

PHX DVT BYR

CITY OF PHOENIX AVIATION DEPARTMENT

An Enterprise Fund of the City of Phoenix, Arizona

COMPREHENSIVE ANNUAL FINANCIAL REPORT



**FOR THE FISCAL YEARS ENDED
JUNE 30, 2018 AND 2017**



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CITY OF PHOENIX AVIATION DEPARTMENT

Comprehensive Annual Financial Report

For the Fiscal Years Ended June 30, 2018 and 2017
An Enterprise Fund of the City of Phoenix, Arizona



Prepared by:
Aviation Department
and
Finance Department

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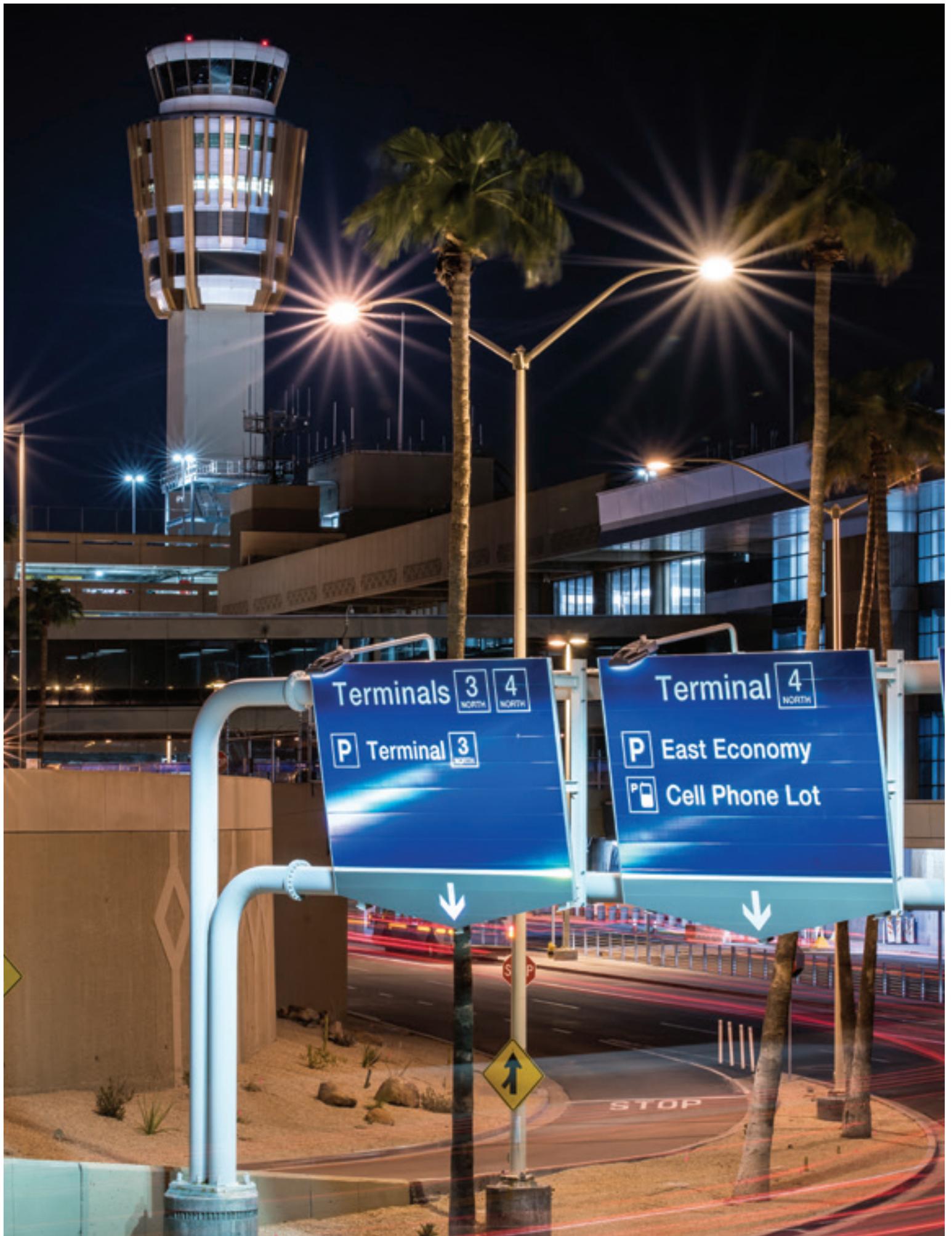
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Terminals 3 4
NORTH NORTH

P Terminal 3
NORTH

Terminal 4
NORTH

P East Economy
P Cell Phone Lot



STOP



December 14, 2018

Honorable Mayor, City Council and City Manager:

We are pleased to submit the Comprehensive Annual Financial Report of the Aviation Department (an enterprise fund of the City of Phoenix, Arizona) for the fiscal years ended June 30, 2018 and 2017. These financial statements are prepared and presented in conformity with accounting principles generally accepted in the United States of America (GAAP) as prescribed in pronouncements of the Governmental Accounting Standards Board (GASB).

To the best of our knowledge and belief, this report is accurate in all material respects and is reported in a manner designed to present fairly the financial position and results of operations of the City of Phoenix, Aviation Department (the Department). Management assumes full responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures.

Management's Discussion and Analysis (MD&A) provides a narrative introduction, overview, and analysis of the basic financial statements. This transmittal letter is designed to complement the MD&A and should be read in conjunction with it.

PROFILE OF THE REPORTING ENTITY

The City of Phoenix, Arizona (the City) owns and operates the following three airports through the Aviation Department:

Phoenix Sky Harbor International Airport (PHX)

Phoenix Deer Valley Airport (DVT)

Phoenix Goodyear Airport (GYR)

Phoenix Sky Harbor International Airport (the Airport) has been owned and operated by the City since 1935. The Airport occupies approximately 3,400 acres of land located about four miles east of the downtown Phoenix area. It is the only Arizona airport designated as a large hub by the Federal Aviation Administration (FAA) and is the principal commercial service airport serving metropolitan Phoenix and most of the State's population. There are no other U.S. large-hub commercial service airports within a 5-hour drive of Phoenix, with the closest being Las Vegas' McCarran International Airport (approximately 290 miles to the northwest). The Airport served over 22.2 million enplaned passengers in fiscal year 2018.

The City serves the area's general aviation traffic activity through two reliever airports. Phoenix Deer Valley Airport is located in the northern part of the City, and Phoenix Goodyear Airport is located to the west. Together, these two facilities handled 493,864 general aviation operations in fiscal year 2018.

The City was incorporated in 1881 and operates under a Council-Manager form of government as provided by its Charter. The Mayor and City Council set policy direction, and the City Manager implements those policies. The Mayor is elected at-large, while City Council members are elected by voters in each of eight separate districts they represent. The Mayor and City Council members each have equal voting power.

The Department's financial operations are accounted for as a separate Aviation Enterprise Fund according to GAAP for governmental entities. The City has operated the airports through the Department as a self-supporting enterprise since 1967.

The City Council establishes the major policies relating to the development and operation of the airports.

The City Council appoints the City Manager to act as the chief operating officer. The City Manager appoints the Director of Aviation Services (the Director), who reports to a Deputy City Manager.

The Phoenix Aviation Advisory Board (PAAB) provides non-binding advisory recommendations regarding the airports, including concession agreements, leases, master plans, studies and development plans.

The Director is responsible for executing the City Council’s aviation policies and administering the operations of the airports. Reporting to the Director are three Assistant Directors. The Director and Assistant Directors lead the Department staff.

Certain accounting, bond financing, treasury, and related financial functions are performed by the City’s Finance Department.

The City is also a member government in the Phoenix-Mesa Gateway Airport Authority, which owns and operates Phoenix-Mesa Gateway Airport, located approximately 30 miles east of the Airport. Phoenix-Mesa Gateway Airport serves as a commercial reliever to the Airport.

AIRPORT PASSENGERS

The ten largest U.S. passenger airlines provide regular service at the Airport, providing nonstop passenger service to more than 100 destinations. The following passenger and cargo airlines currently provide service at the Airport:

| AIRLINES REPORTING ENPLANED PASSENGERS AND AIR CARGO | | | |
|--|--|----------------------|-----------------------------|
| Phoenix Sky Harbor International Airport | | | |
| MAJOR/NATIONAL | REGIONAL/COMMUTER | FOREIGN-FLAG | ALL-CARGO AIRLINES |
| Alaska | Boutique Air | Air Canada | ABX Air Inc |
| American | Compass Airlines | British Airways | Air Transport International |
| Delta | (Delta Connection) | Condor | Ameriflight |
| Frontier | Contour | Jazz Aviation | Atlas Air (DHL) |
| Hawaiian | ExpressJet | (Air Canada Express) | Empire |
| JetBlue | (United Express) | Volaris | Federal Express |
| Southwest | Mesa Airlines | WestJet | Gulf & Caribbean Cargo |
| Spirit | (American Eagle, United Express) | | Kalitta (DHL) |
| Sun Country | Skywest | | UPS |
| United | (American Eagle, Delta Connection, United Express) | | |

The composition of enplaned passengers by segment has not materially changed over the past several years, as the Airport remained primarily a domestic origin and destination (O&D) market. For more detailed information on enplaned passengers, please refer to Schedules 22, 23, and 24 in the Airport Statistics schedules of the Supplementary Information.

On average, 95.3% of passengers are enplaned on domestic flights, while the remaining board international flights. In fiscal year 2018, Domestic passengers increased by 1.8%, while international passengers increased by 3.3% from fiscal year 2017. Overall, enplaned passengers increased by 1.8% in fiscal year 2018.

In fiscal year 2018, 67.7% of enplaned passengers traveled directly from or to the Airport as O&D passengers. Of the total O&D passengers, 45.5% were residents initiating their trips at the Airport and 54.5% were visitors who initiated their trips at other airports and were making their return journey from the Airport. The remaining enplaned passengers connected through the Airport.

INITIATIVES AND DEVELOPMENTS

Terminal 3 Modernization

The Airport is preparing for future terminal needs through an incremental development plan for its second busiest terminal. The first phase of the modernized Terminal 3 opened to the public in December 2016. Features of this phase of the modernization include a new consolidated security checkpoint, additional airline ticket counters, and more baggage handling capacity. The second phase, which is expected to open early 2019, will include new concessions as well as a new 15-gate south concourse. The final phase is expected to be completed in early 2021 and will modernize the north concourse including food and beverage concessions and enhanced customer amenities.

Upon completion of the Terminal 3 modernization project, the Airport's oldest terminal, Terminal 2, will be closed.

International Arrival Facilities

The Airport is improving its international arrival facilities in Terminal 4 to alleviate ongoing peak hour congestion. This effort began with the installation of passport kiosks in the Customs and Border Protection processing area that resulted in significant decreases in passenger wait times. The project will further allow the Airport to accommodate additional visitors much more efficiently by enhancing elevators and escalators, in addition to expanding waiting areas and baggage carousels. This project is expected to be complete in January 2019.

PHX Sky Train®

The PHX Sky Train® currently provides a quick, convenient connection among all three terminals, East Economy Parking and Valley Metro Light Rail. Construction on phase 2 of the PHX Sky Train®, which will further connect travelers from the terminals to the Rental Car Center, has begun and is expected to be completed in 2022.

Terminal 4 New Concourse

The Airport received approval from the City Council to commence design and construction of the eighth and final concourse at Terminal 4. The new concourse will add eight new gates and is estimated to be completed in 2022. Southwest Airlines has committed to leasing these gates to support its future growth in Phoenix.

ECONOMIC CONDITION AND OUTLOOK

On average, the Airport provides service to more than 121,000 passengers with approximately 1,200 aircraft arriving and departing every day. Flights at Phoenix Sky Harbor International Airport serve more than 100 domestic and 22 international destinations. The Airport serves the entire Phoenix metropolitan area including the major cities of Glendale, Mesa, Scottsdale, and Tempe, plus all of Maricopa and Pinal counties. The area is widely known for its mild winters, warm summers, and low annual rainfall averaging 8.3 inches per year.

Phoenix is a popular tourist destination with attractions including resorts, spas, professional sports, shopping, golf, restaurants, and nightlife, all set amidst the Sonoran Desert. The area also offers museums and galleries, a variety of sporting events, Old West and Native American history, and outdoor recreation facilitated by more than 300 days of sunshine each year. In addition to the attractions within the Phoenix area, northern Arizona is home to Grand Canyon National Park, the Red Rock Country of Sedona, the Painted Desert, the Petrified Forest, Meteor Crater, ancient Native American ruins, and the Navajo and Hopi reservations.

Major sporting events also draw tourists. The Phoenix area is home to the annual Fiesta Bowl and Cactus Bowl college football games and the annual Phoenix Open PGA golf tournament. The favorable Arizona climate brings 15 Major League Baseball teams, known as the Cactus League, to the Phoenix area each February and March for spring training and preseason play.

FINANCIAL POLICIES

Management is focused on maintaining sound financial performance which is evident in the strong financial metrics and high bond ratings achieved. In fiscal year 2018, the Airport’s bond ratings remain among the highest airport ratings in the United States. Standard and Poor’s Ratings Services (S&P) and Moody’s Investors Service (Moody’s) affirmed the Airport’s double-A category ratings (AA- and Aa3 respectively) on the outstanding senior-lien revenue bonds. S&P and Moody’s also affirmed the Airport’s single-A category ratings (A+ and A1 respectively) on the Airport’s outstanding junior-lien revenue bonds. In affirming their ratings, these organizations noted the Airport’s strong financial performance, maintenance of a low-cost, low-debt facility, vibrant O&D market, extremely strong management and governance, and excellent integration of Airport and City decision-making.

The Department has adopted specific financial targets and debt management policies to ensure the Airport’s continued solid financial performance. These financial policies include:

Debt Service Coverage: Management seeks to maintain Senior Lien Revenue Bond debt service coverage of at least 1.75x. Management also seeks to maintain aggregate debt service coverage (coverage of Senior Lien Revenue Bond debt service and Junior Lien Revenue Bond debt service) of at least 1.50x.

Passenger Facility Charge (PFC) Leveraging: Management has established a PFC leverage target of no greater than 75% of annual collections to preserve adequate PFC pay-as-you-go capacity and provide bondholder protection should unexpected volatility occur in operations and revenue.

Cash and Liquidity: Management has established a target of at least 475 Days Cash on Hand. Days cash on hand is defined as unrestricted cash and investments available for operations, divided by the annual operating expenses, times 365 days. Furthermore, management has an active Revolving Credit Agreement program that provides liquidity and support short-term capital needs.

Cost per Enplanement (CPE): The Airport maintains one of the industry’s lowest CPE figures for similarly sized U.S. airports. Management has the flexibility to increase rates and charges to maintain financial metrics and develop facilities.

| FINANCIAL TARGETS AND MANAGEMENT POLICIES | | | |
|---|--------|--------|--------|
| Three Year Results | | | |
| | 2018 | 2017 | 2016 |
| Debt Service Coverage | | | |
| Senior Lien Bond Debt Service Coverage | 2.75x | 2.58x | 2.66x |
| Aggregate Debt Service Coverage | 2.48x | 2.30x | 2.46x |
| PFC Leveraging | 53% | 55% | 55% |
| Cash and Liquidity - Days Cash on Hand | 586 | 544 | 595 |
| Cost Per Enplanement | \$6.26 | \$6.12 | \$5.79 |

ACCOUNTING AND BUDGETING CONTROLS

Internal Controls

Management assumes full responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures. To provide a reasonable basis for making these representations, the City has established a comprehensive framework of internal controls that is designed to protect the City’s assets from loss, theft or misuse and to compile sufficient reliable information for the preparation of the basic financial statements in conformity with GAAP. Because the cost of internal controls

should not outweigh their benefit, the City's comprehensive framework of internal controls has been designed to provide reasonable, rather than absolute, assurance that the financial statements are free of any material misstatements.

Budgetary Controls

The City maintains budgetary controls which are designed to ensure compliance with legal provisions of the annual budget adopted by the City Council. An operating budget is legally adopted by ordinance each fiscal year for the Aviation Enterprise Fund on a modified accrual basis plus encumbrances. Legal budget control is maintained at the fund level.

After tentative adoption of the budget, the City Council may make changes, but may not increase the budget totals except in those budget areas exempted by State law. The exemptions apply to federal funds, debt service, and bond funds. After final adoption, transfers between budget appropriations for non-exempt areas may be made by the City Council. Throughout the budget year, the City Council may also appropriate additional general purpose funds by use of a contingency appropriation reserved to cover emergencies or other necessary expenditures as determined by the City Council. Supplemental appropriations may be adopted for expenditures exempt from the State expenditure limitation, such as federally funded programs, provided funds are available. State law requires the City to re-budget (re-appropriate) funds for the completion of contracts which were originally budgeted for and encumbered in a previous fiscal year. This law necessitates an additional appropriation ordinance to re-budget funds for contracts not completed by June 30.

Cash Management

As noted, the Department operates as a separate enterprise fund of the City. However, cash resources are pooled with other City departments and invested by the City Treasurer. Interest earned by the pool is distributed monthly to individual funds based on daily equity in the pool.

Cash and cash equivalents are considered to be cash in bank, cash on hand, and short term investments with original maturities of 90 days or less from the date of acquisition. The City's investments are stated at fair value. Fair value is based on quoted market prices as of the valuation date.

Airline Rates and Charges

In 1981, the Mayor and City Council formally adopted a compensatory (cost of services) rate-setting policy which provides (1) that charges to aviation users be established on the basis of the costs to provide, maintain, and operate the Airport facilities and services, and (2) that these costs be recovered from aviation users on a basis not to exceed their proportional use thereof. Under this compensatory rate-setting methodology, the Department bears the risk of any non-airline revenue shortfall and retains any surplus in non-airline revenue for its own discretionary expenditures. Rates and charges are typically set at the beginning of each fiscal year after the Department has reviewed proposed rate changes and capital expenditures with airline representatives. However, the Department retains its proprietary right to adjust fees and to determine its capital expenditures without airline approval. The Department also has the ability to adjust terminal rates and landing fees at any time to reflect changes in cost. Any such adjustment is subject to federal law and regulations.

On December 13, 2017, the City Council adopted an ordinance authorizing the Director to establish fee structures for use of the airport facilities, including airline rates and charges, provided the resulting cost per enplanement remains below the large hub airport median.

The Department uses short-term (month-to-month) Letters of Authorization (each, a LOA) for airline space within its terminal facilities. These LOA's can be terminated by either party upon 30-days notice, providing the City with the flexibility to maximize the use of its terminal facilities.

INDEPENDENT AUDITS

The City Charter requires an annual audit by independent certified public accountants. The independent audit firm of BKD, LLP was selected to perform the audit of the City's Comprehensive Annual Financial Report (City CAFR) as well as this separately issued Comprehensive Annual Financial Report for the Aviation Enterprise Fund, for fiscal year 2018. Included in the financial section of this report is the Independent Auditor's Report on the financial statements of the Aviation Enterprise Fund.

The City is also required to undergo an annual single audit in conformity with the provisions of the Single Audit Act and U.S. Office of Management and Budget's (OMB) *Uniform Administrative Requirements, Cost of Principals, and Audit Requirements for Federal Awards*, which superseded OMB Circular A-133 and other related documents. BKD, LLP was also contracted to perform the single audit of the City's major grant programs. Due to the size and complexity of the City's financial systems, the single audit report is issued separately from the City's CAFR and other financial reports.

CERTIFICATE OF ACHIEVEMENT FOR EXCELLENCE IN FINANCIAL REPORTING

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the Aviation Enterprise Fund for its comprehensive annual financial report for the fiscal year ended June 30, 2017. This was the second consecutive year that the Aviation Enterprise Fund has achieved this prestigious award. In order to be awarded a Certificate of Achievement, the Aviation Enterprise Fund must publish an easily readable and efficiently organized comprehensive annual financial report. This report must satisfy both generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe that our current comprehensive annual financial report continues to meet the Certificate of Achievement Program's requirements and we are submitting it to GFOA to determine its eligibility for another certificate.

ACKNOWLEDGMENTS

The preparation of the Comprehensive Annual Financial Report was made possible by the combined efforts of the Aviation and Finance departments.

