Liquidation relating to the issuance of the Bonds and such other documents, proofs and matters of law as we deemed necessary to render this opinion.

As to questions of fact material to our opinion, we have relied upon the certified proceedings and other certifications of public officials and others furnished to us without undertaking to verify the same by independent investigation. On the basis of the foregoing examinations, we are of the opinion, as of the date hereof and under existing law, that:

1. The Bonds have been duly authorized, executed and delivered and constitute legally binding special and limited obligations of the City.

2. The Resolution creates the valid pledge and dedication which it purports to create of the funds and accounts held by the Board of Liquidation under the Resolution and the Net Revenues (as defined in the Resolution) of the System and the moneys, securities and funds held or set aside under the Resolution, subject to the provisions of the Resolution requiring or permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution.

3. The lien of the owners of the Bonds and the Parity Bonds on the Net Revenues of the System will be superior to the lien on such Net Revenues of any obligations hereafter issued and payable therefrom except *pari passu* additional obligations hereafter issued within the terms, limitations and restrictions contained in the Resolution.

4. Interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; it should be noted, however, that for the purpose of computing the alternative minimum tax imposed on certain corporations, such interest is taken into account in determining adjusted current earnings.

5. Under the Act, the Bonds are exempt from all taxation in Louisiana for state, parish, municipal or other local purposes.

In rendering the opinion expressed in numbered paragraph 4 above, we have relied on representations of the Board and the Board of Liquidation with respect to questions of fact material to our opinion without undertaking to verify same by independent investigation, and have assumed continuing compliance with covenants in the Resolution pertaining to those sections of the Internal Revenue Code of 1986, as amended, which affect the exclusion from gross income of interest on the Bonds for federal income tax purposes. In the event that such representations are determined to be inaccurate or incomplete or the Board or Board of Liquidation fails to comply with the foregoing covenants in the Resolution, interest on the Bonds could become included in gross income from the date of original delivery, regardless of the date on which the event causing such inclusion occurs.

Except as stated above, we express no opinion as to any federal, state or local tax consequences resulting from the ownership of, receipt of interest on, or disposition of the Bonds.

It is to be understood that the rights of the owners of the Bonds and the enforceability of the Bonds and the Resolution may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted to the extent constitutionally applicable, and that their enforceability may also be subject to the exercise of the sovereign police powers of the State of Louisiana, or its governmental bodies, and the exercise of judicial discretion in appropriate cases.

Respectfully submitted,

Appendix G

Form of Continuing Disclosure Certificate

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CONTINUING DISCLOSURE CERTIFICATE

\$103,525,000 WATER REVENUE AND REFUNDING BONDS, SERIES 2014 OF THE CITY OF NEW ORLEANS, LOUISIANA

This Continuing Disclosure Certificate (the “Disclosure Certificate”) is executed and delivered by the City of New Orleans, Louisiana (the “Issuer” or the “City”), acting through its duly elected Mayor, the Board of Liquidation, City Debt (the “Board of Liquidation” or the “Board”), and the Sewerage and Water Board of New Orleans (the “Sewer and Water Board”), the entities created and charged by law with the issuance and administration of the sewerage service revenue bonds of the Issuer, acting through its undersigned officers, duly authorized hereunto, in connection with the issuance of \$103,525,000 City of New Orleans, Louisiana Water Revenue and Refunding Bonds, Series 2014 (the “Bonds”). The Bonds are being issued pursuant to the General Water Revenue Bond Resolution adopted by the Sewerage and Water Board on May 21, 2014 and the First Supplemental Water Revenue Bond Resolution adopted by the Sewerage and Water Board on May 2, 2014, by Resolution adopted by the Council of the City of New Orleans on June 5, 2014, and by Resolution adopted by the Board of Liquidation on May 29, 2014 (collectively, the “Resolutions”), and are described in that certain Official Statement dated June 18, 2014, which contains certain information concerning the Issuer, the Board and the Sewerage and Water Board, the security for the Bonds, and certain financial and other information relating thereto. The Issuer, the Board and the Sewerage and Water Board covenant and agree as follows:

SECTION 1. *Definitions.* In addition to the definitions set forth in the Resolutions, which apply to any capitalized term used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

“**Annual Report**” shall mean any Annual Report provided by the Issuer pursuant to, and as described in, Sections 3 and 4 of this Disclosure Certificate.