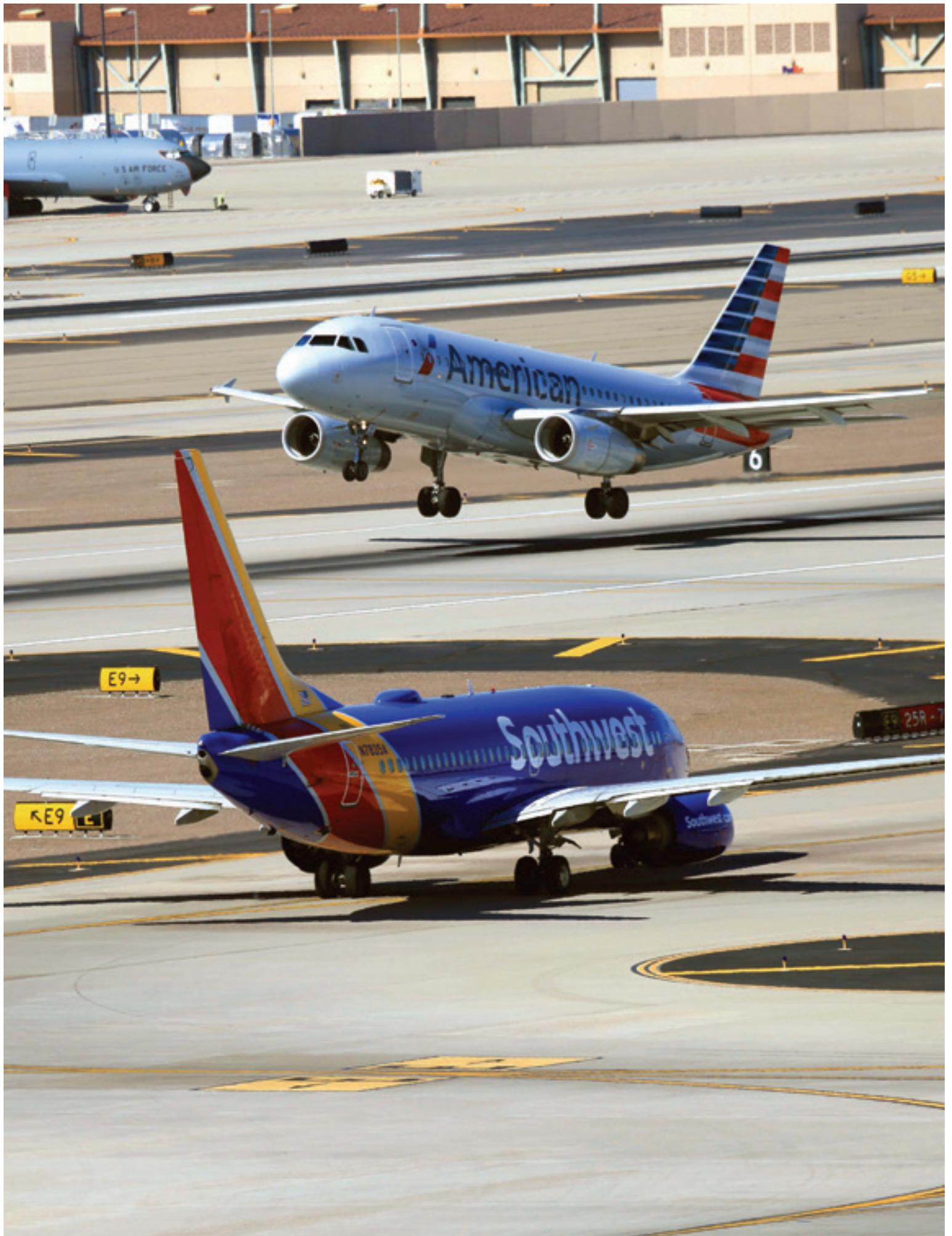
Respectfully submitted,



Denise M. Olson
Chief Financial Officer
Finance Department



James E. Bennett, A.A.E.
Director of Aviation Services
Aviation Department





Government Finance Officers Association

Certificate of
Achievement
for Excellence
in Financial
Reporting

Presented to

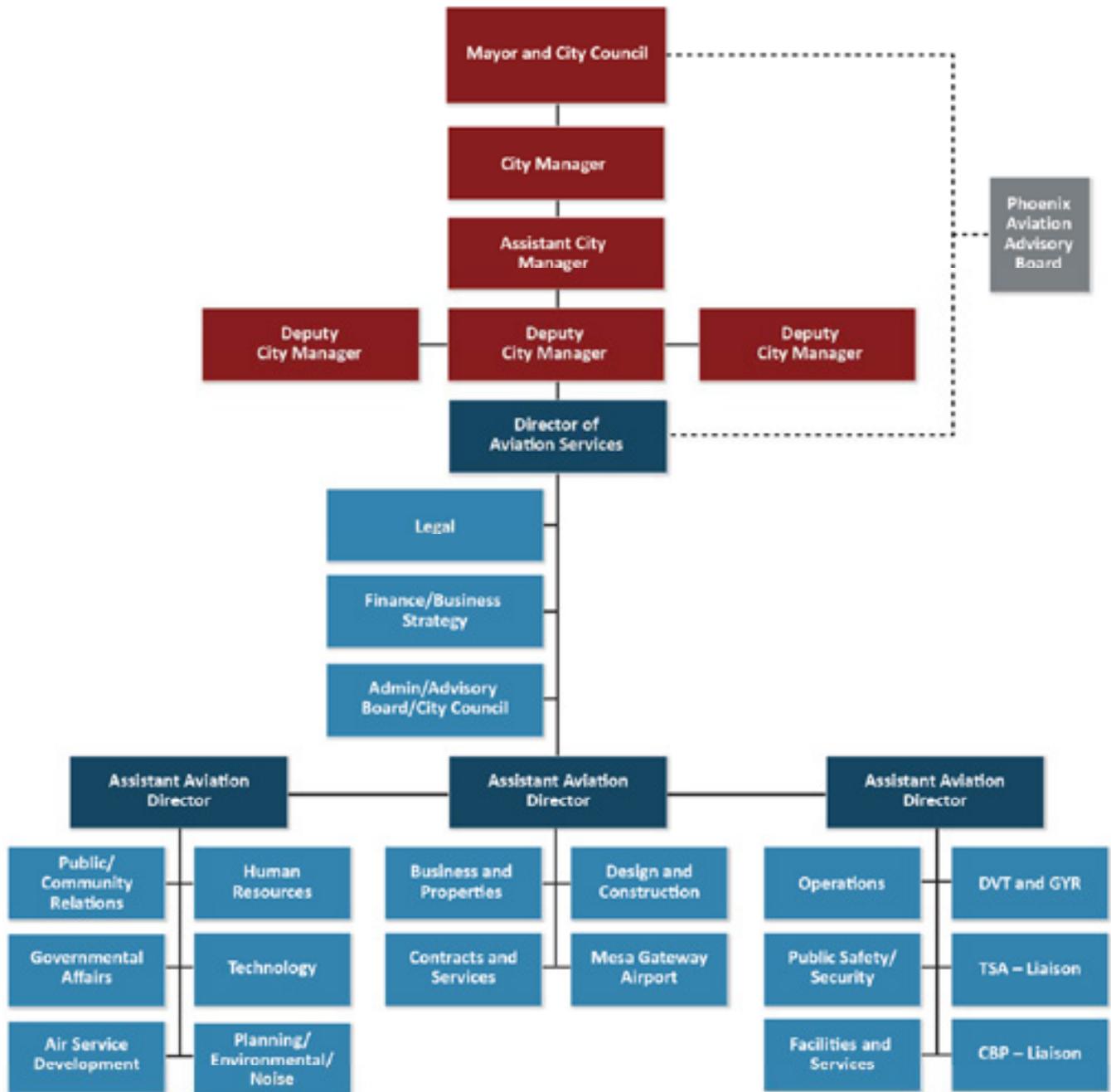
City of Phoenix Aviation Department
Arizona

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2017

Christopher P. Morrell

Executive Director/CEO



PHX DVT GYR

 **CITY OF PHOENIX AVIATION DEPARTMENT**

MAYOR AND CITY COUNCIL

Thelda Williams, Mayor, District 1

Jim Waring, Vice Mayor, District 2

Debra Stark, District 3

Laura Pastor, District 4

Daniel Valenzuela, District 5

Sal DiCiccio, District 6

Michael Nowakowski, District 7

Kate Gallego, District 8

CITY MANAGER'S OFFICE

Ed Zuercher, City Manager

AVIATION DEPARTMENT

James E. Bennett, A.A.E., Director of Aviation Services

FINANCE DEPARTMENT

Denise M. Olson, Chief Financial Officer

RT MUSEUM

Gal

DESERT & DETAILS





FINANCIAL SECTION

THE FINANCIAL SECTION INCLUDES AN INDEPENDENT AUDITOR'S REPORT BY BKD, LLP, THE MANAGEMENT'S DISCUSSION AND ANALYSIS, THE AUDITED FINANCIAL STATEMENTS, NOTES TO THE FINANCIAL STATEMENTS, AND THE REQUIRED SUPPLEMENTARY INFORMATION.

Independent Auditor's Report

Honorable Mayor and Members of the City Council
City of Phoenix, Arizona

Report on the Financial Statements

We have audited the accompanying financial statements of the Aviation Enterprise Fund of the City of Phoenix, Arizona (Aviation Enterprise Fund), as of and for the years ended June 30, 2018 and 2017, and the related notes to the financial statements which collectively comprise the Aviation Enterprise Fund'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.

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Aviation Enterprise Fund of the City of Phoenix, Arizona as of June 30, 2018 and 2017, and the changes in its financial position and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matters

Reporting Entity

As discussed in *Note 1*, the financial statements present only the Aviation Enterprise Fund and do not purport to, and do not, present fairly the financial position of the City of Phoenix, Arizona, as of June 30, 2018 and 2017, the changes in its financial position, or where applicable its cash flows, for the years then ended, in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Change in Accounting Principle

As discussed in *Note 1* to the financial statements, for 2017 the Aviation Department adopted new accounting guidance, Governmental Accounting Standards Board Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*. Our opinion is 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, pension and other postemployment information as listed in the table of contents 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.

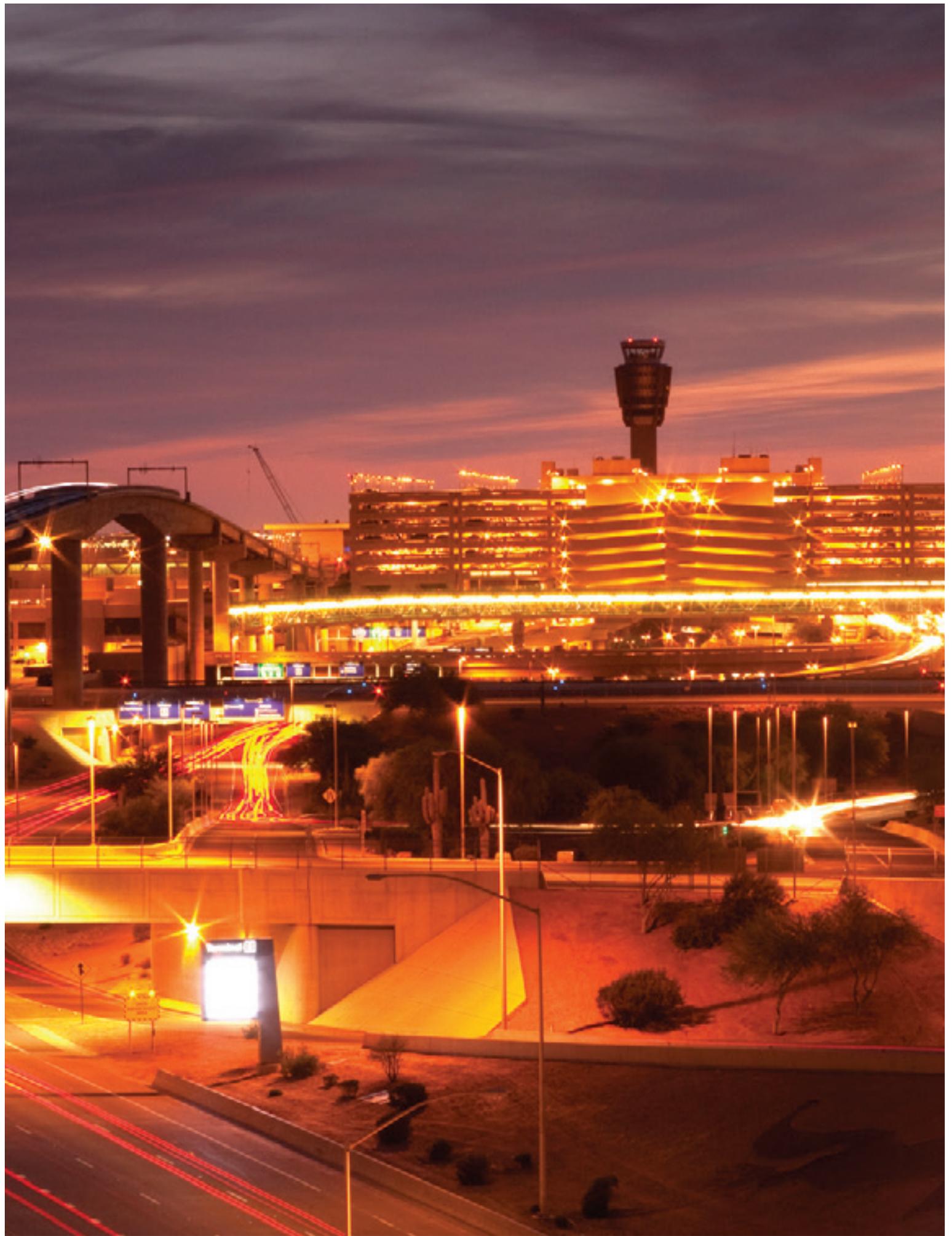
Other Information

Our audits were conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Aviation Enterprise Fund's basic financial statements. The introductory and statistical sections, as listed in the table of contents, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

BKD, LLP

Dallas, Texas
December 14, 2018





MANAGEMENT'S DISCUSSION AND ANALYSIS (MD&A)

(unaudited)

The following Management's Discussion and Analysis (MD&A) is a narrative overview and analysis of the financial activities of the City of Phoenix (the City) Aviation Enterprise Fund. It provides an introduction and discussion of the financial statements of Phoenix Sky Harbor International Airport (the Airport) and two general aviation airports, Phoenix Goodyear Airport and Phoenix Deer Valley Airport (collectively, the Aviation Enterprise Fund) as of and for the fiscal years ended June 30, 2018 and 2017, with selected comparable data for the fiscal year ended June 30, 2016. This discussion has been prepared by management and should be read in conjunction with the financial statements and the notes which follow this section.

OVERVIEW OF THE FINANCIAL STATEMENTS

The Aviation Enterprise Fund is an enterprise fund of the City. This fund is used to account for the airports' ongoing operations and activities, which are similar to those often found in the private sector where cost recovery and the determination of net income is useful or necessary for sound fiscal management. It uses the accrual basis of accounting, where revenues are recognized when earned and expenses are recognized as incurred. Following the MD&A are the financial statements, notes to the financial statements, and required supplementary information. These statements, notes, and required schedules, together with the MD&A, are designed to provide an understanding of the Aviation Enterprise Fund's financial position, results of operations, and cash flows.

The Comparative Statements of Net Position present information on all of the Aviation Enterprise Fund's assets, liabilities, deferred inflows and outflows of resources, and net position as of June 30, 2018 and 2017. The difference between (a) assets and deferred outflows of resources and (b) liabilities and deferred inflows of resources is reported as net position. Over time, increases and decreases in net position may serve as a useful indicator about whether the Aviation Enterprise Fund's financial condition is improving or deteriorating.

The Comparative Statements of Revenues, Expenses, and Changes in Net Position present financial information showing how the Aviation Enterprise Fund's net position changed during the two fiscal years. All changes in net position are reported as soon as the underlying events occurred, regardless of the timing of the related cash flows. Thus, revenues and expenses were recorded and reported in these statements for some items that will result in cash flows in future fiscal years.

The Comparative Statements of Cash Flows present information showing how the Aviation Enterprise Fund's cash and cash equivalents changed during the fiscal years. Consequently, only transactions that affect the cash and cash equivalent balances of the Aviation Enterprise Fund are recorded in these statements. A reconciliation follows these statements to assist in understanding the difference between operating income and cash flows from operating activities.

During 2018, the Aviation Enterprise Fund adopted Governmental Accounting Standards Board (GASB) Statement No. 75, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions. Financial information for 2017 and 2016 has been adjusted for adoption of GASB 75.

FINANCIAL HIGHLIGHTS

Fiscal Year 2018

- Total net position for the Aviation Enterprise Fund at June 30, 2018 was \$1.67 billion, an increase of \$19.1 million or 1.2%. This coincides with the overall growth in passenger activity in fiscal year 2018.
- Total revenues increased \$17.8 million in fiscal year 2018. The increase is due in part to a higher terminal rental rate as well as an increase in the parking daily rate.

- Total expenses increased \$19.0 million in fiscal year 2018, due in part to issuance costs related to the Aviation bond issuances in November and December 2017.

Fiscal Year 2017

- Total net position for the Aviation Enterprise Fund at June 30, 2017 was \$1.65 billion. This is an increase of \$20.3 million from total net position at June 30, 2016, due primarily to long-term bonds payments.
- Total revenues increased \$18.2 million in fiscal year 2017. The increase is due in part to a higher terminal rental rate with the opening of the first phase of the Terminal 3 Modernization project, along with higher gross revenue for the rental car companies.
- Total expenses decreased \$8.4 million in fiscal year 2017, primarily due to a decrease in airport maintenance expenses after several projects were completed in 2016.

NET POSITION

The following is a summary of assets, liabilities, deferred inflows and outflows of resources, and net position as of June 30 (in thousands):

| | 2018 | 2017 | 2016 |
|--|---------------------|---------------------|---------------------|
| Assets | | | |
| Unrestricted Current Assets | \$ 418,163 | \$ 385,085 | \$ 388,532 |
| Restricted Current Assets | 304,419 | 340,726 | 327,731 |
| Noncurrent Assets | 2,982,599 | 2,875,520 | 2,861,016 |
| Total Assets | <u>3,705,181</u> | <u>3,601,331</u> | <u>3,577,279</u> |
| Deferred Outflows of Resources | <u>37,798</u> | <u>18,190</u> | <u>35,288</u> |
| Liabilities | | | |
| Current Liabilities Payable from Current Assets | 42,952 | 40,667 | 52,082 |
| Current Liabilities Payable from Restricted Assets | 312,230 | 365,708 | 296,887 |
| Noncurrent Liabilities | 1,703,459 | 1,548,638 | 1,604,051 |
| Total Liabilities | <u>2,058,641</u> | <u>1,955,013</u> | <u>1,953,020</u> |
| Deferred Inflows of Resources | <u>11,165</u> | <u>10,435</u> | <u>14,142</u> |
| Net Position | | | |
| Net Investment in Capital Assets | 1,264,682 | 1,196,595 | 1,104,662 |
| Restricted | 315,812 | 357,767 | 350,755 |
| Unrestricted | 92,679 | 99,711 | 189,988 |
| Total Net Position | <u>\$ 1,673,173</u> | <u>\$ 1,654,073</u> | <u>\$ 1,645,405</u> |

Fiscal Year 2018 Compared to Fiscal Year 2017

Total assets have seen a slight increase to \$3.7 billion in fiscal year 2018 from \$3.6 billion in fiscal year 2017. Capital assets make up the majority of the Aviation Enterprise Funds assets. Net capital assets increased \$117.7 million primarily due to continued reconstruction of Terminal 3, along with other major construction projects.

Total liabilities increased slightly to \$2.1 billion in fiscal year 2018. Current liabilities decreased \$51.2 million in fiscal year 2018, primarily due to the repayment of short term obligations during fiscal year 2018. The noncurrent liabilities, which make up approximately 83% of the total liabilities are comprised of long-term bonds payable and net pension liabilities. Noncurrent liabilities increased \$154.8 million in fiscal year 2018, due to new revenue bond issuance of \$190.9 million and an increase of \$4.9 million in Net Pension Liability. For more detail on these liabilities, see notes 5 and 13 in the Notes to the Financial Statements.

Total net position increased by \$19.1 million, or 1.2%, in fiscal year 2018. As of June 30, 2018, \$1.3 billion was an investment in capital assets and \$92.7 million was unrestricted and available for short term

operations and ongoing obligations. The amount restricted for debt service decreased to \$121.4 million in fiscal year 2018. The amounts restricted for Passenger Facility Charges and Rental Car Customer Facility Charges totaled \$194.4 million for fiscal year 2018, a decrease of \$31.3 million. This decrease is due to the start of construction of phase 2 of the PHX Sky Train®.

Fiscal Year 2017 Compared to Fiscal Year 2016

Total assets have remained relatively steady at \$3.6 billion in fiscal years 2017 and 2016. Capital assets increased \$14.6 million as a result of continued reconstruction of Terminal 3 along with other major construction projects.

Total liabilities increased to \$2.0 billion in fiscal year 2017. Current liabilities increased \$57.4 million in fiscal year 2017, primarily due to the issuance of Commercial Paper during fiscal year 2017. The noncurrent liabilities, which make up approximately 80% of the total liabilities are comprised of long-term bonds payable and Net Pension Liability. Noncurrent liabilities decreased \$67.0 million in fiscal year 2017, due to revenue bond payments and changes in Net Pension Liability. For more detail on these liabilities, see notes 5 and 13 in the Notes to the Financial Statements.

Total net position increased by \$20.3 million, or 1.2%, in fiscal year 2017. As of June 30, 2017, \$1.2 billion was an investment in capital assets and \$99.7 million was unrestricted and available for short-term operations and ongoing obligations. The amount restricted for debt service remained at \$132.0 million in fiscal year 2017. The amounts restricted for Passenger Facility Charges and Rental Car Customer Facility Charges totaled \$225.8 million for fiscal year 2017, an increase of \$7.1 million.

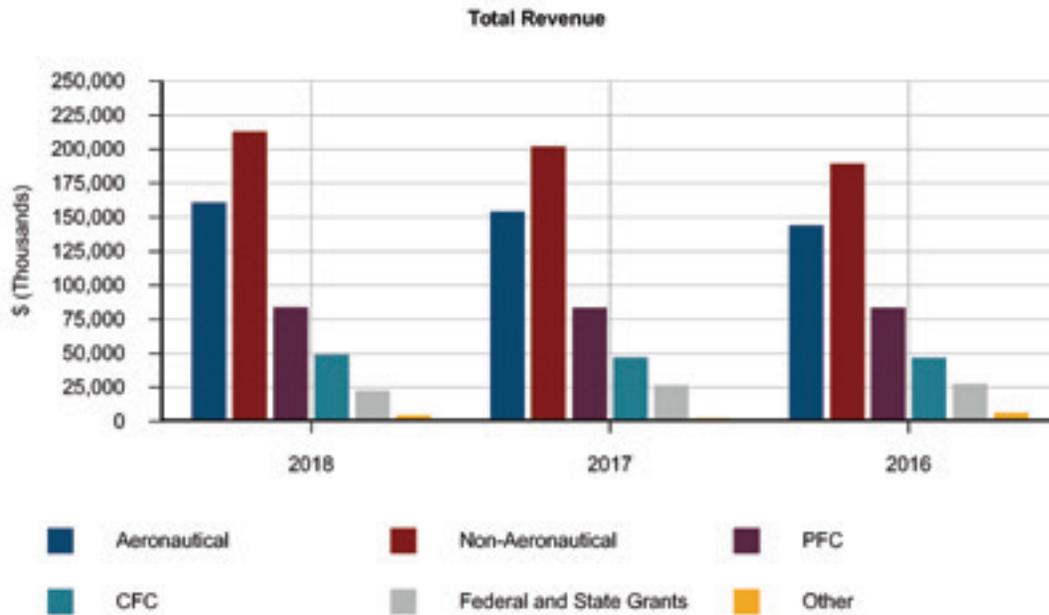
The following is a summary of changes in net position as of June 30 (in thousands):

| | 2018 | 2017 | 2016 |
|---------------------------------------|---------------------|---------------------|---------------------|
| Operating Revenues | \$ 373,893 | \$ 356,418 | \$ 333,415 |
| Operating Expenses | (445,339) | (426,553) | (436,404) |
| Operating Loss | (71,446) | (70,135) | (102,989) |
| Non-Operating Revenues | 137,689 | 133,480 | 137,158 |
| Non-Operating Expenses | (68,932) | (69,332) | (67,900) |
| Capital Contributions | 22,569 | 26,639 | 27,803 |
| Transfers | (780) | (370) | (328) |
| Change in Net Position | 19,100 | 20,282 | (6,256) |
| Net Position, July 1 | 1,654,073 | 1,645,405 | 1,651,661 |
| Restatement of Beginning Net Position | — | (11,614) | — |
| Net Position, June 30 | <u>\$ 1,673,173</u> | <u>\$ 1,654,073</u> | <u>\$ 1,645,405</u> |

REVENUE

The following is a schedule of total revenue for the fiscal years ending June 30 (in thousands):

| | 2018 | 2017 | 2016 |
|----------------------------|-------------------|-------------------|-------------------|
| Operating Revenue | | | |
| Aeronautical Revenue | \$ 160,900 | \$ 154,209 | \$ 144,093 |
| Non-Aeronautical Revenue | 212,993 | 202,209 | 189,322 |
| Passenger Facility Charges | 83,885 | 83,577 | 83,449 |
| Customer Facility Charges | 49,210 | 47,348 | 47,118 |
| Capital Contributions | 22,569 | 26,639 | 27,803 |
| Other | 4,762 | 2,555 | 6,591 |
| Total Revenue | <u>\$ 534,319</u> | <u>\$ 516,537</u> | <u>\$ 498,376</u> |



Phoenix Sky Harbor International Airport is the largest of the three airports and thus comprises a majority of Aviation Enterprise Fund revenue. In fiscal year 2018, Sky Harbor accounted for 98% of total revenue, while Phoenix Deer Valley Airport and Phoenix Goodyear Airport together accounted for the remaining 2%.

Fiscal Year 2018 Compared to Fiscal Year 2017

Total revenue increased to \$534.3 million in 2018 from \$516.5 million in fiscal year 2017, an increase of \$17.8 million, or 3.4%.

Aeronautical revenue increased in fiscal year 2018 to \$160.9 million, with a total change of \$6.7 million, or 4.3%. The majority of the aeronautical revenue is composed of terminal and landing fees paid by the commercial airlines at Phoenix Sky Harbor International Airport. These fees are established each year to recover the cost of operations, maintenance and debt service related to the airfield and terminal space. The terminal fee increased to \$120.00 per square foot in fiscal year 2018 from \$109.80 per square foot in fiscal year 2017. This increase was due to higher cost of operation of the terminal space, as the first phase of the Terminal 3 modernization was completed.

Non-aeronautical revenue increased \$10.8 million, or 5.3%. These revenues are the combination of several lines of business, with the largest being parking, rental cars, and terminal concessions. Rental Car revenue and terminal concessions, which consists of the food, beverage, and retail locations, have remained steady in fiscal year 2018, in line with passenger activity. The parking daily maximum rates increased in fiscal year 2018, accounting for the increased revenue.

Passenger Facility Charges (PFC) increased 0.4% to \$83.9 million in fiscal year 2018. PFCs are collected by the airlines at the time the customer books the flight, then remitted to the Airport. Most enplaned passengers are assessed this fee. However, based on the enabling federal legislation, PFCs are not paid by non-revenue passengers.

Customer Facility Charges (CFC) totaled \$49.2 million, a 3.9% increase in fiscal year 2018. CFCs are assessed to rental car customers at the rate of \$6 per transaction day. These fees are collected by the rental car companies and then remitted to the Airport.

Federal and state grant revenue, reported as capital contributions, decreased \$4.1 million, or 15.3% in fiscal year 2018. The amount of the grant receipts varies from year to year based on the amount of funds allocated to the airport, along with the amount of construction that is completed during the year.

Fiscal Year 2017 Compared to Fiscal Year 2016

Total revenue increased to \$516.5 million in 2017 from \$498.4 million in fiscal year 2016, an increase of \$18.1 million, or 3.6%.

Aeronautical revenue increased in fiscal year 2017 to \$154.2 million, with a total change of \$10.1 million, or 7.0%. The majority of the aeronautical revenue is composed of terminal and landing fees paid by the commercial airlines at Phoenix Sky Harbor International Airport. These fees are established each year to recover the cost of operations, maintenance and debt service related to the airfield and terminal space. The terminal fee increased to \$109.80 per square foot in fiscal year 2017 from \$106.68 per square foot in fiscal year 2016. This increase was due to higher cost of operation of the terminal space, as the first phase of the Terminal 3 modernization was completed.

Non-aeronautical revenue increased \$12.9 million, or 6.8%. These revenues are the combination of several lines of business, with the largest being parking, rental cars, and terminal concessions. Parking revenue and terminal concessions, which consists of the food, beverage, and retail locations, have remained steady in fiscal year 2017, in line with passenger activity. The rental car revenue increase relates to the \$22 million higher gross sales for the rental car companies in fiscal year 2017, compared to fiscal year 2016.

Passenger Facility Charges (PFC) increased 0.2% to \$83.6 million in fiscal year 2017. PFCs are collected by the airlines at the time the customer books the flight, then remitted to the Airport. Most enplaned passengers are assessed this fee. However, based on the enabling federal legislation, PFCs are not paid by non-revenue passengers.

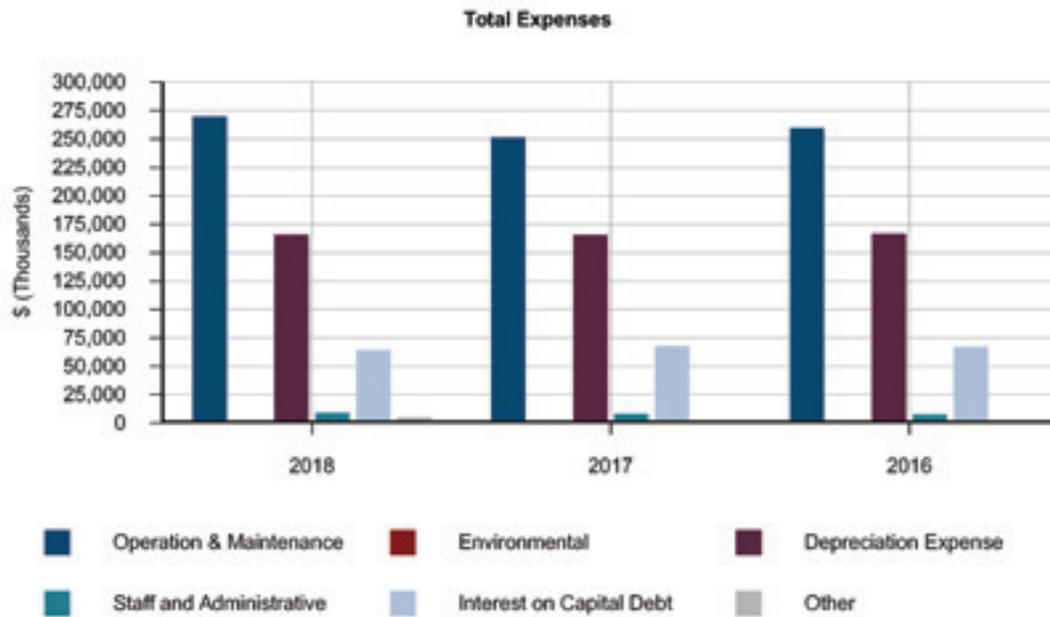
Customer Facility Charges (CFC) totaled \$47.3 million, a 0.5% increase in fiscal year 2017. CFCs are assessed to rental car customers at the rate of \$6 per transaction day. These fees are collected by the rental car companies and then remitted to the Airport.

Federal and state grant revenue, reported as capital contributions, decreased \$1.2 million, or 4.2% in fiscal year 2017. The amount of the grant receipts varies from year to year based on the amount of funds allocated to the airports, along with the amount of construction that is completed during the year.

EXPENSES

The following is a summary of expenses for the fiscal years ending June 30 (in thousands):

| | 2018 | 2017 | 2016 |
|--|-------------------|-------------------|-------------------|
| Operating Expenses | | | |
| Operation and Maintenance | \$ 270,053 | \$ 251,395 | \$ 259,903 |
| Environmental, Studies and Noise Program | — | 959 | 1,956 |
| Depreciation Expense | 166,145 | 165,826 | 166,829 |
| City Staff and Administrative | 9,141 | 8,373 | 7,716 |
| Interest on Capital Debt | 64,403 | 67,915 | 67,141 |
| Other | 5,477 | 1,787 | 1,089 |
| Total Expenses | <u>\$ 515,219</u> | <u>\$ 496,255</u> | <u>\$ 504,634</u> |



Fiscal Year 2018 Compared to Fiscal Year 2017

Total expenses increased \$19.0 million, or 3.8%, in fiscal year 2018. Operation and maintenance, depreciation, and interest on capital debt make up approximately 98% of total expenses.

Operation and maintenance expenses increased \$18.7 million, or 7.4%, in fiscal year 2018. Expenses relating to the Net Pension Liability increased personal services this year. Bond issuance costs of \$7.6 million combined with an increase in electric rates contributed to the overall increase in contractual services.

Depreciation expense remained steady with a increase of 0.2% in fiscal year 2018.

Interest on Capital Debt decreased by 5.2% in fiscal year 2018. The interest due each year for the municipal corporation obligations is based on payment schedules set by the related bond documents. The interest decreased in fiscal year 2018 as the principal on the bonds were paid down. Interest expense for the short term obligations decreased in fiscal year 2018 as the related liability decreased.

Fiscal Year 2017 Compared to Fiscal Year 2016

Total expenses decreased \$8.4 million, or 1.7%, in fiscal year 2017. Operation and maintenance, depreciation, and interest on capital debt make up approximately 98% of total expenses.

Operation and maintenance expenses decreased \$8.5 million, or 3.3%, in fiscal year 2017. Personal services costs increased by \$8.1 million. The change in Net Pension Liability dropped to \$4.8 million in fiscal year 2017 from \$14.1 million in fiscal year 2016, while salaries and related costs were higher in fiscal year 2017 due to a 3.5% increase in the number of employees. Contractual services expenses decreased 1.5% in fiscal year 2017.

Depreciation expense remained steady with a decrease of 0.6% in fiscal year 2017. An increase in depreciation expense for the new portion of Terminal 3 is offset by a decrease relating to Terminal 4.

Interest on Capital Debt increased by 1.2% in fiscal year 2017. The interest due each year for the municipal corporation obligations is based on payment schedules set by the related bond documents. The interest decreased in fiscal year 2017 as the principal on the bonds were paid down. Interest expense for the commercial paper notes payable increased in fiscal year 2017 as the related liability increased.

LONG-TERM DEBT

City of Phoenix Civic Improvement Corporation Airport Revenue Bonds

The Aviation Enterprise Fund, through the City, has entered into certain agreements with the City of Phoenix Civic Improvement Corporation (the CIC) for the funding of certain improvements and expansion projects at the City's airports. The CIC issued bonds for the improvements and expansion projects, and the Aviation Enterprise Fund made a pledge of revenues to make payments sufficient to pay principal and interest on the bonds.

The debt service requirements on senior lien airport revenue bonds are secured by a first lien pledge of Net Airport Revenues. The term Net Airport Revenues is defined in the Airport Revenue Bond Ordinance to mean Airport Revenues, after provisions for payment of the costs of operation and maintenance.

The debt service requirements on junior lien airport revenue bonds are junior to the senior lien airport revenue bonds and are secured by a pledge of the Designated Revenues. The term Designated Revenues is defined in the Airport Revenue Bond Ordinance to mean Net Airport Revenues, after payments required on any senior lien airport revenue bonds.

The Rental Car Facility Charge Revenue Bonds are special revenue obligations of the CIC, payable solely from certain payments required to be made by the Aviation Enterprise Fund, through the City, to the CIC pursuant to the City Purchase Agreement dated June 1, 2004. Pledged revenues consist primarily of Customer Facility Charge (CFC) revenues and amounts on deposit in various reserve funds. Pledged revenues do not include amounts required to be paid by the rental car companies as ground rents or concession fees, amounts on deposit or required to be deposited to the Administrative Costs Fund, amounts on deposit in the Transportation Operations and Maintenance (O&M) Fund or the Transportation Reserve Fund, the Aviation Enterprise Fund Transportation O&M Fund, or CFC's that exceed the pledged rate.

The total bond principal outstanding for the Civic Improvement Corporation Airport Revenue Bonds as of June 30 are as follows (in thousands):

| | 2018 | 2017 | 2016 |
|--|---------------------|---------------------|---------------------|
| Senior Lien Bonds | \$ 554,005 | \$ 447,660 | \$ 472,895 |
| Junior Lien Bonds | 669,935 | 724,405 | 739,900 |
| Rental Car Facility Charge Bonds | 165,885 | 176,255 | 186,050 |
| Total Revenue Bond Principal Outstanding | <u>\$ 1,389,825</u> | <u>\$ 1,348,320</u> | <u>\$ 1,398,845</u> |

The CIC issued \$190,930,000 of Senior Lien Airport Revenue Bonds, \$209,185,000 of Senior Lien Refunding Revenue Bonds, and \$474,725,000 of Junior Lien Refunding Revenue Bonds during fiscal year 2018.

The debt service reserve requirements for the Airport Revenue Bonds for the fiscal years ending June 30 (in thousands):

| | 2018 | 2017 | 2016 |
|---|-------------------|-------------------|-------------------|
| Senior Lien Bonds | \$ 45,707 | \$ 47,038 | \$ 47,038 |
| Junior Lien Bonds | 54,394 | 63,698 | 63,698 |
| Rental Car Facility Charge Bonds | 21,278 | 21,278 | 21,278 |
| Total Debt Service Reserve Requirements | <u>\$ 121,379</u> | <u>\$ 132,014</u> | <u>\$ 132,014</u> |

Airport General Obligation Bonds

As of June 30, 2018 and 2017, the Aviation Enterprise Fund had \$7.9 million principal of general obligation bonds payable in both years. The debt service requirements of Airport General Obligation Bonds have been paid from Net Airport Revenues remaining after payment of senior lien and junior lien airport revenue bonded debt service requirements. In the event such Net Airport Revenues should prove insufficient to pay airport general obligation debt service requirements or should the Aviation Enterprise Fund, through the City, decide not to pay the debt service from Net Airport Revenues, this indebtedness would then be paid from ad valorem taxes (secondary property taxes) or other available sources.

For more information regarding long-term debt, please refer to Note 5 in the Notes to the Financial Statements and Schedules 7 through 17 in the Debt Section of the Statistical Section.

CAPITAL ASSETS

The Aviation Enterprise Fund's capital assets, net of accumulated depreciation, was \$2.9 billion in fiscal year 2018, and \$2.7 billion in fiscal years 2017, and 2016, respectively.

Additions to capital assets included the following (in thousands):

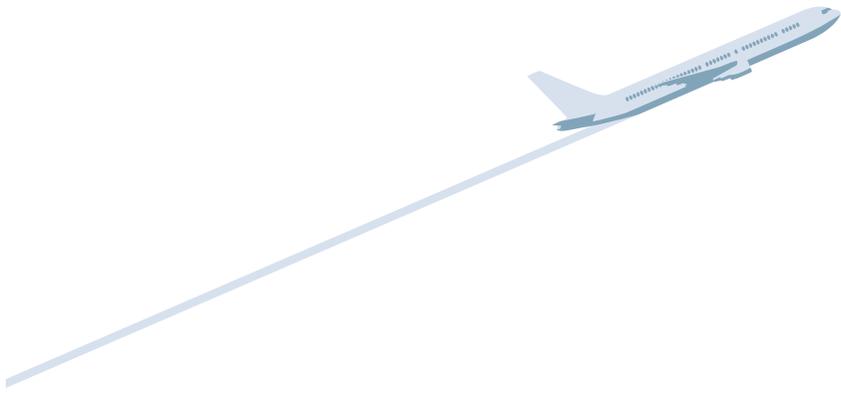
| | 2018 | 2017 | 2016 |
|------------------------------|------------|------------|-----------|
| Major construction projects: | | | |
| Terminal 3 Modernization | \$ 141,697 | \$ 110,556 | \$ 87,533 |
| PHX Sky Train | 59,985 | 2,662 | 4,699 |
| RCC Reconfiguration | 7,626 | 224 | — |
| Other construction projects: | | | |
| Airfield and runway projects | 20,760 | 32,735 | 24,298 |
| Terminal projects | 18,590 | 12,026 | 16,488 |
| Land acquisition | 76 | 72 | 707 |
| Other | 20,073 | 9,767 | 2,970 |

Additional information on the Aviation Enterprise Fund's capital assets can be found in Note 4 in the Notes to the Financial Statements.

REQUESTS FOR FINANCIAL INFORMATION

This financial report is designed to provide a general overview of the Aviation Enterprise Fund's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the City of Phoenix Finance Department, 251 West Washington Street, 9th Floor, Phoenix, Arizona 85003.

For prior annual reports, airport statistics, and other City financial information please visit our investor website at: <http://phoenix.gov/finance/investor>.



City of Phoenix, Arizona
Aviation Enterprise Fund
COMPARATIVE STATEMENTS OF NET POSITION
June 30, 2018 and 2017
(in thousands)

| ASSETS | 2018 | 2017* |
|--|------------------|------------------|
| Current Assets | | |
| Cash and Cash Equivalents | \$ 57,817 | \$ 69,970 |
| Investments | 342,853 | 295,482 |
| Receivables | | |
| Accounts Receivable, Net of Allowance for Doubtful Accounts (2018, \$0 and 2017, \$0) | 14,052 | 16,126 |
| Intergovernmental | 162 | 354 |
| Deposits in Escrow | 326 | 326 |
| Inventories | 2,953 | 2,827 |
| Total Unrestricted Current Assets | <u>418,163</u> | <u>385,085</u> |
| Restricted Assets | | |
| Debt Service | | |
| Cash and Securities with Fiscal Agents/Trustees | 105,256 | 86,957 |
| Accrued Interest Receivable | — | 11 |
| Customer Facility Charge | | |
| Cash and Securities with Fiscal Agents/Trustees | 80,632 | 74,887 |
| Investments | 22,226 | 21,945 |
| Accounts Receivable | 4,054 | 3,610 |
| Capital Projects | | |
| Cash and Cash Equivalents | 21,915 | 32,184 |
| Investments | 46,777 | 99,203 |
| Receivables | | |
| Intergovernmental | 12,458 | 10,836 |
| Passenger Facility Charge | 11,027 | 11,093 |
| Accrued Interest Receivable | 74 | — |
| Total Restricted Current Assets | <u>304,419</u> | <u>340,726</u> |
| Total Current Assets | <u>722,582</u> | <u>725,811</u> |
| Noncurrent Assets | | |
| Restricted Cash with Fiscal Agent | 121,379 | 132,014 |
| Capital Assets | | |
| Land | 574,238 | 574,238 |
| Buildings | 1,744,334 | 1,744,512 |
| Improvements Other Than Buildings | 1,661,086 | 1,643,995 |
| Equipment and Artwork | 671,947 | 672,068 |
| Intangibles | 24,355 | 25,620 |
| Construction in Progress | 390,231 | 148,709 |
| Less: Accumulated Depreciation | (2,204,971) | (2,065,636) |
| Total Capital Assets, Net of Accumulated Depreciation | <u>2,861,220</u> | <u>2,743,506</u> |
| Total Noncurrent Assets | <u>2,982,599</u> | <u>2,875,520</u> |
| Total Assets | <u>3,705,181</u> | <u>3,601,331</u> |
| DEFERRED OUTFLOWS OF RESOURCES | | |
| Deferred Loss on Refunding Bonds | 27,940 | 1,032 |
| Pension Related | 9,755 | 17,158 |
| OPEB Related | 103 | — |
| Total Deferred Outflows of Resources | <u>37,798</u> | <u>18,190</u> |

*Restated due to the adoption of GASB 75

The accompanying notes are an integral part of these financial statements

City of Phoenix, Arizona
Aviation Enterprise Fund
COMPARATIVE STATEMENTS OF NET POSITION (CONTINUED)
June 30, 2018 and 2017
(in thousands)



| LIABILITIES | 2018 | 2017* |
|--|--------------|--------------|
| Current Liabilities Payable from Current Assets | | |
| Accounts Payable | \$ 26,308 | \$ 22,859 |
| Trust Liabilities and Deposits | 354 | 4,094 |
| Advance Payments | 15,260 | 12,793 |
| Current Portion of Pollution Remediation | 100 | — |
| Current Portion of Accrued Compensated Absences | 930 | 921 |
| Total Current Liabilities Payable from Current Assets | 42,952 | 40,667 |
| Current Liabilities Payable from Restricted Assets | | |
| Debt Service | | |
| Short Term Obligations | 100,000 | 180,000 |
| Matured Bonds Payable | 67,810 | 50,525 |
| Interest Payable | 37,185 | 36,372 |
| Current Portion of General Obligation Bonds | 4,520 | — |
| Current Portion of Municipal Corporation Obligations: | | |
| Current Portion of Rental Car Facility Revenue Bonds | 10,990 | 10,370 |
| Current Portion of Aviation Revenue Bonds | 37,640 | 42,845 |
| Capital Projects | | |
| Accounts Payable | 54,085 | 45,596 |
| Total Current Liabilities Payable from Restricted Assets | 312,230 | 365,708 |
| Total Current Liabilities | 355,182 | 406,375 |
| Noncurrent Liabilities | | |
| General Obligation Bonds | 3,450 | 8,045 |
| Municipal Corporation Obligations: | | |
| Rental Car Facility Revenue Bonds | 154,895 | 165,885 |
| Aviation Revenue Bonds | 1,348,292 | 1,182,987 |
| Pollution Remediation | 2,000 | 2,200 |
| Accrued Compensated Absences | 6,097 | 5,985 |
| Net Pension Liability | 177,182 | 172,238 |
| Net OPEB Liability | 11,543 | 11,298 |
| Total Noncurrent Liabilities | 1,703,459 | 1,548,638 |
| Total Liabilities | 2,058,641 | 1,955,013 |
| DEFERRED INFLOWS OF RESOURCES | | |
| Deferred Gain on Refunding Bonds | 676 | 718 |
| Pension Related | 10,489 | 9,717 |
| Total Deferred Inflows of Resources | 11,165 | 10,435 |
| NET POSITION | | |
| Net Investment in Capital Assets | 1,264,682 | 1,196,595 |
| Restricted for: | | |
| Debt Service | 121,379 | 132,014 |
| Passenger Facility Charges | 87,521 | 125,311 |
| Rental Car Customer Facility Charges | 106,912 | 100,442 |
| Unrestricted | 92,679 | 99,711 |
| Total Net Position | \$ 1,673,173 | \$ 1,654,073 |