“**Beneficial Owner**” shall mean any person who has or shares the power, directly or indirectly, to make investment decisions concerning ownership of any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries).

“**Dissemination Agent**” shall mean the duly appointed Secretary of the Board of Liquidation, or any successor Dissemination Agent designated by the City acting through the Board of Liquidation.

“**EMMA**” shall mean the internet-based portal referred to as the Electronic Municipal Market Access system operated and maintained by the Municipal Securities Rulemaking Board. The online address of EMMA is www.emma.msrb.org.

“**GAAP**” shall mean generally accepted accounting principles, as such principles are prescribed, in part, by the Financial Accounting Standards Board and modified by the Government Accounting Standards Board and in effect from time to time.

“General Resolution” shall mean the General Water Revenue Bond Resolution adopted by the Sewerage and Water Board on May 21, 2014.

“Listed Events” shall mean any of the events listed in Section 5(a) of this Disclosure Certificate.

“MSRB” shall mean the Municipal Securities Rulemaking Board, which has been designated by the Securities and Exchange Commission as the single centralized repository for the collection and availability of continuing disclosure documents for purpose of the Rule. The continuing disclosure documents must be provided to the MSRB in searchable portable document format (PDF) to the following:

Municipal Securities Rulemaking Board
Electronic Municipal Market Access Center
www.emma.msrb.org

“Notice of Material Events” shall mean the Notice required to be given in accordance with Section 5 hereof.

“1934 Act” shall mean the Securities Exchange Act of 1934, as amended.

“Official Statement” shall mean the Official Statement with respect to the Bonds dated June 18, 2014.

“Participating Underwriter” shall mean any of the original Underwriter(s) (as defined in the Resolutions) of the Bonds required to comply with the Rule in connection with an offering of the Bonds.

“Rule” shall mean Rule 15c2-12 (b) (5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

“SEC” shall mean the Securities and Exchange Commission.

“Securities Counsel” shall mean legal counsel expert in federal securities law.

SECTION 2. *Purpose of the Disclosure Certificate.* This Disclosure Certificate is being executed and delivered by the Issuer, the Board of Liquidation and the Sewerage and Water Board for the benefit of the owners of the Bonds, including owners of beneficial interests in the Bonds, and the Participating Underwriter, and in order to assist the Participating Underwriter in complying with S.E.C. Rule 15c2-12(b) (5).

SECTION 3. *Provision of Annual Reports.*

(a) Each year, the Issuer, acting through the Board of Liquidation, and the Sewerage and Water Board shall provide, or shall cause the Dissemination Agent to provide, not later than eight (8) months from the end of the Sewerage and Water Board’s fiscal year, commencing with the Sewerage and Water Board’s Annual Report for its fiscal year ending December 31, 2014, to

the MSRB an Annual Report for the preceding fiscal year which is consistent with the requirements of Section 4 of this Disclosure Certificate. Not later than five (5) business days prior to said date, the Sewerage and Water Board shall provide the Annual Report to the Dissemination Agent. In each case, the Annual Report may be submitted as a single document or as separate documents comprising a package, and may include by specific reference other information as provided in Section 4 of this Disclosure Certificate.

(b) If the Dissemination Agent is unable to provide to the MSRB an Annual Report by the date required in subsection (a), the Dissemination Agent, on behalf of the Sewerage and Water Board, shall send a notice, in a timely manner, to the MSRB, in substantially the form attached as Exhibit A.