*Restated due to the adoption of GASB 75

The accompanying notes are an integral part of these financial statements



City of Phoenix, Arizona
Aviation Enterprise Fund
COMPARATIVE STATEMENTS OF REVENUES,
EXPENSES AND CHANGES IN NET POSITION
For the Fiscal Years Ended June 30, 2018 and 2017
(in thousands)



| | 2018 | 2017* |
|--|---------------------|---------------------|
| Operating Revenues | | |
| Aeronautical Revenue | | |
| Terminal Fees | \$ 89,389 | \$ 80,956 |
| Landing Fees | 50,030 | 51,278 |
| Air Cargo and Hangar Rental | 8,412 | 7,989 |
| Other | 13,069 | 13,986 |
| Non-Aeronautical Revenue | | |
| Parking | 88,190 | 84,151 |
| Rental Cars | 54,902 | 53,595 |
| Terminal – Food and Beverage | 22,457 | 22,019 |
| Terminal – Retail | 11,210 | 10,279 |
| Rental Revenue | 23,049 | 21,236 |
| Ground Transportation | 8,585 | 6,207 |
| Other | 4,600 | 4,722 |
| Total Operating Revenues | <u>373,893</u> | <u>356,418</u> |
| Operating Expenses | | |
| Operation and Maintenance | | |
| Personal Services | 134,785 | 127,792 |
| Contractual Services | 117,162 | 103,158 |
| Supplies | 11,731 | 9,300 |
| Equipment/Minor Improvements | 6,375 | 11,145 |
| Environmental, Studies and Noise Program | — | 959 |
| Depreciation | 166,145 | 165,826 |
| City Staff and Administrative | 9,141 | 8,373 |
| Total Operating Expenses | <u>445,339</u> | <u>426,553</u> |
| Operating Loss | <u>(71,446)</u> | <u>(70,135)</u> |
| Non-Operating Revenues (Expenses) | | |
| Passenger Facility Charges | 83,885 | 83,577 |
| Rental Car Customer Facility Charges | 49,210 | 47,348 |
| Investment Income: | | |
| Net Increase (Decrease) in Fair Value of Investments | (5,426) | (4,180) |
| Interest | 10,020 | 6,735 |
| Interest on Capital Debt | (64,403) | (67,915) |
| Loss on Disposal of Capital Assets | (4,529) | (1,417) |
| Total Non-Operating Revenues (Expenses) | <u>68,757</u> | <u>64,148</u> |
| Net Loss Before Contributions and Transfers | <u>(2,689)</u> | <u>(5,987)</u> |
| Capital Contributions | 22,569 | 26,639 |
| Transfer from General Fund – Change for Phoenix | 168 | — |
| Transfer to Capital Projects Fund | (948) | (370) |
| Change in Net Position (Deficit) | <u>19,100</u> | <u>20,282</u> |
| Net Position, July 1 | 1,654,073 | 1,645,405 |
| Restatement of Beginning Net Position | — | (11,614) |
| Net Position, July 1, as Restated | <u>1,654,073</u> | <u>1,633,791</u> |
| Net Position, June 30 | <u>\$ 1,673,173</u> | <u>\$ 1,654,073</u> |

*Restated due to the adoption of GASB 75

The accompanying notes are an integral part of these financial statements

City of Phoenix, Arizona
Aviation Enterprise Fund
COMPARATIVE STATEMENTS OF CASH FLOWS
For the Fiscal Years Ended June 30, 2018 and 2017
(in thousands)

| | 2018 | 2017* |
|--|-------------------|-------------------|
| Cash Flows from Operating Activities | | |
| Receipts from Customers | \$ 374,696 | \$ 345,577 |
| Payments to Suppliers | (170,100) | (177,494) |
| Payments to Employees | (83,350) | (77,115) |
| Payment of Staff and Administrative Expenses | (9,141) | (8,373) |
| Net Cash Provided by Operating Activities | <u>112,105</u> | <u>82,595</u> |
| Cash Flows from Noncapital Financing Activities | | |
| Transfers from Other Funds | 168 | — |
| Transfers to Other Funds | (948) | (370) |
| Net Cash Used by Noncapital Financing Activities | <u>(780)</u> | <u>(370)</u> |
| Cash Flows from Capital and Related Financing Activities | | |
| Proceeds from Capital Debt | 118,778 | 50,000 |
| Principal Paid on Capital Debt | (50,525) | (47,390) |
| Interest Paid on Capital Debt | (71,852) | (74,656) |
| Acquisition and Construction of Capital Assets | (280,096) | (167,484) |
| Proceeds from Sales of Capital Assets | 198 | 313 |
| Passenger Facility Charges | 83,951 | 80,133 |
| Rental Car Customer Facility Charges | 48,765 | 46,882 |
| Capital Contributions | 21,138 | 21,937 |
| Net Cash Used by Capital and Related Financing Activities | <u>(129,643)</u> | <u>(90,265)</u> |
| Cash Flows from Investing Activities | | |
| Purchases of Investment Securities | (957,477) | (338,846) |
| Proceeds from Sale and Maturities of Investment Securities | 935,311 | 338,766 |
| Net Activity for Short-Term Investments | 26,940 | (5,284) |
| Interest on Investments | 4,531 | 2,548 |
| Net Cash Provided (Used) by Investing Activities | <u>9,305</u> | <u>(2,816)</u> |
| Net Decrease in Cash and Cash Equivalents | (9,013) | (10,856) |
| Cash and Cash Equivalents, July 1 | <u>396,338</u> | <u>407,194</u> |
| Cash and Cash Equivalents, June 30 | <u>\$ 387,325</u> | <u>\$ 396,338</u> |

*Restated due to the adoption of GASB 75

The accompanying notes are an integral part of these financial statements

City of Phoenix, Arizona
Aviation Enterprise Fund
COMPARATIVE STATEMENTS OF CASH FLOWS (CONTINUED)
For the Fiscal Years Ended June 30, 2018 and 2017
(in thousands)



| | 2018 | 2017* |
|--|-------------|-------------|
| Reconciliation of Operating Loss to | | |
| Net Cash Provided by Operating Activities | | |
| Operating Loss | \$ (71,446) | \$ (70,135) |
| Adjustments | | |
| Depreciation | 166,145 | 165,826 |
| Deferred Outflows – Pension and OPEB | 7,300 | 17,029 |
| Deferred Inflows – Pension | 772 | (3,665) |
| Change in Assets and Liabilities | | |
| Receivables | 2,074 | (4,103) |
| Allowance for Doubtful Accounts | — | (1,320) |
| Inventories | (126) | (1,116) |
| Accounts Payable | 3,449 | (6,019) |
| Trust Liabilities and Deposits | (3,740) | 835 |
| Advance Payments | 2,467 | (6,252) |
| Pollution Remediation | (100) | (175) |
| Accrued Compensated Absences | 121 | 486 |
| Net Pension Liability | 4,944 | (8,549) |
| Net OPEB Liability | 245 | (247) |
| Net Cash Provided by Operating Activities | \$ 112,105 | \$ 82,595 |
| Noncash Capital and Financing Activities | | |
| Refunding Issuance in Excess of Bond Retirement | \$ 1,351 | \$ 27 |
| Increase (Decrease) in Fair Value of Investments | 172 | (86) |
| Total Noncash Capital and Financing Activities | \$ 1,523 | \$ (59) |
| Cash and Cash Equivalents | | |
| Unrestricted | | |
| Cash and Cash Equivalents | \$ 57,817 | \$ 69,970 |
| Deposits in Escrow | 326 | 326 |
| Total Unrestricted | 58,143 | 70,296 |
| Restricted | | |
| Cash and Cash Equivalents | 21,915 | 32,184 |
| Cash and Securities with Fiscal Agents/Trustees: | | |
| Debt Service | 105,256 | 86,957 |
| Customer Facility Charge | 80,632 | 74,887 |
| Total Restricted | 207,803 | 194,028 |
| Noncurrent | | |
| Cash and Securities with Fiscal Agents/Trustees | 121,379 | 132,014 |
| Total Cash and Cash Equivalents | \$ 387,325 | \$ 396,338 |

*Restated due to the adoption of GASB 75

The accompanying notes are an integral part of these financial statements

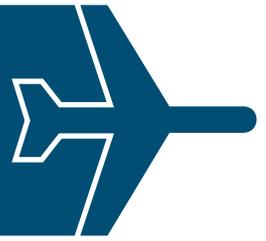




NOTES TO THE FINANCIAL STATEMENTS

| Note | Description |
|-----------|---|
| 1 | Summary of Significant Accounting Policies |
| 2 | Cash and Investments |
| 3 | Receivables |
| 4 | Capital Assets |
| 5 | Long-Term Obligations |
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The City of Phoenix, Arizona (the City) owns and operates Phoenix Sky Harbor International Airport (the Airport) and two general aviation airports, Phoenix Goodyear Airport and Phoenix Deer Valley Airport (collectively, the Aviation Enterprise Fund). The City has operated the Aviation Enterprise Fund as a self-supporting enterprise since 1967, according to Part II, Chapter 4 of the City of Phoenix Code of Ordinances.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

a) Reporting Entity

The accompanying financial statements include only the Aviation Enterprise Fund and are not intended to present fairly the financial position of the City, the changes in its financial position or, where applicable, its cash flows in conformity with accounting principles generally accepted in the United States of America.

b) Jointly Governed Organizations-Phoenix-Mesa Gateway Airport Authority

The Phoenix-Mesa Gateway Airport Authority is a nonprofit corporation established and funded by the City of Phoenix, City of Mesa, Towns of Gilbert and Queen Creek, and the Gila River Indian Community. The purpose of the entity is the redevelopment of Williams Air Force Base that was closed in September 1993 to become the Phoenix-Mesa Gateway Airport. The Board of Directors consists of the mayors for the respective municipalities and the governor of the tribal community. The Aviation Enterprise Fund contributes \$1.3 million per year (life to date \$20.8 million) to the Phoenix-Mesa Gateway Airport Authority operating and capital budget.

c) Basis of Accounting

The Aviation Enterprise Fund is an enterprise fund of the City and the cost of providing services is recovered primarily through their fees and charges. The Aviation Enterprise Fund, through the City, has established activity rates and fees to recover the cost, including capital costs, of providing services and has issued debt backed by these revenues.

Since the Aviation Enterprise Fund is an enterprise fund of the City, the accrual basis of accounting is followed, whereby revenues are recognized in the accounting period in which they are earned and expenses are recognized when incurred. Operating revenues and expenses are distinguished from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the fund's principal ongoing operations. Operating expenses include the cost of operating and maintaining the airports, environmental expenses, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating items.

d) Pooled Cash and Investments

The Aviation Enterprise Fund's cash resources are combined through the City to form a cash and investment pool managed by the City Treasurer. Excluded from this pool are the investments of the City of Phoenix Employee Retirement System and certain other legally restricted funds. Interest earned by the pool is distributed monthly to individual funds based on daily equity in the pool.

The Aviation Enterprise Fund's cash and cash equivalents include cash in bank, cash on hand, and short-term investments with original maturities of 90 days or less from the date of acquisition.

The Aviation Enterprise Fund's investments are stated at fair value. Fair value is based on quoted market prices as of the valuation date.

e) Accounts Receivable

Accounts receivable are reported net of an allowance for doubtful accounts. The allowance for doubtful accounts is based on management’s assessment of the potential for losses, taking into account historical experience and currently available information.

f) Deposits in Escrow

Deposits in Escrow are performance bonds and security deposits made by airport tenants.

g) Inventories

Inventories consist of materials and supplies which have been valued at cost.

h) Capital Assets

Capital assets are defined as assets with an initial, individual cost of more than \$5,000 and an estimated useful life greater than two years. All artwork and land is capitalized. Capital assets are recorded at cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at the estimated acquisition value at the date of donation.

Major outlays for capital assets and improvements are capitalized as the projects are constructed. Interest incurred during the construction phase of projects is reflected in the capitalized value of the asset constructed. The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. Major improvements are capitalized and depreciated over the remaining useful lives of the related capital assets.

Depreciation is computed using the straight-line method over the estimated useful lives of the related assets as follows:

| | |
|-----------------------------------|----------------|
| Buildings | 10 to 40 years |
| Improvements other than Buildings | |
| Runways and Taxiways | 18 to 25 years |
| Other Improvements | 10 to 50 years |
| Equipment | 5 to 30 years |
| Intangible Assets | 5 to 40 years |

A gain or loss on disposal of capital assets is recognized when assets are retired from service or are sold or otherwise disposed of.

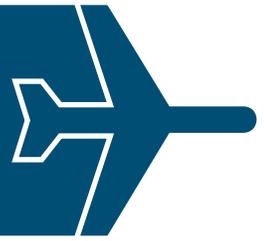
i) Compensated Absences

Vacation and compensatory time benefits are accrued as liabilities as employees earn the benefits to the extent that they meet both of the following criteria: 1) the Aviation Enterprise Fund’s obligation through the City is attributable to employees’ services already rendered; and 2) it is probable that the Aviation Enterprise Fund, through the City, will compensate the employees for the benefits through paid time off or some other means, such as cash payments.

Sick leave benefits are accrued as a liability as the benefits are earned by employees, but only to the extent that it is probable that the Aviation Enterprise Fund, through the City, will compensate the employees through cash payments conditioned on the employees’ termination or retirement. All of the outstanding compensated absences are recorded as a liability.

j) Long-Term Obligations

In the financial statements, long-term debt and other long-term obligations are reported as liabilities in the Comparative Statements of Net Position. Bond premiums and discounts are amortized over the life of the bonds using the interest method.



k) Net Position

Net Investment in Capital Assets – This category groups all capital assets into one component of net position. Accumulated depreciation and the outstanding balances of debt that are attributed to the acquisition, construction, or improvement of these assets reduce the balance in this category.

Restricted Net Position – This category presents external restrictions imposed by creditors, grantors, or laws or regulations of other governments and restrictions imposed by law through constitutional provisions or enabling legislation.

Unrestricted Net Position – This category represents the net position that is not restricted for any project or other purpose.

l) Statements of Cash Flows

For purposes of the Comparative Statements of Cash Flows, all highly liquid investments (including restricted assets) with original maturities of 90 days or less when purchased are considered to be cash equivalents.

m) Rates and Charges

The Aviation Enterprise Fund annually establishes airline facility rental fees, landing fees and other charges sufficient to recover the costs of operations, maintenance and debt service related to the airfield and space rented by the airlines. Any differences between amounts collected and the actual costs allocated to the airlines' leased space are credited or billed to the airlines.

n) 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 a number of estimates and assumptions that affect the reported amounts of assets, liabilities, deferred inflows and outflows of resources, and net position, the disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses/ expenditures during the reporting period. Actual results could differ from those estimates.

o) New Accounting Pronouncements and Revisions

New Accounting Pronouncements Adopted in 2018:

GASB Statement No. 75, GASB Statement No. 75, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions, will improve the decision-usefulness of information in employer and governmental nonemployer contributing entity financial reports and will enhance its value for assessing accountability and interperiod equity by requiring recognition of the entire OPEB liability and a more comprehensive measure of OPEB expense. The requirements of this Statement are effective for financial statements for reporting periods beginning after June 15, 2017. The Aviation Enterprise Fund implemented this Statement and, as such, decreased the Net Position for June 30, 2016 by \$11,614,227. The financial statements for the year ended June 30, 2017 have been restated to reflect the implementation of this statement.

GASB Statement No. 85, Omnibus 2017, addresses practice issues that were identified during implementation and application of certain GASB Statements. The Statement addresses a variety of topics including issues related to blending component units, goodwill, fair value measurement and application, and postemployment benefits (pensions and other postemployment benefits (OPEB)). The requirements of this Statement are effective for financial statements for periods beginning after June 15, 2017. The Aviation Enterprise Fund has determined there is no impact to the financial statements as a result of this Statement.

GASB Statement No. 86, Certain Debt Extinguishment Issues, establishes standards of accounting and financial reporting requirements, for in-substance defeasance of debt transactions in which cash and other monetary assets acquired with only existing resources, that is, resources other

than the proceeds of refunding debt, are placed in a irrevocable trust for the sole purpose of future repayment of outstanding debt. The requirements of this Statement are effective for financial statements for periods beginning after June 15, 2017. The Aviation Enterprise Fund has determined there is no impact to the financial statements as a result of this Statement.

GASB Statement No. 89, Accounting for Interest Cost Incurred before the End of a Construction Period, requires that interest cost incurred before the end of a construction period be recognized as an expense in the period in which the cost is incurred for financial statements prepared using the economic resources measurement focus. As a result, interest cost incurred before the end of a construction period will not be included in the historical cost of a capital asset reported in a business-type activity or enterprise fund. For financial statement that are prepared with the current financial resources measurement focus, the interest cost incurred before the end of a construction period should be recognized as an expense according to governmental fund accounting principles. The requirements of this Statement are effective for financial statements for periods beginning after December 15, 2019. The Aviation Enterprise Fund has implemented this Statement in fiscal year 2018.

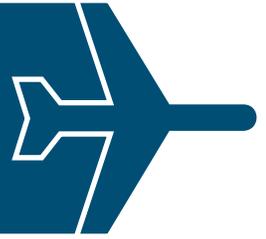
Pronouncements Issued But Not Yet Effective:

GASB has issued the following pronouncements that may effect future financial position, results of operations, cash flows, or financial presentation of the Aviation Enterprise Fund upon implementation. The Aviation Enterprise Fund has not fully determined the effect these pronouncements will have on the City's financial statements.

| GASB Statement No. | GASB Accounting Standard | Effective Fiscal Year |
|-----------------------|---|--------------------------|
| 83 | Certain Asset Retirement Obligations | 2019 |
| 87 | Leases | 2021 |
| 88 | Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements | 2019 |
| 90 | Majority Equity Interests – an amendment of GASB Statements number 14 and 61 | 2020 |

Revisions:

A revision has been made to the 2017 financial statements to conform to the 2018 presentation for noncurrent cash with fiscal agent. This revision consisted of moving \$132.0 million of cash with fiscal agent from current assets to noncurrent assets on the Comparative Statements of Net Position for 2017. Another revision was made that consisted of moving \$93.4 million from unrestricted net position to net Investment in capital assets on the Comparative Statements of Net Position. Neither of these revisions had any effect on the Aviation Enterprise Fund's net position.



2. CASH, CASH EQUIVALENTS, AND INVESTMENTS

Cash and cash equivalents at June 30, 2018 and 2017, was composed of the following (in thousands):

| | 2018 | 2017 |
|--|-------------------|-------------------|
| Cash in Bank | \$ 9,157 | \$ 1,314 |
| Cash on Hand | 2 | 3 |
| Short-Term Pooled Investments | 58,923 | 94,149 |
| Short-Term Non-Pooled Investments | 11,975 | 7,014 |
| Cash with Fiscal Agents/Trustees | 285,803 | 272,356 |
| Securities with Fiscal Agents/Trustees | 21,465 | 21,502 |
| Total Cash and Cash Equivalents | <u>\$ 387,325</u> | <u>\$ 396,338</u> |

A summary of Aviation Enterprise Fund cash and cash equivalents at June 30, 2018, and 2017 (in thousands):

| | 2018 | 2017 |
|---------------------------------|-------------------|-------------------|
| Unrestricted | \$ 58,143 | \$ 70,296 |
| Restricted | 329,182 | 326,042 |
| Total Cash and Cash Equivalents | <u>\$ 387,325</u> | <u>\$ 396,338</u> |

Deposits

Cash deposits are subject to custodial risk. Custodial risk is the risk that in the event of a bank failure, the Aviation Enterprise Fund's deposits through the City may not be returned. The Aviation Enterprise Fund's deposits through the City during the year and at fiscal year-end were entirely covered by federal depository insurance or by collateral held by the City's agent in the City's name. The Aviation Enterprise Fund's deposits at June 30, 2018 and 2017 were (in thousands):

| | 2018 | 2017 |
|---------------------|----------|----------|
| Deposits | | |
| Carrying Amount | \$ 9,157 | \$ 1,314 |
| Bank Ledger Balance | 9,204 | 1,333 |

Cash with fiscal agents and trustees are subject to custodial risk. The Aviation Enterprise Fund's contracts through the City with the fiscal agents and trustees call for these deposits to be fully covered by collateral held in the fiscal agents' and trustees' trust departments but not in the City's name. Each trust department pledges a pool of collateral against all trust deposits it holds. The Aviation Enterprise Fund's cash and securities with fiscal agents were (in thousands):

| | 2018 | 2017 |
|------------------------------|------------|------------|
| Cash with Fiscal Agent | | |
| Carrying Amount | \$ 285,803 | \$ 272,357 |
| Bank Ledger Balance | 285,803 | 272,357 |
| Securities with Fiscal Agent | | |
| Carrying Amount | 21,465 | 21,502 |
| Bank Ledger Balance | 21,465 | 21,502 |

Investments

Aviation Enterprise Fund investments are included in the City's pooled investments. The City Charter and ordinances authorize the City to invest in U.S. Treasury securities, securities guaranteed, insured or backed by the full faith and credit of the U.S. Government, U.S. Government agency securities, repurchase agreements, commercial paper, money market accounts, certificates of deposit, the State Treasurer's Local Government Investment Pool "LGIP", highly rated securities issued or guaranteed by any state or political subdivision thereof rated in the highest short-term or second highest long-term category, and investment grade corporate bonds, debentures, notes and other evidence of indebtedness issued or guaranteed by a solvent U.S. corporation which are not in default as to principal or interest. Investments are carried at fair value. It is the City's policy generally to hold investments until maturity.



The Aviation Enterprise Fund maintains a portion of its unrestricted and restricted cash and investments in the City's cash and investment pool. The following table summarizes the amounts reported as "Investments" at June 30, 2018 and 2017 (in thousands):

| City Investments | Credit Quality Rating | June 30, 2018 | | June 30, 2017 | |
|--|-----------------------|---------------|-----------------------------------|---------------|-----------------------------------|
| | | Fair Value | Weighted Average Maturity (Years) | Fair Value | Weighted Average Maturity (Years) |
| Pooled Investments | | | | | |
| Repurchase Agreements collateralized by U.S. Treasury Securities | Not Rated | \$ 18,873 | 0.006 | \$ 39,103 | 0.016 |
| U.S. Treasury Securities | | 174,587 | 1.934 | 169,979 | 2.159 |
| U.S. Government Agency Securities | | | | | |
| FFCB Notes | AA+ | 57,388 | 2.111 | 51,739 | 2.584 |
| FNMA Notes | AA+ | 31,846 | 1.639 | 38,099 | 2.468 |
| FHLMC Notes | AA+ | 17,977 | 1.797 | 41,777 | 1.477 |
| FHLB Notes | AA+ | 57,560 | 1.720 | 87,175 | 1.485 |
| Total U.S. Government Agency Securities | | 164,771 | 1.849 | 218,790 | 1.915 |
| Pre-Refunded Municipal Securities | N/A (1) | 3,098 | 1.662 | 2,289 | 0.645 |
| Certificates of Deposit | N/A (2) | 26,181 | 0.106 | 27,319 | 0.144 |
| Commercial Paper | A-1 | 25,256 | 0.081 | 20,996 | 0.023 |
| Mortgage Backed Securities | | | | | |
| GNMA | AA+ | 18,363 | 2.943 | 8,820 | 3.040 |
| FHLMC Notes | AA+ | 74 | 3.476 | 93 | 3.187 |
| Total Mortgage Backed Securities | | 18,437 | 2.945 | 8,913 | 3.042 |
| Total Pooled Investments | | 431,203 | 1.639 | 487,389 | 1.681 |
| Less: Short-Term Pooled Investments | | (63,459) | | (92,704) | |
| Net Pooled Investments | | 367,744 | | 394,685 | |
| Non-Pooled Investments | | | | | |
| Repurchase Agreements Collateralized by U.S. Treasury Securities | Not Rated | — | | 15 | 0.008 |
| U.S. Treasury Securities | | 56,086 | 0.107 | 24,941 | 0.860 |
| U.S. Government Agency Securities | | | | | |
| FHLB Notes | AA+ | — | | 4,003 | 0.044 |
| Total U.S. Government Agency Securities | | — | | 4,003 | 0.044 |
| Total Non-Pooled Investments | | 56,086 | 0.107 | 28,959 | 0.746 |
| Less: Short-Term Non-Pooled Investments | | (11,974) | | (7,014) | |
| Net Non-Pooled Investments | | 44,112 | | 21,945 | |
| Total Investments | | 411,856 | | \$ 416,630 | |

Notes:

(1) Pre-Refunded Municipal Securities for which the payment of interest, and ultimately the repayment of principal, is backed by U.S. Government Securities.

(2) All Certificates of Deposit are insured by the FDIC.

Fair Value Hierarchy

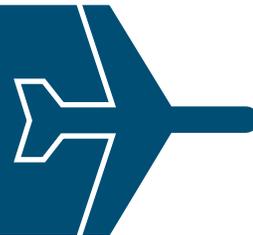
Aviation Enterprise Fund pooled investments are included in the City's pooled investments. The City categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure fair value of the assets. The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices in active markets for identical financial assets that the City has the ability to access at the measurement date;
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the financial asset, either directly or indirectly;
- Level 3 inputs are unobservable inputs for the financial asset.

The following is a summary of the fair value hierarchy of the fair value of investments of the City as of June 30, 2018 and 2017 (in thousands):

| Investments by Fair Value Level | Fair Value Measurement Using: | | | |
|--|-------------------------------|-----------------|-------------------|-------------|
| | 06/30/18 | Level 1 | Level 2 | Level 3 |
| U.S. Government securities | \$ 249,546 | \$ 2,652 | \$ 246,894 | \$ — |
| U.S. Government agency obligations | 164,771 | — | 164,771 | — |
| U.S. Government agency MBS/CMO | 18,437 | — | 18,437 | — |
| Municipal bonds | 3,098 | — | 3,098 | — |
| Commercial Paper | 25,256 | — | 25,256 | — |
| Total Investments, including those classified as cash equivalents, by fair value level | <u>\$ 461,108</u> | <u>\$ 2,652</u> | <u>\$ 458,456</u> | <u>\$ —</u> |

| Investments by Fair Value Level | Fair Value Measurement Using: | | | |
|--|-------------------------------|-----------------|-------------------|-------------|
| | 06/30/17 | Level 1 | Level 2 | Level 3 |
| U.S. Government securities | \$ 234,038 | \$ 2,888 | \$ 231,150 | \$ — |
| U.S. Government agency obligations | 222,793 | — | 222,793 | — |
| U.S. Government agency MBS/CMO | 8,913 | — | 8,913 | — |
| Municipal bonds | 2,289 | — | 2,289 | — |
| Commercial Paper | 20,996 | — | 20,996 | — |
| Total Investments, including those classified as cash equivalents, by fair value level | <u>\$ 489,029</u> | <u>\$ 2,888</u> | <u>\$ 486,141</u> | <u>\$ —</u> |



Interest Rate Risk

Interest rate risk is the risk that changes in market rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment the greater the sensitivity of its fair value to changes in market interest rates. The Aviation Enterprise Fund follows the City’s policies for interest rate risk. In order to limit interest rate risk, the City’s investment policy limits maturities as follows:

| | |
|---|---------------------------------|
| U.S. Treasury Securities | 5 year final maturity |
| Securities guaranteed, insured, or backed by the full faith and credit of the U.S. Government | 5 year final maturity |
| U.S. Government Agency Securities | 5 year final maturity |
| Repurchase Agreements | 60 days |
| Municipal Obligations | 5 years for long-term issuances |
| Money Market Mutual Funds | 90 days |
| Commercial Paper | 270 days |

For Mortgage Backed Securities (MBS) and Collateralized Mortgage Obligations (CMO), the maximum weighted average life using current Public Securities Association (PSA) prepayment assumptions shall be 12 years at the time of purchase for MBS and 5 years at the time of purchase for CMO.

Credit Risk

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investments. The Aviation Enterprise Fund follows the City’s policies regarding credit risk. The City’s investment policy limits its purchase of investments to the top ratings issued by nationally recognized statistical rating organizations such as Standard & Poor’s (S&P) and Moody’s Investors Service (Moody’s). The portfolio is primarily invested in securities issued by the U.S. Treasury or by U.S. Government Agency Securities which are rated Aaa by Moody’s and AA+ by S&P. Repurchase agreements are generally collateralized by U.S. Treasuries and U.S. Government Agency Securities at 102%. Municipal securities must have a short-term minimum rating of A1 by S&P and P1 by Moody’s and a long-term uninsured rating of A+ by S&P and A1 by Moody’s. The rating requirements do not apply to obligations issued by the City of Phoenix. Money market mutual funds must have a current minimum money market rating of AAAM by S&P and Aaa-mf by Moody’s. For commercial paper, an Issuer’s program must have a minimum rating of A1 by S&P and P1 by Moody’s. The issuing corporation must be organized and operating in the United States and have a minimum long-term debt rating of A+ by S&P and A1 by Moody’s. Programs rated by only one of the agencies are ineligible.

Concentration of Credit Risk

Concentration of credit risk is the risk that too many resources have been invested in a single issuer, and that issuer may fail. Investments in any one issuer that represent 5% or more of total Aviation Enterprise Fund investments are as follows:

| Issuer | 2018 | 2017 |
|--|--------|--------|
| Federal National Mortgage Association | 6.54% | 7.38% |
| Federal Home Loan Mortgage Corporation | * | 8.09% |
| Federal Home Loan Bank | 11.81% | 17.66% |
| Federal Farm Credit Bank | 11.78% | 10.02% |

* Investment is less than 5% in 2018

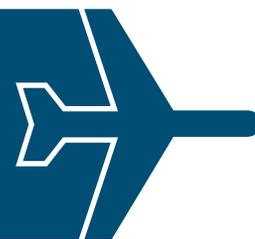
3. RECEIVABLES

Receivables at June 30, 2018 and 2017 are stated net of the allowance for doubtful accounts, and are summarized as follows (in thousands):

| | <u>June 30, 2018</u> | <u>June 30, 2017</u> |
|--------------------------------------|----------------------|----------------------|
| Unrestricted | | |
| Accounts Receivable | \$ 14,052 | \$ 16,126 |
| Intergovernmental Receivable | 162 | 354 |
| Restricted | | |
| Passenger Facility Charge Receivable | 11,027 | 11,093 |
| Customer Facility Charge Receivable | 4,054 | 3,610 |
| Intergovernmental Receivable | 12,458 | 10,836 |
| Interest Receivable | 74 | 11 |
| Total Receivable | <u>\$ 41,827</u> | <u>\$ 42,030</u> |

(1) Intergovernmental Receivables include monies due from other governmental entities for grants.

No allowance for doubtful accounts has been recorded as of June 30, 2018 and June 30, 2017. Accounts Receivable includes unbilled charges of \$9.0 million at June 30, 2018 and \$10.1 million at June 30, 2017.



4. CAPITAL ASSETS

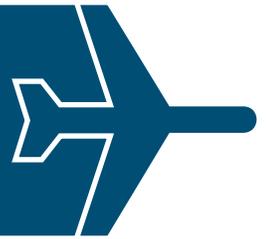
Capital asset activity for the Aviation Enterprise Fund for the fiscal years ended June 30, 2018 and 2017, was as follows (in thousands):

| | Balances July 1, 2017 | Additions | Deletions | Balances June 30, 2018 |
|------------------------------------|--------------------------|------------|--------------|---------------------------|
| Non-depreciable assets: | | | | |
| Land | \$ 574,238 | \$ — | \$ — | \$ 574,238 |
| Artwork | 7,261 | — | — | 7,261 |
| Construction-in-Progress | 148,709 | 260,562 | (19,040) | 390,231 |
| Total non-depreciable assets | 730,208 | 260,562 | (19,040) | 971,730 |
| Depreciable assets: | | | | |
| Buildings | 1,744,512 | 15,074 | (15,252) | 1,744,334 |
| Improvements | 1,643,995 | 17,930 | (839) | 1,661,086 |
| Equipment | 664,807 | 13,916 | (14,037) | 664,686 |
| Intangible Assets | 25,620 | 144 | (1,409) | 24,355 |
| Total depreciable assets | 4,078,934 | 47,064 | (31,537) | 4,094,461 |
| Less accumulated depreciation for: | | | | |
| Buildings | (799,533) | (53,640) | 13,742 | (839,431) |
| Improvements | (943,167) | (63,575) | 839 | (1,005,903) |
| Equipment | (309,313) | (46,352) | 10,820 | (344,845) |
| Intangible Assets | (13,623) | (2,578) | 1,409 | (14,792) |
| Total accumulated depreciation | (2,065,636) | (166,145) | 26,810 | (2,204,971) |
| Total depreciable assets, net | 2,013,298 | (119,081) | (4,727) | 1,889,490 |
| Total capital assets, net | \$ 2,743,506 | \$ 141,481 | \$ (23,767) | \$ 2,861,220 |
| | | | | |
| | Balances July 1, 2016 | Additions | Deletions | Balances June 30, 2017 |
| Non-depreciable assets: | | | | |
| Land | \$ 574,195 | \$ 118 | \$ (75) | \$ 574,238 |
| Artwork | 7,261 | — | — | 7,261 |
| Construction-in-Progress | 186,299 | 86,469 | (124,059) | 148,709 |
| Total non-depreciable assets | 767,755 | 86,587 | (124,134) | 730,208 |
| Depreciable assets: | | | | |
| Buildings | 1,623,818 | 138,129 | (17,435) | 1,744,512 |
| Improvements | 1,636,664 | 29,715 | (22,384) | 1,643,995 |
| Equipment | 624,669 | 50,648 | (10,510) | 664,807 |
| Intangible Assets | 23,705 | 2,003 | (88) | 25,620 |
| Total depreciable assets | 3,908,856 | 220,495 | (50,417) | 4,078,934 |
| Less accumulated depreciation for: | | | | |
| Buildings | (763,381) | (52,474) | 16,322 | (799,533) |
| Improvements | (896,500) | (68,927) | 22,260 | (943,167) |
| Equipment | (276,734) | (41,780) | 9,201 | (309,313) |
| Intangible Assets | (11,063) | (2,645) | 85 | (13,623) |
| Total accumulated depreciation | (1,947,678) | (165,826) | 47,868 | (2,065,636) |
| Total depreciable assets, net | 1,961,178 | 54,669 | (2,549) | 2,013,298 |
| Total capital assets, net | \$ 2,728,933 | \$ 141,256 | \$ (126,683) | \$ 2,743,506 |

5. LONG-TERM OBLIGATIONS

Changes in long-term obligations at June 30, 2018 and 2017 are summarized as follows (in thousands):

| | Balances July 1, 2017 | Additions | Reductions | Balances June 30, 2018 | Amounts Due Within One Year |
|-----------------------------------|--------------------------|--------------|--------------|---------------------------|-----------------------------------|
| Bonds and Notes Payable: | | | | | |
| General Obligation Bonds | \$ 7,865 | \$ — | \$ — | \$ 7,865 | \$ 4,520 |
| Municipal Corporation Obligations | | | | | |
| Rental Car Facility Revenue Bonds | 176,255 | — | (10,370) | 165,885 | 10,990 |
| Aviation Revenue Bonds | 1,172,065 | 874,840 | (822,965) | 1,223,940 | 37,640 |
| Subtotal | 1,356,185 | 874,840 | (833,335) | 1,397,690 | 53,150 |
| Discounts/Premiums | 53,947 | 134,706 | (26,556) | 162,097 | — |
| Total Bonds and Notes Payable | 1,410,132 | 1,009,546 | (859,891) | 1,559,787 | 53,150 |
| Other Liabilities: | | | | | |
| Accrued Compensated Absences | 6,906 | 7,027 | (6,906) | 7,027 | 930 |
| Pollution Remediation | 2,200 | — | (100) | 2,100 | 100 |
| Net Pension Liability | 172,238 | 4,944 | — | 177,182 | — |
| Net OPEB Liability | 11,298 | 245 | — | 11,543 | — |
| Total Other Liabilities | 192,642 | 12,216 | (7,006) | 197,852 | 1,030 |
| Total Long-Term Obligations | \$ 1,602,774 | \$ 1,021,762 | \$ (866,897) | \$ 1,757,639 | \$ 54,180 |
| | | | | | |
| | Balances July 1, 2016 | Additions | Reductions | Balances June 30, 2017 | Amounts Due Within One Year |
| Bonds and Notes Payable: | | | | | |
| General Obligation Bonds | \$ 7,865 | \$ — | \$ — | \$ 7,865 | \$ — |
| Municipal Corporation Obligations | | | | | |
| Rental Car Facility Revenue Bonds | 186,050 | — | (9,795) | 176,255 | 10,370 |
| Aviation Revenue Bonds | 1,212,795 | — | (40,730) | 1,172,065 | 42,845 |
| Subtotal | 1,406,710 | — | (50,525) | 1,356,185 | 53,215 |
| Discounts/Premiums | 59,184 | — | (5,237) | 53,947 | — |
| Total Bonds and Notes Payable | 1,465,894 | — | (55,762) | 1,410,132 | 53,215 |
| Other Liabilities: | | | | | |
| Accrued Compensated Absences | 6,420 | 6,906 | (6,420) | 6,906 | 921 |
| Pollution Remediation | 2,375 | — | (175) | 2,200 | — |
| Net Pension Liability | 180,787 | — | (8,549) | 172,238 | — |
| Net OPEB Liability | 11,545 | — | (247) | 11,298 | — |
| Total Other Liabilities | 201,127 | 6,906 | (15,391) | 192,642 | 921 |
| Total Long-Term Obligations | \$ 1,667,021 | \$ 6,906 | \$ (71,153) | \$ 1,602,774 | \$ 54,136 |



Issues of long-term debt were as follows at June 30, 2018 and 2017 (dollars in thousands):

| June 30, 2018 | | | | | | | | |
|---|--|----------------|-------------------------|----------------------|-----------------|-----------------------|----------------------|--------------------------------|
| Issue Date | Purpose | Maturity Dates | Effective Interest Rate | Average Life (Years) | Original Amount | Principal Outstanding | Interest Outstanding | Unamortized Discount (Premium) |
| Municipal Corporation Obligations (1) | | | | | | | | |
| 03/05/13 | Airport Revenue Refunding (AMT) (2a) | 7/1/14-32 | 3.28 | 11.8 | \$ 196,600 | \$ 160,825 | \$ 66,636 | \$ (19,192) |
| 11/21/17 | Airport Revenue (AMT) (2a) | 7/1/18-47 | 3.84 | 18.7 | 190,930 | 189,130 | 173,113 | (28,464) |
| 11/21/17 | Airport Revenue Refunding (Non-AMT) (2a) | 7/1/21-38 | 3.23 | 13.5 | 173,440 | 173,440 | 111,864 | (32,356) |
| 11/21/17 | Airport Revenue Refunding (Taxable) (2a) | 7/1/18-21 | 2.23 | 2.2 | 35,745 | 30,610 | 1,143 | — |
| Total Sr. Lien Obligations | | | | | 596,715 | 554,005 | 352,756 | (80,012) |
| 09/01/10 | Airport Revenue (Non-AMT) (2b) (3) | 7/1/13-40 | 4.69 | 19.0 | 642,680 | 31,310 | 2,262 | (99) |
| 09/01/10 | Airport Revenue (Taxable) (2b) (3) (4) | 7/1/40 | 3.67 | 29.8 | 21,345 | 21,345 | 30,993 | — |
| 09/01/10 | Airport Revenue Refunding (Non-AMT) (2b) | 7/1/23-25 | 4.33 | 13.9 | 32,080 | 32,080 | 9,676 | (1,062) |
| 12/15/15 | Airport Revenue (Non-AMT) (2b) (3) | 7/1/16-45 | 3.99 | 18.6 | 95,785 | 91,820 | 75,183 | (10,033) |
| 12/15/15 | Airport Revenue Refunding (Non-AMT) (2b) (3) | 7/1/34 | 4.08 | 18.5 | 18,655 | 18,655 | 14,924 | (2,112) |
| 12/21/17 | Airport Revenue Refunding (Non-AMT) (2b) (3) | 7/1/21-40 | 3.36 | 14.2 | 474,725 | 474,725 | 301,907 | (68,674) |
| Total Jr. Lien Obligations | | | | | 1,285,270 | 669,935 | 434,945 | (81,980) |
| 06/02/04 | Rental Car Facility (Taxable) (5) | 7/1/07-29 | 6.20 | 16.5 | 260,000 | 165,885 | 68,146 | — |
| Total Municipal Corporation Obligations | | | | | 2,141,985 | 1,389,825 | 855,847 | (161,992) |
| General Obligation Bonds | | | | | | | | |
| 06/24/14 | Refunding | 7/1/19-20 | 2.71 | 5.4 | 7,865 | 7,865 | 280 | (105) |
| Total Aviation Enterprise Fund Bonds | | | | | \$ 2,149,850 | \$ 1,397,690 | \$ 856,127 | \$ (162,097) |

| June 30, 2017 | | | | | | | | |
|---|--|----------------|-------------------------|----------------------|-----------------|-----------------------|----------------------|--------------------------------|
| Issue Date | Purpose | Maturity Dates | Effective Interest Rate | Average Life (Years) | Original Amount | Principal Outstanding | Interest Outstanding | Unamortized Discount (Premium) |
| Municipal Corporation Obligations (1) | | | | | | | | |
| 06/18/08 | Airport Revenue (Non-AMT) (2a) | 7/1/20-38 | 5.02 | 22.5 | \$ 206,840 | \$ 206,840 | \$ 138,997 | \$ (401) |
| 06/18/08 | Airport Revenue (AMT) (2a) | 7/1/12-19 | 4.68 | 7.8 | 43,160 | 12,480 | 991 | (93) |
| 06/18/08 | Airport Revenue Refunding (Non-AMT) (2a) | 7/1/09-22 | 4.26 | 8.0 | 109,850 | 45,760 | 6,729 | (579) |
| 06/18/08 | Airport Revenue Refunding (AMT) (2a) | 7/1/09-20 | 4.58 | 5.6 | 68,520 | 13,940 | 1,463 | (175) |
| 03/05/13 | Airport Revenue Refunding (AMT) (2a) | 7/1/14-32 | 3.28 | 11.8 | 196,600 | 168,640 | 75,068 | (21,621) |
| Total Sr. Lien Obligations | | | | | 624,970 | 447,660 | 223,248 | (22,869) |
| 09/01/10 | Airport Revenue (Non-AMT) (2b) (3) | 7/1/13-40 | 4.69 | 19.0 | 642,680 | 558,890 | 382,318 | (16,773) |
| 09/01/10 | Airport Revenue (Taxable) (2b) (3) (4) | 7/1/40 | 3.67 | 29.8 | 21,345 | 21,345 | 32,402 | — |
| 09/01/10 | Airport Revenue Refunding (Non-AMT) (2b) | 7/1/23-25 | 4.33 | 13.9 | 32,080 | 32,080 | 11,280 | (1,238) |
| 12/15/15 | Airport Revenue (Non-AMT) (2b) (3) | 7/1/16-45 | 3.99 | 18.6 | 95,785 | 93,435 | 79,755 | (10,643) |
| 12/15/15 | Airport Revenue Refunding (Non-AMT) (2b) (3) | 7/1/34 | 4.08 | 18.5 | 18,655 | 18,655 | 15,857 | (2,244) |
| Total Jr. Lien Obligations | | | | | 810,545 | 724,405 | 521,612 | (30,898) |
| 06/02/04 | Rental Car Facility (Taxable) (5) | 7/1/07-29 | 6.20 | 16.5 | 260,000 | 176,255 | 79,050 | — |
| Total Municipal Corporation Obligations | | | | | 1,695,515 | 1,348,320 | 823,910 | (53,767) |
| General Obligation Bonds | | | | | | | | |
| 06/24/14 | Refunding | 7/1/19-20 | 2.71 | 5.4 | 7,865 | 7,865 | 477 | (180) |
| Total Aviation Enterprise Fund Bonds | | | | | \$ 1,703,380 | \$ 1,356,185 | \$ 824,387 | \$ (53,947) |

Notes:

- (1) Enhanced by a municipal bond insurance policy, a reserve account surety bond, or a debt service reserve fund.
- (2) The City has pledged net airport revenues as security for these bonds. The net revenues pledged are as follows:
 - (a) Senior lien pledge on all outstanding airport obligations.
 - (b) Junior lien pledge on all outstanding airport obligations.
- (3) The City has further pledged an irrevocable commitment of 100% of net proceeds of a passenger facility charge for these bonds, with the exception of the Series 2015A bonds. The Series 2015A bonds have a pledge equivalent to 30% of the principal and interest requirement. The Passenger Facility Charge (PFC) is currently imposed at the rate of \$4.50 per qualifying enplaned passenger.
- (4) The City has irrevocably elected to treat these bonds as RZEDB for purposes of the American Recovery and Reinvestment Act of 2009 and the Internal Revenue Code of 1986. The RZEDB subsidy payments rebate 45% of the interest requirement for these bonds. On March 1, 2013, the federal government announced the implementation of certain automatic budget cuts known as the sequester, which has resulted in a reduction of the federal subsidy payments by 6.6% and 6.9% (the Sequester Reductions) for the fiscal years 2018 and 2017, respectively. However, the City does not expect the Sequester Reductions to have a material adverse effect on its ability to make payments of interest on this issue.
- (5) The City has made a first priority pledge of a \$4.50 per day car rental usage fee to be paid by rental car customers arriving at Phoenix Sky Harbor International Airport as security for the bonds.