(c) If the City's or the Sewerage and Water Board's fiscal year changes, the Dissemination Agent shall send written notice of such change to the MSRB, in substantially the form attached as Exhibit B.

(d) In connection with providing the Annual Report, the Dissemination Agent is not obligated or responsible under this Disclosure Certificate to determine the sufficiency of the content of the Annual Report for purposes of the Rule or any other state or federal securities law, rule, regulation or administrative order.

SECTION 4. *Content of Annual Reports.* The Annual Report shall contain or incorporate by reference the following:

a. Audited financial statements of the Issuer and the Sewerage and Water Board for the preceding fiscal year. If any of the aforesaid audited financial statements are not available by the time the Annual Report is required to be filed pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available.

b. Basis of accounting used by the City or the Sewerage and Water Board in reporting its financial statements. The Issuer and the Sewerage and Water Board follow GAAP principles and mandated Louisiana statutory accounting requirements as in effect from time to time. In the event of any material change in such requirements the impact of such changes will be described in the Annual Report of the year such change occurs.

c. Updates of the following tables in the Official Statement which are under the following captions (such tables will be presented in the same format presented in the Official Statement):

- Ready to Serve Charge: General Service
- Ready to Serve Charge: Dual Service
- Ready to Serve Charge: Unmetered Fire Service
- Customer Demand
- Water System Historical Customers, Sales and Sales Per Customer
- Water System Projected Customers, Sales and Sales Per Customer
- Largest Customers of the Water System

Historical Financial Operations
Forecast Statement of Revenues, Expenses, Debt Service and Debt Service Coverage

d. Updates of the proposed issuance of additional bonds on a parity with the Bonds as described under the caption entitled “**SECURITY AND SOURCE OF PAYMENT – Additional Bonds and Other Parity Senior Indebtedness**” in the Official Statement.

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues of the City or the Sewerage and Water Board, or related public entities, which have been submitted to EMMA or the Securities and Exchange Commission. If the document incorporated by reference is a deemed final official statement, it shall be available from the Municipal Securities Rulemaking Board. The Commission shall clearly identify each such other document so incorporated by reference.

SECTION 5. *Reporting of Listed Events.*

(a) The Dissemination Agent, on behalf of the City and the Sewerage and Water Board, covenants to provide, or cause to be provided, to the MSRB notice of the occurrence of any of the following events with respect to the Bonds, in a timely manner not in excess of ten (10) business days after the occurrence of the event. Each notice shall be so captioned and shall prominently state the date, title and CUSIP numbers of the Bonds:

- (1) principal and interest payment delinquencies;
- (2) non-payment related defaults, if material;
- (3) unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) substitution of credit or liquidity providers, or their failure to perform;
- (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (7) modifications to rights of Bondholders, if material;
- (8) Bond calls, if material, and tender offers;
- (9) defeasances;
- (10) release, substitution or sale of property securing repayment of the Bonds;
- (11) rating changes;

(12) bankruptcy, insolvency, receivership, or similar event of the City or the Sewerage and Water Board⁽¹⁾;

(13) the consummation of a merger, consolidation, or acquisition involving the State or the sale of all or substantially all of the assets of the State, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and/or

(14) appointment of a successor or additional trustee or the change of name of a trustee, if material.

(b) In connection with providing a notice of the occurrence of a Listed Event, the Board, solely in its capacity as Dissemination Agent, is not obligated or responsible under this Disclosure Certificate to determine the sufficiency of the content of the notice for purposes of the Rule or any other state or federal securities law, rule, regulation or administrative order.

(c) The Dissemination Agent, on behalf of the City and the Sewerage and Water Board, acknowledges that the “rating changes” referred to above in Section 5(a)(11) of this Disclosure Certificate may include, without limitation, any change in any rating on the Bonds or other indebtedness issued under the General Resolution.