The Aviation Enterprise Fund, through the City, has complied with all significant financial covenants of its bonded indebtedness. A brief description of the Aviation Enterprise Fund's long-term obligations follows.

Municipal Corporation Obligations

The Aviation Enterprise Fund, through the City, has entered into certain agreements with the City of Phoenix Civic Improvement Corporation (the "CIC") an affiliated nonprofit corporation, for the construction and acquisition of certain facilities and equipment. Under the terms of these agreements, the CIC issued bonds or certificates of participation to finance the facilities and equipment, and the Aviation Enterprise Fund, through the City, agreed to make lease and purchase payments sufficient to pay principal and interest on the outstanding obligations. The Aviation Enterprise Fund, through the City, also pays all expenses of operating and maintaining the facilities and equipment.

In November 2017, the CIC issued \$190,930,000 of Senior Lien Airport Revenue Bonds, Series 2017A (AMT). Proceeds of the bonds refunded \$180,000,000 outstanding under a Revolving Credit Agreement with remaining proceeds applied to the Terminal 3 Modernization Project. The bonds have an average life of 18.7 years and were sold at an all-in true interest cost of 3.84%.

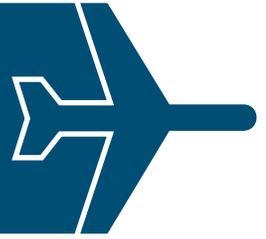
In November 2017, the CIC issued \$173,440,000 of Senior Lien Airport Revenue Refunding Bonds, Series 2017B (Non-AMT). Proceeds of the bonds refunded \$206,840,000 of Senior Lien Airport Revenue Bonds, Series 2008A (Non-AMT). The bonds have an average life of 13.5 years, were sold at an all-in true interest cost of 3.23% and produced present value savings, net of transaction costs, of \$34,520,410.

In November 2017, the CIC issued \$35,745,000 of Senior Lien Airport Revenue Refunding Bonds, Taxable Series 2017C. Proceeds of the bonds refunded \$45,760,000 of Senior Lien Airport Revenue Bonds, Series 2008C (Non-AMT). The bonds have an average life of 2.2 years, were sold at an all-in true interest cost of 2.23% and produced present value savings, net of transaction costs, of \$1,811,621.

In December 2017, the CIC issued \$474,725,000 of Junior Lien Airport Revenue Refunding Bonds, Series 2017D (Non-AMT). Proceeds of the bonds refunded \$512,925,000 of Junior Lien Airport Revenue Bonds, Series 2010A (Non-AMT). The bonds have an average life of 14.2 years, were sold at an all-in true interest cost of 3.36% and produced present value savings, net of transaction costs, of \$56,380,584.

General Obligation Bonds

The Aviation Enterprise Fund, through the City, has issued General Obligation Bonds for capital programs. The debt service requirements have been paid from Net Airport Revenues remaining after payment of senior lien and junior lien airport revenue bonded debt service requirements. In the event such Net Airport Revenues should prove insufficient to pay airport general obligation debt service requirements or should the Aviation Enterprise Fund, through the City, decide not to pay the debt service from Net Airport Revenues, this indebtedness would then be paid from ad valorem taxes (secondary property taxes) or other available sources.



Debt Service Requirements

Debt service requirements, including principal and interest are as follows (in thousands):

| Fiscal Years | Municipal Corporation Obligations | | | | | |
|-----------------|-----------------------------------|-------------------|-------------------|-------------------|---------------------|------------------|
| | Senior Lien | | Junior Lien | | Rental Car Facility | |
| | Principal | Interest | Principal | Interest | Principal | Interest |
| 2019 | \$ 20,660 | \$ 26,774 | \$ 16,980 | \$ 32,594 | \$ 10,990 | \$ 10,284 |
| 2020 | 28,175 | 26,040 | 17,805 | 31,766 | 11,645 | 9,628 |
| 2021 | 20,225 | 25,124 | 17,545 | 30,918 | 12,365 | 8,910 |
| 2022 | 21,105 | 24,247 | 18,420 | 30,041 | 13,130 | 8,147 |
| 2023 | 20,520 | 23,192 | 29,515 | 29,120 | 13,940 | 7,337 |
| 2024 - 2028 | 119,085 | 99,502 | 134,130 | 123,724 | 83,790 | 22,589 |
| 2029 - 2033 | 135,735 | 66,601 | 143,230 | 91,062 | 20,025 | 1,251 |
| 2034 - 2038 | 99,715 | 37,639 | 180,655 | 52,586 | — | — |
| 2039 - 2043 | 44,490 | 17,965 | 100,155 | 12,265 | — | — |
| 2044 - 2047 | 44,295 | 5,671 | 11,500 | 869 | — | — |
| Total | \$ 554,005 | \$ 352,755 | \$ 669,935 | \$ 434,945 | \$ 165,885 | \$ 68,146 |

| Fiscal Years | General Obligation Bonds | |
|-----------------|--------------------------|---------------|
| | Principal | Interest |
| 2019 | \$ 4,520 | \$ 197 |
| 2020 | 3,345 | 83 |
| Total | \$ 7,865 | \$ 280 |

Pollution Remediation

This liability is primarily a result of leaking underground storage tanks at the Airport and Phoenix Goodyear Airport. The tanks at the Airport were discovered to be leaking in 1988 and the Aviation Enterprise Fund is implementing a corrective action plan which was approved by the Arizona Department of Environmental Quality (ADEQ) to ensure the contamination does not spread. The remediation of a fuel release at Phoenix Goodyear Airport discovered in the 1980's is being implemented as approved by the United States Environmental Protection Agency (US EPA). The total remaining liability for all remediation activities for the Aviation Enterprise Fund as of June 30, 2018 and 2017 is \$2.1 million and \$2.2 million, respectively. This liability is based on estimates by engineers of the efforts needed to complete the remediation. These costs are expected to increase over time due to inflation, which will affect the liability amounts in future years.

6. REFUNDED, REFINANCED AND DEFEASED OBLIGATIONS

Bonds are refunded to retire all or a portion of an outstanding bond issue. Most typically, refundings are done to refinance at a lower interest rate to reduce overall debt service. Prior to January 2018, certain issues of bonds could have been refunded prior to the call date, known as an advanced refunding. The Tax Cuts and Jobs Act of 2017 prohibits refunding tax-exempt bonds before their call date, unless the bonds are refunded with taxable bonds. In most cases an advanced refunding of tax-exempt bonds with taxable bonds would not be financially beneficial. However, there may be

circumstances when the benefits of the advanced refunding outweigh the disadvantages of issuing taxable bonds.

Future principal and interest payments on refunded bonds have been provided through advanced refunding bond issues whereby refunding bonds are issued and the net proceeds, plus any additional resources that may be required, are used to purchase securities issued and guaranteed by the United States government, when available. When U.S. government securities are not available, conventional treasury securities will be purchased. These securities are then deposited in an irrevocable trust under an escrow agreement which states that all proceeds from the trust will be used to fund the principal and interest payments of the previously issued debt being refunded. The trust deposits have been computed so that the securities in the trust, along with future cash flows generated by the securities, will be sufficient to service the previously issued bonds.

Defeasances

During fiscal year 2017-18, the City defeased \$6,400,000 of Senior Lien Airport Revenue Bonds, Series 2008B (AMT) and \$9,630,000 of Senior Lien Airport Revenue Refunding Bonds, Series 2008D (AMT). Airport funds were used to fund the defeasance with the trustee on June 29, 2018 for payment to bondholders on July 1, 2018. The Airport reduced future interest payments by defeasing the bonds that were callable on July 1, 2018.

Refundings

During fiscal year 2017-18, the City issued Senior Lien Airport Revenue Refunding Bonds, Series 2017B (Non-AMT); Senior Lien Airport Revenue Refunding Bonds, Taxable Series 2017C; and Junior Lien Airport Revenue Refunding Bonds, Series 2017D (Non-AMT). The refunding bonds reduced the present value of future debt service payments. These savings were available due to improved municipal bond market conditions (i.e., lower interest rates) during the year. The effects of the refundings is summarized as follows (in thousands):

| | Senior Lien Airport Revenue | Senior Lien Airport Revenue | Junior Lien Airport Revenue |
|------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
| Series | 2017B | 2017C | 2017D |
| Closing Date | 11/21/17 | 11/21/17 | 12/21/17 |
| Net Interest Rate | 3.58% | 2.11% | 3.64% |
| Refunding Bonds Issued | \$ 173,440 | \$ 35,745 | \$ 474,725 |
| Premium | 33,888 | — | 71,394 |
| Underwriter's Discount | (704) | (100) | (1,890) |
| Issuance Costs and Insurance | (509) | (88) | (620) |
| Net Proceeds | <u>\$ 206,115</u> | <u>\$ 35,557</u> | <u>\$ 543,609</u> |
| Refunded Amount | \$ 206,840 | \$ 45,760 | \$ 512,925 |
| Decrease in Debt Service | 50,925 | 10,810 | 90,137 |
| Economic Gain | 34,520 | 1,812 | 56,381 |
| Number of Years Affected | 21 | 5 | 23 |



The deferred and amortized amounts of accounting gains and losses on bond refundings (which are reported as deferred inflows or deferred outflows of resources) at June 30, 2018 and 2017, are summarized as follows (in thousands):

| | June 30, 2018 | | | |
|-----------------------------------|-----------------|------------------|-------------------|------------------|
| | Deferred Amount | Additions | Amortization | Deferred Amount |
| | July 1 | (Gains)/Losses | Gains/(Losses) | June 30 |
| Deferred Outflows of Resources | | | | |
| Municipal Corporation Obligations | \$ 1,032 | \$ 28,300 | \$ (1,392) | \$ 27,940 |
| Deferred Inflows of Resources | | | | |
| Municipal Corporation Obligations | (718) | — | 42 | (676) |
| Total | \$ 314 | \$ 28,300 | \$ (1,350) | \$ 27,264 |

| | June 30, 2017 | | | |
|-----------------------------------|-----------------|----------------|----------------|-----------------|
| | Deferred Amount | Additions | Amortization | Deferred Amount |
| | July 1 | (Gains)/Losses | Gains/(Losses) | June 30 |
| Deferred Outflows of Resources | | | | |
| Municipal Corporation Obligations | \$ 1,101 | \$ — | \$ (69) | \$ 1,032 |
| Deferred Inflows of Resources | | | | |
| Municipal Corporation Obligations | (760) | — | 42 | (718) |
| Total | \$ 341 | \$ — | \$ (27) | \$ 314 |

Advanced refunding and defeasance arrangement at June 30, 2018 were as follows (in thousands):

| Date Refunded/Deceased | Refunded and Defeased Bonds | | | Balance Outstanding | Assets Held in Trust (1) |
|------------------------|-----------------------------|------------|--|---------------------|--------------------------|
| | Call Date | Issue Date | Type | | |
| 12/21/17 | 07/01/20 | 09/01/10 | Civic Improvement Corporation Junior Lien Airport Revenue Bonds (Non-AMT) | \$ 512,925 | \$ 544,581 |

(1) Assets held in trust for advanced refunded bonds reflect the market value of those assets.

7. SHORT TERM OBLIGATIONS PAYABLE

The commercial paper (CP) program, issued through the CIC, is used for ongoing capital needs and additional liquidity. In December 2015, the CIC issued Junior Lien Airport Revenue Refunding Bonds, Series 2015A (Non-AMT) to refund \$100,000,000 aggregate principal of Airport CP, Series 2014A-1 and 2014A-2. On June 1, 2016, the City issued \$60,000,000 of Airport CP, Series 2014B-1 and \$30,000,000 of Airport CP, Series 2014B-2 for the Terminal 3 Modernization project. On May 30, 2017, the City issued \$50,000,000 of Airport CP, Series 2014B-2 for the Terminal 3 Modernization project. The outstanding balances of \$100,000,000 of Airport CP, Series 2014B-1 and \$80,000,000 of Airport CP, Series 2014B-2 were refinanced on September 19, 2017 utilizing a Revolving Credit Agreement, which is discussed in the following paragraph. The CP was issued in varying maturities up to 270 days. Interest rates paid on the CP ranged from .45% through .99% in fiscal year 2017 and .84% through .99% in fiscal year

2018. The CP was secured by letters of credit issued by Bank of America, N.A. and Barclays Bank PLC for Airport CP, Series 2014ABC-1 and Airport CP, Series 2014ABC-2, respectively.

The City entered into a Revolving Credit Agreement on September 19, 2017, with Bank of America, N.A. in order to refinance \$180,000,000 of Airport CP. The initial loan extended under the Revolving Credit Agreement was refinanced with proceeds of the CIC issued Senior Lien Airport Revenue Bonds, Series 2017A. On April 5, 2018, the City obtained a subsequent loan of \$100,000,000 for the Terminal 3 Modernization project. The Revolving Credit Agreement provides for a three-year loan period ending on September 18, 2020. The City may borrow, repay, and re-borrow loan amounts not exceeding \$200,000,000 outstanding in aggregate at any one time. The loans are issued in varying maturities up to 180 days. Interest rates paid on the loans ranged from 1.27% through 2.12% in fiscal year 2018.

Short term obligation balances as of June 30 were as follows (in thousands):

| | 2018 | 2017 |
|--------------------------------------|-------------------|-------------------|
| Commercial Paper Notes Payable | | |
| Balance, July 1 | \$ 180,000 | \$ 130,000 |
| Additions | — | 50,000 |
| Reductions | (180,000) | — |
| Balance, June 30 | — | 180,000 |
| Revolving Credit Loan Payable | | |
| Balance, July 1 | — | — |
| Additions | 280,000 | — |
| Reductions | (180,000) | — |
| Balance, June 30 | 100,000 | — |
| Total Short Term Obligations Payable | <u>\$ 100,000</u> | <u>\$ 180,000</u> |

8. RISK MANAGEMENT

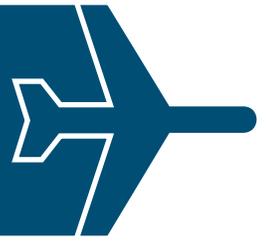
The Aviation Enterprise Fund maintained a combination of commercial insurance and self-insurance during the fiscal years ended June 30, 2018 and 2017, as described below.

Liability – The Aviation Enterprise Fund purchased commercial airport liability insurance specifically covering Airport premises and operations for the Department. The stand-alone insurance program provides first dollar coverage through a combination of both primary and excess liability policies. Additionally, general Aviation Enterprise Fund liabilities other than airport operations are covered under the City's self-insurance program, which has a \$5.0 million retention. Excess liability coverage was purchased for losses that exceed the self-insured retention.

Property – Aviation Enterprise Fund property is insured under the City's blanket commercial property and boiler/machinery insurance purchased for City owned buildings and structures.

Workers' Compensation – As City employees, Aviation Enterprise Fund employees have the same benefits package as their City co-workers, whether purchased commercially or self-insured. The City maintained a self-insured retention of \$10.0 million for its workers' compensation exposure. Excess workers' compensation insurance was purchased for losses exceeding the self-insured retention.

Fidelity and Surety – Aviation Enterprise Fund officials and employees are covered by public official bonds and surety bonds as required by state statute or City Charter. Further, the City's blanket "Crime" policy extends to Aviation Enterprise Fund employees.



Health and Dental – Health insurance plans for Aviation Enterprise Fund employees were self-insured through the City of Phoenix Health Care Benefits Trust fiduciary fund. Dental coverage was provided through two different plans. A dental PPO was self-insured through the City of Phoenix Health Care Benefits Trust and a dental HMO was provided through commercial insurance accounted for in the City of Phoenix General Fund.

The Aviation Enterprise Fund is included in the City’s self-insurance reserve. Self-insured claims are reported as liabilities in the accompanying financial statements when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. This determination is based on an actuarial analysis of reported claims and estimates of claims incurred but not reported.

With the exception of health, dental and long-term disability, the City reports its self-insurance activities in the City General Fund, the Transit Special Revenue Fund and the Government-Wide Statement of Net Position, with the other funds reimbursing the General Fund for their share of the cost of the City’s self-insurance program. Settlements have not exceeded coverages for each of the last three fiscal years.

Long-term disability benefits for Aviation Enterprise Fund employees were self-insured through the City of Phoenix Long-Term Disability Trust fiduciary fund.

For additional information regarding the City’s Risk Management policies, including information on fiduciary funds, please refer to Note 13 in the Notes to the Financial Statements in the City CAFR.

9. OPERATING LEASES

The Aviation Enterprise Fund leases certain airport facilities to third parties. Minimum future rentals on non-cancelable operating leases at June 30, 2018 were as follows (in thousands):

| Years Ending June 30 | | |
|-------------------------|----|----------------|
| 2019 | \$ | 79,221 |
| 2020 | | 76,280 |
| 2021 | | 71,792 |
| 2022 | | 70,675 |
| 2023 | | 65,817 |
| Thereafter | | <u>370,026</u> |
| Total | \$ | <u>733,811</u> |

The above amounts do not include contingent rentals, which also may be received under the Aviation Enterprise Fund facilities leases, primarily as a percentage of sales in excess of stipulated minimums. Contingent rentals amounted to \$18.6 million for the fiscal year ended June 30, 2018, and \$14.6 million for the fiscal year ended June 30, 2017. A summary of the assets leased to third parties under the Aviation Enterprise Fund operating lease agreements at June 30, 2018 and 2017, is as follows (in thousands):

| | <u>2018</u> | <u>2017</u> |
|--------------------------------|-------------------|-------------------|
| Buildings | \$ 1,127,678 | \$ 1,131,923 |
| Less: Accumulated Depreciation | <u>(653,456)</u> | <u>(623,391)</u> |
| Net Book Value | <u>\$ 474,222</u> | <u>\$ 508,532</u> |

10. CONTRACTUAL AND OTHER COMMITMENTS

The Aviation Enterprise Fund has entered into various construction contracts and these commitments have not been recorded in the accompanying financial statements. Only the currently payable portions of these contracts have been included in accounts payable in the accompanying financial statements. Commitments of \$525.8 million and \$307.1 million are remaining at June 30, 2018 and 2017, respectively.

11. CONTINGENT LIABILITIES

Pending Litigation

The Aviation Enterprise Fund, through the City, is contingently liable in respect to lawsuits and other claims incidental to the ordinary course of its operations. As discussed in Note 8 (and in more detail in Note 13 in the Notes to the Financial Statements of the City CAFR), the Aviation Enterprise Fund, through the City, is primarily self-insured, and has accrued a liability for estimated claims outstanding. As with any risk retention program, however, the Aviation Enterprise Fund, through the City, is contingently liable in respect to claims beyond those currently accrued. In the opinion of City management, based on the advice of the City Attorney, the outcome of such claims will not have a material adverse effect on the Aviation Enterprise Fund's financial position, results of operations or liquidity at June 30, 2018.

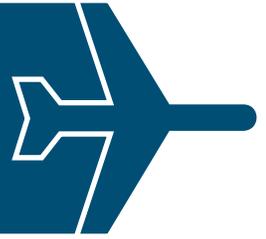
Sick Leave

Aviation Enterprise Fund employees are covered under the same sick leave benefits as City employees. Sick leave is continuously accumulated at the rate of 15 days per year but can only be taken in the event of illness. Upon retirement, for every 173 hours of unused sick leave, one month of creditable service is allowed in determining a General Employee Retirement Plan pension. A balance of over 80 hours after making the above calculation will allow an extra month of creditable service. The dollar amount of any cash payment as described below is included in the final average compensation, but the hours used are excluded from credited service.

Supervisory and Professional, Confidential Office and Clerical, Field Unit 1, Field Unit 2, and Office and Clerical employees who have accumulated 750 qualifying hours or more of unused sick leave at the time of normal service retirement are eligible to receive a payment equal to their base hourly rate for 25% of the hours in excess of 250 hours.

Middle management and Executive General City employees who have accumulated 750 qualifying hours or more of accrued or unused sick leave at the time of normal service retirement are eligible to receive a payment up to 20% of their base hourly rate. Payment percentage is increased by 1% for each full year of service in excess of 20 years to a maximum of 50%.

Sick leave is accrued as a liability (accrued compensated absences) as it is earned by the employees only if the leave is attributable to past service and it is probable that the employees will be compensated through cash payments conditioned on the employees' termination or retirement. In accordance with these criteria, a portion of the sick leave accumulated by general employees as described above has been accrued as a liability in the accompanying financial statements. The June 30, 2018 actuarial valuation of the sick leave liability was based on the termination method, with the liability pro-rated based on the current service of a participant. The projected sick leave benefit payment under the termination method is calculated as the maximum sick leave hours eligible for payment multiplied by the probability of an individual employee reaching retirement multiplied by the employee's projected salary at first eligibility for retirement pro-rated based on the employee's current service to date over the projected service to retirement increased by the cost of salary-related fringe benefits.



The Aviation Enterprise Fund employees' sick leave benefit balances (both accrued and unaccrued) at June 30, 2018 and 2017, were as follows (in thousands):

| | 2018 | 2017 |
|-------------------------------------|-----------|-----------|
| Sick Leave Benefit | \$ 14,928 | \$ 15,741 |
| Less: Amount Accrued as a Liability | (2,001) | (2,015) |
| Total Sick Leave Benefit Balance | \$ 12,927 | \$ 13,726 |

Liabilities Under Grants

The Aviation Enterprise Fund participates in a number of federal and state assisted grant programs. The audits of these programs for earlier years and the year ended June 30, 2018 have not been completed in all cases; accordingly, final determination of the Aviation Enterprise Fund's compliance with applicable grant requirements will be determined at a future date. The amount, if any, of expenditures which may be disallowed by the granting agencies cannot be determined at this time; although City management believes any such claims would be immaterial to the Aviation Enterprise Fund's financial position at June 30, 2018.

12. DEFERRED COMPENSATION PLAN (DCP)

Aviation Enterprise Fund employees are covered under the same Deferred Compensation Plan and Defined Contribution Plan as City Employees. The City established the Deferred Compensation Plan and the Defined Contribution Plan to provide eligible employees with a means to supplement retirement income.

The Deferred Compensation Plan was created in accordance with Internal Revenue Code Section 457. It allowed eligible employees to defer up to \$18,500 of their salaries during calendar year 2018 and and \$18,000 during calendar year 2017. The plan has numerous investment options and allows enrollment or changes on an ongoing basis. A 1996 federal law requires all assets and income of Internal Revenue Code Section 457 deferred compensation plans to be held in trust, custodial accounts, or annuity contracts for the exclusive benefit of participants and their beneficiaries. On September 23, 1998, the City Council approved Ordinance No.S-25613 that amended the Plan to comply with the 1996 federal law. The Ordinance established a trust into which all assets of the Plan were transferred December 4, 1998.

The Defined Contribution Plan was created in accordance with Internal Revenue Code Section 415(c) (1)(A) and provides employees with an additional option for tax-deferred retirement savings. Eligible employees may make personal contributions to the Plan by electing to defer a designated percentage of their salary to the Plan. Employee contribution elections are irrevocable. The annual contribution limit was \$55,000 in 2018 and \$54,000 in 2017. The City also contributes to the Plan on behalf of eligible employees in an amount equal to a percentage of employee's base annual salary. The Aviation Enterprise Fund, through the City, contributed \$1,695,025 for the year ended June 30, 2018, and \$1,266,076 for the year ended June 30, 2017.

A governing board makes decisions about fund options available under both plans. Due to the tax-deferred nature of the Plans, generally speaking, the funds cannot be withdrawn while still employed by the City, unless a severe financial hardship exists. IRS regulations provide guidance regarding hardship withdrawals. Nationwide Investment Services Corporation is currently the administrator for both Plans.

13. PENSION PLAN

Plan Description

Substantially all Aviation Enterprise Fund full-time employees are covered by the *City of Phoenix Employees' Retirement System* (COPERS), a single-employer defined benefit pension plan (the Plan), established by the Phoenix City Charter. The purpose of COPERS is to provide retirement, disability retirement, and survivor benefits to its members. The Plan can be amended or repealed by a vote of the residents of the City.

The general administration, management and operation of COPERS is vested in a nine member Retirement Board consisting of three elected employee members, four statutory members, a citizen member and a retiree member. The Retirement Board appoints the Retirement Program Administrator and contracts investment counsel and other services necessary to properly administer the Plan.

Employees participate in the plan upon beginning employment with the City. COPERS' membership data is as follows:

| | June 30 | |
|-------------------|---------|-------|
| | 2018 | 2017 |
| Active Members | | |
| Tier 1 | 564 | 603 |
| Tier 2 | 74 | 82 |
| Tier 3 | 160 | 118 |
| Subtotal | 798 | 803 |
| Terminated Vested | 94 | 93 |
| In-Pay Members | | |
| Service Retirees | 581 | 566 |
| Beneficiaries | 108 | 107 |
| Disabled Retirees | 25 | 25 |
| Subtotal | 714 | 698 |
| Total Members | 1,606 | 1,594 |

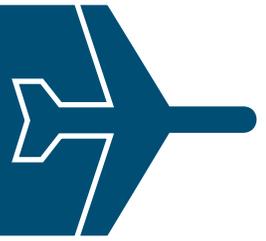
Plan Benefits

Benefits are calculated on the basis of a given rate, final average compensation and service credit.

Tier 1 Pension Benefits: Employees hired prior to July 1, 2013 are eligible for retirement benefits upon meeting one of the following age and service requirements:

1. Age 60 years, with 10 or more years of credited service.
2. Age 62 years, with 5 or more years of credited service.
3. Any age, which added to years of credited service equals 80.

The pension benefit for Tier 1 employees is based on 2% of final average compensation multiplied by the first 32.5 years of service credit, 1% in excess of 32.5 years to 35.5 years, and 0.5% thereafter.



Tier 2 and 3 Pension Benefits: Employees hired on or after July 1, 2013 for Tier 2 and January 1, 2016 for Tier 3 are eligible for retirement benefits upon meeting one of the following age and service requirements:

1. Age 60 years, with 10 or more years of credited service.
2. Age 62 years, with 5 or more years of credited service.
3. Any age, which added to years of credited service, equals 87.

The pension benefit for Tier 2 employees is based on 2.1% of final average compensation multiplied by years of service credit for those with less than 20 years, 2.15% for 20-24.9 years, 2.2% for 25-29.9 years and 2.3% thereafter.

The pension benefit for Tier 3 employees is based on 1.85% of final average compensation multiplied by years of service credit for those with less than 10 years, 1.9% for 10-19.9 years, 2% for 20-29.9 years and 2.1% thereafter.

A deferred pension is available at age 62 for terminated members with 5 or more years of service credit who leave their accumulated contributions in the Plan.

A member who becomes permanently disabled for the performance of duty is eligible for a disability benefit if the disability is 1) due to personal injury or disease and the member has 10 or more years of service credit or 2) due to injuries sustained on the job, regardless of service credit.

Dependents of deceased members may qualify for survivor benefits if the deceased member had 10 or more years of service credit or if the member's death was in the line of duty with the City and compensable under the Workman's Compensation Act of the State of Arizona. Chapter XXIV, Section 25 of the City Charter, specifies the conditions for eligibility of survivor benefits.

A supplemental post-retirement payment and permanent benefit increase (under the Pension Equalization Program) may be provided to Tier 1 and Tier 2 retirees if sufficient reserves are available at the end of the fiscal year. The reserve is funded if the 5-year average investment return exceeds 8%.

Contributions and Funding Policy

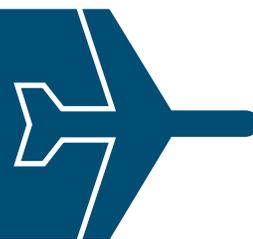
The City contributes an actuarially determined percentage of payroll to COPERS, as required by City Charter, to fully fund benefits for active members and to amortize any unfunded actuarial liability as a level percent of projected member payroll over a closed 21 year period. For the fiscal years ended June 30, 2018 and 2017, the total contribution rates were 38.51% and 37.99%, respectively, of compensation. Tier 1 employees contributed 5% of compensation and beginning January 1, 2016, Tier 2 and Tier 3 employees contributed 11.0% and the Aviation Enterprise Fund contributed the remainder, \$16.9 million and \$15.2 million for fiscal years 2018 and 2017, respectively.

Net Pension Liability

The City's net pension liability was measured as of June 30, 2018 and 2017, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of these same dates. The Aviation Enterprise Fund's net pension liability is the proportionate share of the City's total liability, 10.6% in 2018 and 10.0% in 2017. The schedule below details the changes in the net pension liability (in thousands) for the years ended June 30, 2018 and 2017:

| | Total Pension Liability (TPL) (a) | Plan Fiduciary Net Position (b) | Net Pension Liability (NPL) (a)-(b) |
|--|--------------------------------------|------------------------------------|--|
| Balance at June 30, 2017 | \$ 412,947 | \$ 240,709 | \$ 172,238 |
| Changes for the Year: | | | |
| Service Cost | 7,746 | — | 7,746 |
| Interest | 31,152 | — | 31,152 |
| Changes in Benefits | — | — | — |
| Differences between Expected and Actual Experience | (4,535) | — | (4,535) |
| Changes in Assumptions | — | — | — |
| Contributions – Employer | — | 16,855 | (16,855) |
| Contributions – Member | — | 3,534 | (3,534) |
| Net Investment Income | — | 9,070 | (9,070) |
| Benefit Payments | (24,123) | (24,123) | — |
| Administrative Expense | — | (40) | 40 |
| Net Changes | 10,240 | 5,296 | 4,944 |
| Balance at June 30, 2018 | \$ 423,187 | \$ 246,005 | \$ 177,182 |
| Balance at June 30, 2016 | \$ 398,415 | \$ 217,628 | \$ 180,787 |
| Changes for the Year: | | | |
| Service Cost | 7,288 | — | 7,288 |
| Interest | 29,326 | — | 29,326 |
| Changes in Benefits | — | — | — |
| Differences between Expected and Actual Experience | 43 | — | 43 |
| Changes in Assumptions | 242 | — | 242 |
| Contributions – Employer | — | 15,215 | (15,215) |
| Contributions – Member | — | 3,087 | (3,087) |
| Net Investment Income | — | 27,184 | (27,184) |
| Benefit Payments | (22,367) | (22,367) | — |
| Administrative Expense | — | (38) | 38 |
| Net Changes | 14,532 | 23,081 | (8,549) |
| Balance at June 30, 2017 | \$ 412,947 | \$ 240,709 | \$ 172,238 |

COPERS is reflected as a pension trust fund of the City. Detailed information about the plan's fiduciary net position is available in the separately issued COPERS Comprehensive Annual Financial Report available online at www.phoenix.gov/copers.



Actuarial Assumptions

Actuarial assumptions used to determine the total pension liability in the June 30, 2018 valuation were based on the results of the actuarial experience study covering the period from July 1, 2009 through June 30, 2014. Those assumptions, applied to all periods included in the measurement, are as follows:

| | |
|-----------------------------------|--|
| Investment Rate of Return | 7.25% |
| Inflation | 2.50% |
| Salary Increase Rate | Individual salary increases are composed of a price inflation component, a real wage growth component, and a merit or longevity component that varies by age. Total salary increases range from 9.60% at age 20 to 3.00% for members age 65 and older. |
| COLA (cost of living adjustments) | 1.25% |
| Administrative Expenses | Assumed to be equal to the prior year's amount, increased by 3.00% |

Mortality rates were based on CalPERS Employee Mortality and CalPERS Healthy Annuitant tables both without Scale BB Projection, and also the RP2014 Disabled Retiree Mortality table without MP-2014 Protection. The member contribution crediting rate was updated for the June 30, 2017 actuarial valuation to reflect the provision of the ballot measure that passed in August, 2015.

Based on the assumption that employee and City contributions to COPERS will continue to follow the established contribution policy and the sufficiency of the Fiduciary Net Position, the long-term expected rate of return on System investments, 7.25%, was applied as the single rate to all periods of projected benefit payments to determine the total pension liability.

The target allocation and best estimates of arithmetic real rates of return for each major asset class are summarized in the following table:

| Asset Class | Target Allocation | Expected Real Rate of Return (Arithmetic) |
|--------------------------------|-------------------|---|
| US Equity | 26.70% | 7.32% |
| International Equity | 18.30 | 8.30 |
| US Fixed Income | 13.20 | 2.58 |
| Emerging Market Bonds | 6.60 | 5.52 |
| Real Return (GTAA) | 6.80 | 4.68 |
| Private Equity (Fund of funds) | 4.50 | 10.28 |
| Real Estate | 13.60 | 7.32 |
| Absolute Return (Hedge Funds) | 4.80 | 4.25 |
| TIPS | 5.10 | — |
| Cash | 0.40 | 1.51 |

Sensitivity of the Net Position Liability to Changes in the Discount Rate

The table below presents the net pension liability of the Aviation Enterprise Fund calculated using the discount rate of 7.25% as well as what the net pension liability would be if it were calculated using the discount rate that is 1.0% lower (6.25%) or 1.0% higher (8.25%) than the current rate at June 30, 2018:

Sensitivity of Net Pension Liability to Changes in Discount Rate
 (in thousands)

| | 1% Decrease (6.25 %) | Current Single Discount Rate Assumption (7.25 %) | 1% Increase (8.25 %) |
|-----------------------|-------------------------|---|-------------------------|
| Net Pension Liability | \$ 231,472 | \$ 177,182 | \$ 131,895 |

Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pension

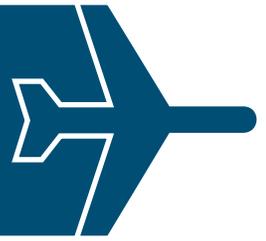
For the years ended June 30, 2018 and 2017, the Aviation Enterprise Fund recognized pension expense of \$20.8 million and \$22.9 million, respectively. At June 30, 2018, the Aviation Enterprise Fund reported deferred outflows of resources and deferred inflows of resources related to pension from the following sources:

Schedule of Deferred Inflows and Outflows of Resources
 (in thousands)

| | 2018 | 2017 |
|---|------------------|------------------|
| Deferred Outflows of Resources | | |
| Differences Between Expected and Actual Experience | \$ 27 | \$ 33 |
| Changes in Assumptions | 5,557 | 10,076 |
| Net Difference Between Projected and Actual on Pension Plan Investments | 4,171 | 7,049 |
| Total | <u>\$ 9,755</u> | <u>\$ 17,158</u> |
| Deferred Inflows of Resources | | |
| Differences Between Expected and Actual Experience | \$ 7,546 | \$ 5,678 |
| Changes in Assumptions | 2,943 | 4,039 |
| Total | <u>\$ 10,489</u> | <u>\$ 9,717</u> |

Amounts reported as deferred outflows and deferred inflows of resources will be recognized in pension expense as follows:

| Measurement Year Ended June 30 | |
|--------------------------------|-----------------|
| 2018 | \$ 4,897 |
| 2019 | (2,336) |
| 2020 | (2,501) |
| 2021 | (794) |
| Total | <u>\$ (734)</u> |



14. OTHER POST-EMPLOYMENT BENEFITS (OPEB)

Post-Employment Healthcare and Long-Term Disability Program

The Aviation Enterprise Fund, through the City, provides certain post-employment health care benefits for its retirees. Retirees meeting certain qualifications are eligible to participate in the City’s health insurance program along with the City’s active employees. As of August 1, 2007, separate rates have been established for active and retiree health insurance.

Medical Expense Reimbursement Plan

Plan Description

Employees eligible to retire in 15 years or less from August 1, 2007 will receive a monthly subsidy from the City’s Medical Expense Reimbursement Plan (MERP) when they retire. The MERP is a single-employer, defined other post-employment benefit plan. Contributions by the City (plus earnings thereon) are the sole source of funding for the MERP.

The purpose of the monthly subsidy is to reimburse retirees for qualified medical expenses. The subsidy varies with length of service or bargaining unit, from \$117 to \$202 per month. Retirees may be eligible for additional subsidies depending on their bargaining unit, retirement date, or enrollment in the City’s medical insurance program. Current and future eligible retirees who purchase health insurance through the City’s plan during retirement will receive an additional subsidy to minimize the impact of unblending health insurance rates for active and retired employees.

The City established the City of Phoenix MERP Trust to fund all or a portion of the City’s share of liabilities incurred in providing the benefits as reflected in Administrative Regulation 2.42 – Medical Expense Reimbursement Plan for Retirees and Eligible Surviving Spouses or Qualified Domestic Partners. A five-member Board of Trustees has been delegated responsibility for fiduciary oversight of the MERP Trust, subject to oversight of the City Council.

Plan Benefits

The MERP benefit provides an offset to out of pocket healthcare expenses such as premiums, deductibles and co-pays, whether the retiree or survivor elects to purchase coverage through city sponsored retiree plans or other sources. City sponsored health plans are provided to eligible non-Medicare retirees and dependents. There are currently three plans to choose from: Savers Choice Plan (HDHP), Cigna HMO, and BCBSAZ PPO. The City also sponsors a retiree exchange through Willis Towers Watson to offer individual health plan coverage to non-Medicare and Medicare retirees and dependents.

The employees covered by MERP at the June 30, 2017 valuation, are:

| | 2017 |
|---|------|
| Plan Members Currently Receiving Benefits | 570 |
| Active Plan Members | 286 |
| Total Plan Members | 856 |

Contributions

Contributions by the City (plus earnings thereon) are the sole source of funding for the MERP. The City's Board of Trustees, subject to oversight by the City Council has the authority to establish and amend the contribution requirements of the City and active employees. The Board of Trustees establishes the rates based on an actuarially determined rate recommended by an independent actuary. The actuarial determined rate is the established amount necessary to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. The Aviation Enterprise Fund contributed \$1.7 million and \$1.8 million for the years ended June 30, 2018 and 2017, respectively. Employees are not required to contribute to the MERP.

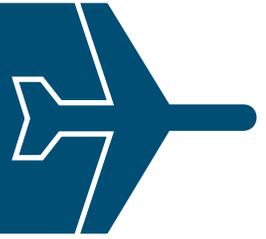
Net OPEB Liability

The Aviation Enterprise Fund's net OPEB liability is the proportionate share of the City's liability, 6.5% in 2018 and 6.2% in 2017. The net OPEB liability was measured as of June 30, 2018, and the total OPEB liability used to calculate the net OPEB liability was determined by an actuarial valuation as of June 30, 2017, rolled forward to June 30, 2018. The net OPEB liability is measured as the total OPEB liability, less the amount of the plan's fiduciary net position. In actuarial terms, this is analogous to the accrued liability less the market value of assets (not the smoothed actuarial value of assets that is often encountered in actuarial valuations based on the Board's adopted assumptions and methods).

A single discount rate of 7.00% was used to measure the total OPEB liability as of June 30, 2017. This single discount rate was based on an expected rate of return on OPEB plan investments of 7.00%. Based on the stated assumptions and the projection of cash flows, the OPEB plan's fiduciary net position and future contributions were projected to be available to finance all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on OPEB plan investments was applied to all period of projected benefit payments to determine the total OPEB liability.

The schedule below indicates changes in net OPEB liability (in thousands):

| Total OPEB liability (asset) | Total OPEB Liability (a) | Plan Fiduciary Net Position (b) | Net OPEB Liability (NPL) (a)-(b) |
|------------------------------|-----------------------------|------------------------------------|-------------------------------------|
| Balance at June 30, 2017 | \$ 23,684 | \$ 10,921 | \$ 12,763 |
| Changes for the Year: | | | |
| Service Cost | 305 | — | 305 |
| Interest | 1,614 | — | 1,614 |
| Contributions – Employer | — | 1,682 | (1,682) |
| Net Investment Income | — | 83 | (83) |
| Benefit Payments | (1,567) | (1,567) | — |
| Net Changes | 352 | 198 | 154 |
| Balance at June 30, 2018 | \$ 24,036 | \$ 11,119 | \$ 12,917 |
| Balance at June 30, 2016 | \$ 23,354 | \$ 10,564 | \$ 12,790 |
| Changes for the Year: | | | |
| Service Cost | 295 | — | 295 |
| Interest | 1,591 | — | 1,591 |
| Contributions – Employer | — | 1,811 | (1,811) |
| Net Investment Income | — | 102 | (102) |
| Benefit Payments | (1,556) | (1,556) | — |
| Net Changes | 330 | 1,937 | (1,607) |
| Balance at June 30, 2017 | \$ 23,684 | \$ 10,921 | \$ 12,763 |



Actuarial Assumptions

The following table summarizes the more significant actuarial methods and assumptions used to calculate the actuarial required contribution (ARC) and the total OPEB liability.

| | |
|---------------------------|--------------------------------------|
| Valuation date | 06/30/17, rolled forward to 06/30/18 |
| Actuarial cost method | Entry age normal |
| Actuarial assumptions: | |
| Investment rate of return | 7% |
| Projected salary increase | 3.5% |
| Inflation rate | 3% |

Mortality rates are based on the sex-distinct employee and annuitant mortality tables described below, including adjustment factors applied to the published tables for each group. 1% of pre-retirement deaths for general employees are assumed to be duty-related and 12% of pre-retirement deaths for safety employees are assumed to be duty-related.