(d) The Dissemination Agent, on behalf of the City and the Sewerage and Water Board, acknowledges that it is not required to provide a notice of a Listed Event with respect to credit enhancement when the credit enhancement is added after the primary offering of the Bonds, the Dissemination Agent, on behalf of the City or the Sewerage and Water Board, does not apply for or participate in obtaining such credit enhancement, and such credit enhancement is not described in the Official Statement.

(e) As of the date of this Disclosure Certificate, the Listed Events described in subsections (a)(3), (a)(4) and (a)(5) are not applicable to the Bonds.

SECTION 6. *Mandatory Electronic Filing with EMMA.* All filings with the MSRB under this Disclosure Certificate shall be made by electronically transmitting such filings through the EMMA Dataport at <http://www.emma.msrb.org> as provided by the amendments to the Rule adopted by the SEC in Securities Exchange Release No. 59062 on December 5, 2008.

⁽¹⁾ For the purposes of this event, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the City or the Sewerage and Water Board in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court of governmental authority has assumed jurisdiction over substantially all of the assets or business of the City or the Sewerage and Water Board, or if such jurisdiction has been assumed by leaving the existing government body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan or reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the City or the Sewerage and Water Board.

SECTION 7. *Termination of Reporting Obligation.*

(a) The City's and the Sewerage and Water Board's obligations under this Disclosure Certificate shall terminate upon the legal defeasance of the General Resolution or the prior redemption or payment in full of all of the Bonds.

(b) This Disclosure Certificate, or any provision hereof, shall be null and void in the event that the City, the Board and/or the Sewerage and Water Board (i) receives an opinion of Securities Counsel, addressed to the City, the Board and/or the Sewerage and Water Board, to the effect that those portions of the Rule, which require such provisions of this Disclosure Certificate, do not or no longer apply to the Bonds, whether because such portions of the Rule are invalid, have been repealed, amended or modified, or are otherwise deemed to be inapplicable to the Bonds, as shall be specified in such opinion, and (ii) files notice to such effect with the MSRB.

SECTION 8. *Dissemination Agent.* The City and the Sewerage and Water Board, from time to time, may appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. The initial Dissemination Agent shall be the Board of Liquidation. Except as otherwise provided in this Disclosure Certificate, the Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the State pursuant to this Disclosure Certificate.

SECTION 9. *Amendment; Waiver.*

(a) Notwithstanding any other provision of this Disclosure Certificate, this Disclosure Certificate may be amended, and any provision of this Disclosure Certificate may be waived, provided that the following conditions are satisfied:

(1) if the amendment or waiver relates to the provisions of Section 3(a), (b), (c), 4 or 5(a), it may only be made in connection with a change in circumstances that arises from a change in legal requirements, a change in law or a change in the identity, nature or status of the City, the Board or the Sewerage and Water Board or the type of business conducted by the City, the Board or the Sewerage and Water Board;

(2) this Disclosure Certificate, as so amended or taking into account such waiver, would, in the opinion of Securities Counsel, have complied with the requirements of the Rule at the time of the original issuance of the Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(3) the amendment or waiver does not, in the opinion of nationally recognized bond counsel, materially impair the interests of the Bondholders or Beneficial Owners.

(b) In the event of any amendment to, or waiver of a provision of, this Disclosure Certificate, the City, the Board and the Sewerage and Water Board shall describe such amendment or waiver in the next Annual Report, and shall include an explanation of the reason for such amendment or waiver. In particular, if the amendment results in a change to the annual financial information required to be included in the Annual Report pursuant to Section 4 of this

Disclosure Certificate, the first Annual Report that contains the amended operating data or financial information shall explain, in narrative form, the reasons for the amendment and the impact of such change in the type of operating data or financial information being provided. Further, if the annual financial information required to be provided in the Annual Report can no longer be generated because the operations to which it related have been materially changed or discontinued, a statement to that effect shall be included in the first Annual Report that does not include such information.

(c) If the amendment results in a change to the accounting principles to be followed in preparing financial statements as set forth in Section 4 of this Disclosure Certificate, the Annual Report for the year in which the change is made shall include a comparison between the financial statements or information prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles. The comparison shall include a qualitative discussion of such differences and the impact of the changes on the presentation of the financial information. To the extent reasonably feasible, the comparison shall also be quantitative. A notice of the change in accounting principles shall be filed by the City or the Sewerage and Water Board, or the Dissemination Agent at the written direction of the City or the Sewerage and Water Board with the MSRB.

SECTION 10. *Additional Information.* Nothing in this Disclosure Certificate shall be deemed to prevent the City, the Board or the Sewerage and Water Board from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Certificate. If the City, the Board or the Sewerage and Water Board chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the City, the Board or the Sewerage and Water Board shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

SECTION 11. *Failure to Comply.* In the event of a failure of the City, the Dissemination Agent or the Sewerage and Water Board to comply with any provision of this Disclosure Certificate, any Bondholder or Beneficial Owner may bring an action to obtain specific performance of the obligations of the City, the Dissemination Agent or the Sewerage and Water Board under this Disclosure Certificate, but no person or entity shall be entitled to recover monetary damages hereunder under any circumstances, and any failure to comply with the obligations under this Disclosure Certificate shall not constitute a default with respect to the Bonds or under the General Resolution authorizing the issuance of the Bonds.

SECTION 12. *Duties of Dissemination Agent.* The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Certificate.

SECTION 13. *Beneficiaries.* This Disclosure Certificate shall inure solely to the benefit of the City, the Dissemination Agent, the Sewerage and Water Board, the Participating Underwriter, the Bondholders and the Beneficial Owners, and shall create no rights in any other person or entity.

SECTION 14. *Transmission of Information and Notices.* Unless otherwise required by law or this Disclosure Certificate, and, in the sole determination of the City, the Sewerage and Water Board or the Dissemination Agent, as applicable, subject to technical and economic feasibility, the City, the Sewerage and Water Board or the Dissemination Agent, as applicable, shall employ such methods of information and notice transmission as shall be requested or recommended by the herein designated recipients of such information and notices.

SECTION 15. *Additional Disclosure Obligations.* The City, the Board of Liquidation and the Sewerage and Water Board acknowledge and understand that other State of Louisiana (the "State") and federal laws, including, without limitation, the Securities Act of 1933, as amended, and Rule 10b-5 promulgated by the SEC pursuant to the 1934 Act, may apply to the City, the Board of Liquidation and the Sewerage and Water Board, and that under some circumstances, compliance with this Disclosure Certificate, without additional disclosures or other action, may not fully discharge all duties and obligations of the City, the Board of Liquidation and the Sewerage and Water Board under such laws.

SECTION 16. *Governing Law.* This Disclosure Certificate shall be construed and interpreted in accordance with the laws of the State, and any suits and actions arising out of this Disclosure Certificate shall be instituted in a court of competent jurisdiction in the State. Notwithstanding the foregoing, to the extent this Disclosure Certificate addresses matters of federal securities laws, including the Rule, this Disclosure Certificate shall be construed and interpreted in accordance with such federal securities laws and official interpretations thereof.

IN FAITH WHEREOF, the undersigned has executed this Continuing Disclosure Certificate on this, the 2nd day of July, 2014.

CITY OF NEW ORLEANS, LOUISIANA

By: _____
Name: Mitchell J. Landrieu
Title: Mayor

BOARD OF LIQUIDATION, CITY DEBT

By: _____
Name: Mary K. Zervigon
Title: President

Attest: _____
David W. Gernhauser, Secretary

SEWERAGE AND WATER BOARD OF NEW ORLEANS

By: _____
Name: Robert K. Miller
Title: Interim Executive Director

EXHIBIT A
to Continuing Disclosure Certificate

**NOTICE TO OF
FAILURE TO FILE ANNUAL REPORT**

**\$103,525,000 WATER REVENUE AND REFUNDING BONDS, SERIES 2014 OF THE CITY OF NEW
ORLEANS, LOUISIANA**

NOTICE IS HEREBY GIVEN that the _____ has not provided an Annual Report as required by the General Resolution adopted by the Sewerage and Water Board on May 21, 2014 providing for the issuance of Bonds. The _____ anticipates that its Annual Report will be filed by _____.

Date: _____

BOARD OF LIQUIDATION, CITY DEBT

By: _____
Name: _____
Title: _____

EXHIBIT B

NOTICE OF CHANGE IN _____ FISCAL YEAR

Name of Obligated Person: _____

Name of Bond Issue: \$103,525,000 Water Revenue and Refunding Bonds, Series 2014 of the
City of New Orleans, Louisiana

Date of Bonds: July 2, 2014

NOTICE IS HEREBY GIVEN that the fiscal year of the _____ changed.
Previously, the _____ fiscal year ended on _____. It now ends on
_____.

CITY OF NEW ORLEANS, LOUISIANA

By: _____

Name: _____

Title: Mayor

**SEWERAGE AND WATER BOARD OF NEW
ORLEANS**

By: _____

Name: _____

Title: _____

Appendix H

DTC Book-Entry Only System

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BOOK ENTRY ONLY SYSTEM

The Depository Trust Company (“DTC”), New York, New York, will act as securities depository for the Series 2014 Bonds. The Series 2014 Bonds will be issued as fully registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered bond certificate for each maturity of the Series 2014 Bonds, in the aggregate principal amount of such maturity, will be deposited with DTC.

DTC, the world’s largest securities depository, is a limited-purpose trust company organized under New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934, as amended. DTC holds and provides asset servicing for over 2.2 million issues of the U.S. and non-U.S. equity issues, corporate and municipal debt issues and money market instruments from over 100 countries that DTC’s participants (“Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposit securities through electronic, computerized book-entry transfers and pledges between Direct Participants’ accounts, thereby eliminating the need for physical movement of securities certificates. Direct Participants include securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations. DTC is a wholly owned subsidiary of the Depository Trust & Clearing Corporation (“DTCC”). DTCC is owned by a number of Direct Participants of DTC and Members of the Fixed Income Clearing Corporation and Emerging Markets Clearing Corporation (NSCC, FICC, and EMCC, also subsidiaries of DTCC) and by The New York Stock Exchange, Inc., the American Stock Exchange LLC, and the National Association of Securities Dealers, Inc. Access to the DTC system is also available to others, such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants”). DTC has a Standard & Poor’s rating of AA+. The DTC rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtc.org or www.dtcc.com.

Purchases of the Series 2014 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Series 2014 Bonds on DTC’s records. The ownership interest of each actual purchaser of each of the Series 2014 Bonds (the “Beneficial Owner”) is in turn to be recorded on the Direct and Indirect Participants’ records. Beneficial Owners will not receive written confirmation from DTC of their purchases, but Beneficial Owners are expected to receive written confirmations providing details of the transactions, as well as periodic statements of their holdings, from the Direct or Indirect Participants through which the Beneficial Owners entered into the transaction. Transfers of ownership interests in the Series 2014 Bonds are to be accomplished by entries made on the books of Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Series 2014 Bonds, except in the event that use of the Book Entry Only System for the Series 2014 Bonds is discontinued.

To facilitate subsequent transfers, all Series 2014 Bonds deposited by Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. or such other name as may be requested by DTC. The deposit of the Series 2014 Bonds with DTC and their registration in the name of Cede & Co. or such other nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Series 2014 Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Series 2014 Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of the Series 2014 Bonds may wish to take certain steps to augment transmission to them of notices of significant events with respect to the Series 2014 Bonds, such as redemptions, tenders, defaults, and proposed amendments to security documents. For example, Beneficial Owners of the Series 2014 Bonds may wish to ascertain that the nominee holding the Series 2014 Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners, in the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of the notices be provided directly to them.

Redemption notices will be sent to DTC. If less than all of the Series 2014 Bonds are being redeemed, DTC's practice is to determine by lot the amount of interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor such other DTC nominee) will consent or vote with respect to the Series 2014 Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Issuer as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Series 2014 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Series 2014 Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts, upon DTC's receipt of funds and corresponding detail information from the Issuer on the payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name, and will be the responsibility of such Participant and not of DTC or the Issuer, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Issuer, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as Securities Depository with respect to the Series 2014 Bonds, at any time by giving reasonable notice to the Issuer or the Trustee. Also, the Issuer may determine that continuation of a securities depository/book-entry relationship is not in the best interests of the Holders of the Series 2014 Bonds. Under such circumstances, in the event that a successor Securities Depository is not obtained, bond certificates are required to be and will be printed and delivered. See “Revision of Book-Entry System; Replacement Series 2014 Bonds” below.

Disclaimer by Board, Board of Liquidation, City, Paying Agent, Co-Financial Advisors and Underwriters

Neither the Board, or the Board of Liquidation, or the City, nor the Paying Agent has any responsibility or liability for any aspect of the records relating to, or payments made on account of book entry interest ownership, or for maintaining, supervising or reviewing any records relating to that ownership.

The Board, the Board of Liquidation, the City, the Paying Agent, the Board’s Co-Financial Advisors and the Underwriters cannot and do not give any assurances that DTC, DTC Participants or others will distribute to the Beneficial Owners (i) payments of debt service on the Series 2014 Bonds paid or (ii) notices sent to DTC as the Holder or that they will do so on a timely basis, or that DTC or DTC Participants will serve and act in the manner described in this Official Statement. The Issuer has been advised by DTC that the current “Rules” applicable to DTC and its Participants are on file with the Securities and Exchange Commission and that the current “Procedures” of DTC to be followed in dealing with DTC Participants are on file with DTC.

Revision of Book Entry Only Transfer System; Replacement of Series 2014 Bonds

The General Resolution authorizing the issuance of the Series 2014 Bonds will provide for issuance of fully registered replacement Series 2014 Bonds (“Replacement Bonds”) directly to persons other than DTC or its nominee only in the event that DTC (or a successor Depository) determines not to continue to act as securities depository for the Series 2014 Bonds or the Issuer determines that continuation of the book entry only system with DTC is not in the best interests of the Issuer or the best interests of the Beneficial Owners.

Upon a discontinuance of the book entry only system with DTC, the Issuer may in its discretion attempt to have established a securities depository/book entry only relationship with another qualified securities depository. If the Issuer is unable to do so, or desires not to do so, and after the Trustee has made provisions for notification of the Beneficial Owners of the Series 2014 Bonds by appropriate notice to DTC, the Issuer and the Trustee shall authenticate and deliver Replacement Bonds, in the denomination of \$5,000 or any integral multiple of \$5,000 to or at the direction of, and, if the event is not the result of City action or inaction.

Principal of, premium, if any, and interest on Replacement Bonds will be payable when due without deduction for the services of the Paying Agent. Principal of any Replacement Bonds will be payable to the registered owner thereof upon presentation and surrender thereof at the principal corporate trust office of the Trustee. Interest thereon will be payable by the Trustee by

check, draft or wire transfer, mailed to the registered owner of record on the registration books maintained by the Paying Agent (the “Register”) as of the 15th day of the calendar month preceding the Interest Payment Date.

Replacement Bonds will be exchangeable for Replacement Bonds of authorized denominations, and transferable, at the designated office of the Registrar, without charge (except taxes or other governmental fees). Exchange or transfer of then redeemable Replacement Bonds is not required to be made (i) between the 15th day preceding the mailing of notice of Replacement Bonds to be redeemed and the date of that mailing, (ii) during the period from the day following the Regular Record Date through the day preceding the ensuing Interest Payment Date, or (iii) of a particular Replacement Bond selected for redemption (in whole or in part) until redemption.

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