The long-term expected rate of return on the MERP investments was based primarily on historical returns on plan assets, adjusted for changes in target portfolio allocations and recent changes in long-term interest rates based on publicly available information. The target allocation and best estimates of rates of return for each major asset class are summarized in the following table:

| Asset Class | Target Allocation |
|-------------------------------|-------------------|
| Broad US Equity | 23.00% |
| International Equity | 23.00 |
| Fixed Income | 24.00 |
| Marketable Alternatives | 20.00 |
| Diversified Inflation-Related | 5.00 |
| Real Estate | 5.00 |

Sensitivity of the Net OPEB Liability to the Single Discount Rate Assumption

Below is a table providing the sensitivity of the net OPEB liability to changes in the discount rate as of June 30, 2018. In particular, the table presents the plan's net OPEB liability if it were calculated using a single discount rate that is one percentage point lower or one percentage point higher than the current single discount rate:

Sensitivity of Net OPEB Liability to the Single Discount Rate Assumption
 (in thousands)

| | 1% Decrease (6.00%) | Current Single Discount Rate Assumption (7.00%) | 1% Increase (8.00%) |
|--------------------|---------------------------|--|---------------------------|
| Net OPEB Liability | \$ 15,212 | \$ 12,917 | \$ 10,955 |

Sensitivity of the Net OPEB Liability to the Healthcare Cost Trend Rate Assumption

Below is a table providing the sensitivity of the net OPEB liability to changes in the discount rate as of June 30, 2018. In particular, the table presents the plan's net OPEB liability if it were calculated using a healthcare cost trend rate that is one percentage point lower or one percentage point higher than the current healthcare cost trend rate:

Sensitivity of Net OPEB Liability to the Healthcare Cost Trend Rate Assumption
 (in thousands)

| | 1% Decrease | Healthcare Cost Trend Rate Assumption | 1% Increase |
|--------------------|----------------|---|----------------|
| Net OPEB Liability | \$ 12,916 | \$ 12,917 | \$ 12,918 |

OPEB Expense and Deferred Outflows of Resources Related to OPEB

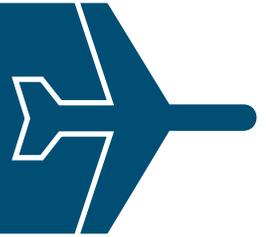
For the year ended June 30, 2018, the Aviation Enterprise Fund recognized OPEB expense of \$1.2 million. At June 30, 2018, the Aviation Enterprise Fund reported deferred outflows of resources related to OPEB from the following sources:

Schedule of Deferred Outflows of Resources
 (in thousands)

| | Deferred Outflows of Resources |
|---|--------------------------------------|
| Net Difference Between Projected and Actual on OPEB Plan Investments | \$ 75 |
| Total | \$ 75 |

Amounts reported as deferred outflows of resources will be recognized in OPEB expense as follows:

| Measurement Year Ended June 30 | |
|--------------------------------|-------|
| 2018 | \$ 19 |
| 2019 | 19 |
| 2020 | 19 |
| 2021 | 18 |
| Total | \$ 75 |



Post Employment Health Plan

Employees eligible to retire in more than 15 years from August 1, 2007 who have payroll deductions for City medical insurance coverage are entitled to a \$150 monthly contribution to the employee's Post Employment Health Plan (PEHP) account in lieu of MERP subsidies. PEHP is a single-employer defined contribution plan administered by Nationwide Retirement Solutions. Funds accumulated in the employee's account can be used upon termination of employment for qualified medical expenses.

Long-Term Disability Program

Plan Description

The City established the City of Phoenix Long-Term Disability (LTD) Trust to fund all or a portion of the City's liabilities incurred in providing the benefits as reflected in Administrative Regulation 2.323 City of Phoenix Long-Term Disability Program. The LTD Trust is a single-employer, defined other post-employment benefit plan. A five member Board of Trustees has been delegated fiduciary responsibility for the LTD Trust, subject to oversight by the City Council. The LTD Trust issues a separate report that can be obtained through the City of Phoenix, Finance Department, Financial Accounting and Reporting Division, 251 W. Washington Street, 9th Floor, Phoenix, Arizona, 85003.

Plan Benefits

Long-term disability benefits are available to regular, full-time, benefit-eligible employees who have been employed by the City for at least 12 consecutive months. The program provides income protection of 2/3 of an employee's monthly base salary following a continuous three-month waiting period from the last day worked and the use of all leave accruals. The benefit continues to age 80 for those disabled prior to July 1, 2013 and age 75 for those disabled on or after July 1, 2013. Contributions to the LTD Trust by the City, plus earnings thereon, are the sole source of funding for the LTD program. The City pays 100 percent of the cost of this benefit.

The number of participants as of June 30, 2017, the effective date of the biennial OPEB valuation, follows.

| | |
|------------------------------|-----|
| Current Active Employees | 646 |
| Currently Disabled Employees | 14 |
| Total Covered Participants | 660 |

Contributions

Contributions by the City (plus earnings thereon) are the sole source of funding for the LTD program. The City's Board of Trustees, subject to oversight by the City Council has the authority to establish and amend the contribution requirements of the City and active employees. The Board of Trustees establishes the rates based on an actuarially determined rate recommended by an independent actuary. The actuarial determined rate is the estimated amount necessary to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. For the years ended June 30, 2018 and 2017, the Aviation Enterprise Fund contributed \$84 thousand and \$70 thousand, respectively. Employees are not required to contribute to the LTD program.

Net OPEB Asset

The Aviation Enterprise Fund's net OPEB asset is the proportionate share of the City's asset, 5.1% in 2018 and 5.1% in 2017. The net OPEB asset was measured as of June 30, 2018, and the total OPEB liability used to calculate the net OPEB asset was determined by an actuarial valuation as of June 30, 2017, rolled forward to June 30, 2018. The net OPEB asset is measured as the total OPEB liability, less the amount of the plan's fiduciary net position. In actuarial terms, this is analogous to the accrued liability less the market value of assets (not the smoothed actuarial value of assets that is often

encountered in actuarial valuations based on the Board's adopted assumptions and methods).

A single discount rate of 7.00% was used to measure the total OPEB liability as of June 30, 2017. This single discount rate was based on an expected rate of return on OPEB plan investments of 7.00%. Based on the stated assumptions and the projection of cash flows, the OPEB plan's fiduciary net position and future contributions were projected to be available to finance all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on OPEB plan investments was applied to all periods of projected benefit payments to determine the total OPEB liability.

The schedule below indicates changes in net OPEB asset (in thousands):

| Total OPEB liability (asset) | Total OPEB Liability (a) | Plan Fiduciary Net Position (b) | Net OPEB Liability (asset) (a)-(b) |
|------------------------------|--------------------------|---------------------------------|------------------------------------|
| Balance at June 30, 2017 | \$ 2,493 | \$ 3,959 | \$ (1,466) |
| Changes for the Year: | | | |
| Service Cost | 181 | — | 181 |
| Interest | 174 | — | 174 |
| Contributions – Employer | — | 84 | (84) |
| Net Investment Income | — | 192 | (192) |
| Benefit Payments | (204) | (204) | — |
| Administrative Expense | — | (21) | 21 |
| Other | — | 8 | (8) |
| Net Changes | 151 | 59 | 92 |
| Balance at June 30, 2018 | \$ 2,644 | \$ 4,018 | \$ (1,374) |
| Balance at June 30, 2016 | \$ 2,372 | \$ 3,617 | \$ (1,245) |
| Changes for the Year: | | | |
| Service Cost | 175 | — | 175 |
| Interest | 165 | — | 165 |
| Contributions – Employer | — | 70 | (70) |
| Net Investment Income | — | 498 | (498) |
| Benefit Payments | (219) | (219) | — |
| Administrative Expense | — | (14) | 14 |
| Other | — | 7 | (7) |
| Net Changes | 121 | 314 | (193) |
| Balance at June 30, 2017 | \$ 2,493 | \$ 3,959 | \$ (1,466) |



Actuarial Assumptions

The following table summarizes the more significant actuarial methods and assumptions used to calculate the ARC and the total OPEB liability.

| | |
|-----------------------------|--------------------------------------|
| Valuation date | 06/30/17, rolled forward to 06/30/18 |
| Actuarial cost method | Entry age normal |
| Actuarial assumptions: | |
| Investment rate of return | 7% |
| Projected payroll increases | 3.5% |
| Inflation | 3% |

Mortality rates are based on the sex-distinct employee and annuitant mortality tables described below, including adjustment factors applied to the published tables for each group. Half of active member deaths are assumed to be duty related.

The long-term expected rate of return on LTD investments was based primarily on historical returns on plan assets, adjusted for changes in target portfolio allocations and recent changes in long-term interest rates based on publicly available information. The target allocation and best estimates of rates of return for each major asset class are summarized in the following table:

| Asset Class | Target Allocation |
|-------------------------------|-------------------|
| Broad US Equity | 23.00% |
| International Equity | 23.00 |
| Fixed Income | 24.00 |
| Marketable Alternatives | 20.00 |
| Diversified Inflation-Related | 5.00 |
| Real Estate | 5.00 |

Sensitivity of the Net OPEB Asset to the Single Discount Rate Assumption

Below is a table providing the sensitivity of the net OPEB asset to changes in the discount rate as of June 30, 2018. In particular, the table presents the plan's net OPEB asset if it were calculated using a Single Discount Rate that is one-percentage-point lower or one-percentage-point higher than the current Single Discount Rate:

Sensitivity of Net OPEB Asset to the Single Discount Rate Assumption

| | 1% Decrease (6.00%) | Current Single Discount Rate Assumption (7.00%) | 1% Increase (8.00%) |
|--------------------|---------------------------|--|---------------------------|
| Net OPEB Liability | \$ (1,194) | \$ (1,374) | \$ (1,536) |

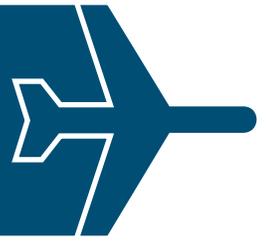
OPEB Expense and Deferred Outflows of Resources Related to OPEB

For the year ended June 30, 2018, the City recognized OPEB expense of \$101.5 thousand. At June 30, 2018 the Aviation Enterprise Fund reported deferred outflows of resources related to OPEB from the following sources:

| Schedule of Deferred Outflows of Resources (in thousands) | Deferred Outflows of Resources |
|--|--------------------------------------|
| Net Difference Between Projected and Actual on Pension Plan Investments | \$ 28 |
| Total | \$ 28 |

Amounts reported as deferred outflows of resources will be recognized in OPEB expense as follows (in thousands):

| Measurement Year Ended June 30 | |
|--------------------------------|-------|
| 2018 | \$ 7 |
| 2019 | 7 |
| 2020 | 7 |
| 2021 | 7 |
| Total | \$ 28 |



15. CAPITAL CONTRIBUTIONS

The Aviation Enterprise Fund periodically receives grant revenues from federal and state agencies which are either for capital projects or operating purposes. Revenue is considered earned as the related approved capital outlays or expenses are incurred. Revenues from capital grants are reported as capital contributions on the Statements of Revenue, Expenses, and Changes in Net Position and revenues from operating grants are reported as non-aeronautical operating revenue. In fiscal years 2018 and 2017, the Department received \$22.6 million and \$26.6 million, respectively, in federal and state grants combined.

16. PASSENGER FACILITY CHARGES

The Passenger Facility Charge Program allows the collection of PFC fees up to \$4.50 for boarded passenger at commercial airports controlled by public agencies. PFC fees are not levied on "non-revenue" passengers and are applied only on the first two legs of a connecting flight. The Airport uses these fees to fund FAA-approved projects that enhance safety, security, or capacity; reduce noise; or increase air carrier competition. The fees are currently set at \$4.50.

The Airport recorded \$83.9 million and \$83.6 million in passenger facility charges for the years ended June 30, 2018 and 2017, respectively.

17. CUSTOMER FACILITY CHARGES

All on-airport rental car companies who lease space at the Airport and all off-airport rental car companies who obtain customers through the Sky Harbor Rental Car Center collect a daily customer facility charge of \$6.00 per transaction day per vehicle from Sky Harbor Airport customers. Vehicle rental companies remit customer facility charges that were collected or should have been collected from its airport customers on a monthly basis to the City, together with the monthly statement of transactions and transaction days.

The Airport recorded \$49.2 million and \$47.3 million in customer facility charges for the years ended June 30, 2018 and 2017, respectively.

18. SUBSEQUENT EVENTS

Council Members

On July 18, 2018 Councilman Daniel Valenzuela resigned and on August 1, 2018 the City Council appointed Vania Guevara as interim council member for District 5.

On August 7, 2018, Councilwoman Kate Gallego resigned and on August 21, 2018 the City Council appointed Felicita Mendoza as interim council member for District 8.

Debt Issuances

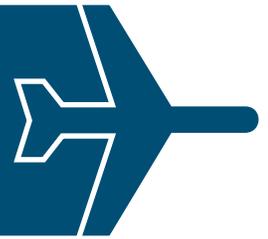
On October 25, 2018, the City of Phoenix Civic Improvement Corporation issued \$226.2 million of Senior Lien Airport Revenue Bonds, Series 2018 (AMT). The bonds were issued at an all-in true interest cost of 4.2% and were dated and delivered November 28, 2018.

City of Phoenix
Aviation Enterprise Fund
REQUIRED SUPPLEMENTARY INFORMATION
For the Fiscal Years Ended June 30, 2018 and 2017

City of Phoenix Employees' Retirement System (COPERS)

| Schedule of Changes in Net Pension Liability and Related Ratios (in thousands) | 2018 | 2017 | 2016 | 2015 | 2014 |
|---|-------------------|-------------------|-------------------|-------------------|-------------------|
| Total pension liability | | | | | |
| Service cost | \$ 7,746 | \$ 7,288 | \$ 8,076 | \$ 7,531 | \$ 7,833 |
| Interest (includes interest on service cost) | 31,152 | 29,326 | 29,321 | 26,636 | 25,722 |
| Changes of benefit terms | — | — | (323) | — | — |
| Differences between expected and actual experience of total pension liability | (4,535) | 43 | (7,689) | (3,101) | (2,034) |
| Changes of assumption | — | 242 | (6,942) | 25,487 | — |
| Benefit payments, including refunds of employee contributions | (24,123) | (22,367) | (21,619) | (20,440) | (17,988) |
| Net change in total pension liability | 10,240 | 14,532 | 824 | 36,113 | 13,533 |
| Total pension liability – beginning | 412,947 | 398,415 | 397,591 | 361,478 | 347,945 |
| Total pension liability – ending | <u>\$ 423,187</u> | <u>\$ 412,947</u> | <u>\$ 398,415</u> | <u>\$ 397,591</u> | <u>\$ 361,478</u> |
| Plan fiduciary net position | | | | | |
| Contributions – employer | \$ 16,855 | \$ 15,215 | \$ 11,984 | \$ 11,709 | \$ 11,063 |
| Contributions – employees | 3,534 | 3,087 | 2,952 | 2,786 | 2,776 |
| Net investment income | 9,070 | 27,184 | 917 | 2,672 | 35,978 |
| Benefit payments, including refunds of employee contributions | (24,123) | (22,367) | (23,216) | (20,440) | (17,988) |
| Pension plan administrative expense | (40) | (38) | (23) | (41) | (63) |
| Net change in plan fiduciary net position | 5,296 | 23,081 | (7,386) | (3,314) | 31,766 |
| Plan fiduciary net position – beginning | 240,709 | 217,628 | 225,014 | 228,328 | 196,562 |
| Plan fiduciary net position – ending | <u>\$ 246,005</u> | <u>\$ 240,709</u> | <u>\$ 217,628</u> | <u>\$ 225,014</u> | <u>\$ 228,328</u> |
| Net pension liability – ending | <u>\$ 177,182</u> | <u>\$ 172,238</u> | <u>\$ 180,787</u> | <u>\$ 172,577</u> | <u>\$ 133,150</u> |
| Plan fiduciary net position as a percentage of the total pension liability | 58.13% | 58.29% | 54.62% | 56.59% | 63.17% |
| Covered employee payroll (in thousands) | \$ 55,827 | \$ 52,130 | \$ 47,397 | \$ 48,431 | \$ 51,875 |
| Net pension liability as a percentage of covered payroll | 317.38% | 330.4% | 381.43% | 356.34% | 256.67% |

The information in this schedule has been determined as of the measurement date 06/30/18 of the City's net pension liability and is intended to show information for 10 years. However, until a full 10-year trend is compiled in accordance with the provisions of GASB 68, only periods of which such information is available are presented.



City of Phoenix Employees' Retirement System (COPERS)

Schedule of Employer Contributions

| Year Ended June 30, | Actuarially Determined Contribution | Actual Contribution | Contribution Deficiency (excess) | Covered Payroll | Actual Contribution as a percentage of Covered Payroll |
|---------------------|-------------------------------------|---------------------|----------------------------------|-----------------|--|
| 2018 | \$ 16,855 | \$ 16,855 | \$ — | \$ 55,827 | 30.19% |
| 2017 | 15,215 | 15,215 | — | 52,130 | 29.19% |
| 2016 | 11,984 | 11,984 | — | 47,397 | 25.28% |
| 2015 | 11,709 | 11,709 | — | 48,431 | 24.18% |
| 2014 | 11,063 | 11,063 | — | 51,875 | 21.33% |
| 2013 | 11,524 | 11,524 | — | 52,465 | 21.97% |
| 2012 | 11,471 | 11,471 | — | 54,079 | 21.21% |
| 2011 | 10,568 | 10,568 | — | 54,139 | 19.52% |
| 2010 | 9,097 | 9,097 | — | 57,833 | 15.73% |
| 2009 | 8,624 | 8,624 | — | 58,717 | 14.69% |

Notes to the Schedule

Valuation date: July 1, 2016. Actuarially determined contribution rates are calculated based on the actuarial valuation one year prior to the beginning of the current measurement period. The rates for FYE June 30, 2018 were determined based on the July 1, 2016 valuation.

Methods and assumptions used to determine contribution rates:

| | |
|---------------------------|--|
| Actuarial cost method | Entry age normal |
| Amortization method | The UAL as of June 30, 2013 is amortized as a level percentage of payroll over a closed 25-year period. The impact of the September 2013 assumption change is amortized over a closed 25-year period with a four-year phase-in. The impact of the August 2015 assumption change is amortized over a closed 25-year period with a four-year phase-in. Future gains and losses are amortized over closed 20-year periods. However, future gains will not be amortized over a shorter period than the remaining period on the amortization of the 2013 UAL. |
| Asset valuation method | 4-year smoothed market; 25% corridor |
| Salary increases | 3.50% plus merit component based on age ranging from 6.60% at age 20 to 0.00% for members age 65 and older. |
| Investment Rate of Return | 7.50% |
| Retirement Age | Experience-based table of rates that are specific to the type of eligibility condition. Last updated for the 2015 valuation pursuant to an experience study of the period 2009-2014. |
| Mortality | CalPERS mortality tables with adjustment factors, projected with MP-2015 |
| COLA | 1.50% |

Other: The assumptions shown above pertain to the actuarial valuation as of July 1, 2016 and were used to determine the actuarially determined contribution for the fiscal year ending June 30, 2018. The Board adopted new economic assumptions effective with the July 1, 2017 valuation which will determine the actuarially determined contribution for the fiscal year ending June 30, 2019.

City of Phoenix
Aviation Enterprise Fund
REQUIRED SUPPLEMENTARY INFORMATION (CONTINUED)
For the Fiscal Years Ended June 30, 2018 and 2017

MERP

| Schedule of Changes in Net OPEB Liability and Related Ratios (in thousands) | 2018 | 2017 |
|--|------------------|------------------|
| Total OPEB Liability | | |
| Service cost | \$ 305 | \$ 295 |
| Interest (includes interest on service cost) | 1,614 | 1,591 |
| Benefit payments, including refunds of employee contributions | (1,567) | (1,556) |
| Net change in total OPEB liability | 352 | 330 |
| Total OPEB liability – beginning | 23,684 | 23,354 |
| Total OPEB liability – ending | <u>\$ 24,036</u> | <u>\$ 23,684</u> |
| Plan fiduciary net position | | |
| Contributions – employer | \$ 1,682 | \$ 1,811 |
| Net investment income | 83 | 102 |
| Benefit payments, including refunds of employee contributions | (1,567) | (1,556) |
| Net change in plan fiduciary net position | 198 | 357 |
| Plan fiduciary net position – beginning | 10,921 | 10,564 |
| Plan fiduciary net position – ending | <u>\$ 11,119</u> | <u>\$ 10,921</u> |
| Net OPEB liability – ending | <u>\$ 12,917</u> | <u>\$ 12,763</u> |
| Plan fiduciary net position as a percentage of the total OPEB liability | 46.26% | 46.11% |
| Covered employee payroll (in thousands) | \$ 21,449 | \$ 20,723 |
| Net OPEB liability as a percentage of covered payroll | 60.22% | 61.59% |

Note to Schedule

Service Cost determined under the Entry Age Normal Method

The information in this schedule has been determined as of the measurement date 06/30/18 of the City's net OPEB liability and is intended to show information for 10 years. However, until a full 10-year trend is compiled in accordance with the provisions of GASB 75, only periods of which such information is available are presented.



Schedule of Employer Contributions – OPEB

| Year Ended June 30, | Actuarially Determined Contribution | Actual Contribution | Contribution Deficiency (excess) | Covered Payroll | Actual Contribution as a percentage of Covered Payroll |
|---------------------|-------------------------------------|---------------------|----------------------------------|-----------------|--|
| 2018 | \$ 1,460 | \$ 1,682 | \$ (222) | \$ 21,449 | 7.84% |
| 2017 | 1,811 | 1,811 | — | 20,723 | 8.74% |

Notes to the Schedule

Valuation date: June 30, 2017

Methods and assumptions used to determine contribution rates:

| | |
|-------------------------------|--|
| Actuarial cost method | Projected Unit Credit |
| Amortization method | Level dollar, closed |
| Remaining amortization period | 24 years |
| Asset Valuation method | Market |
| Inflation | 3.00% |
| Projected payroll increases | 3.50% |
| Investment rate of return | 7.00% |
| Health care trend rates | Applies only to Duty Related Death Benefits: Rates starting at 7.50% in 2018 grading down to 4.50% in 2032 |
| Expenses | Investment expenses are paid from investment returns |

Other Information:

Notes: There are no benefit changes during the year

The information in this schedule has been determined as of the measurement date 06/30/18 of the City's net OPEB liability and is intended to show information for 10 years. However, until a full 10-year trend is compiled in accordance with the provisions of GASB 75, only periods of which such information is available are presented.

City of Phoenix
Aviation Enterprise Fund
REQUIRED SUPPLEMENTARY INFORMATION (CONTINUED)
For the Fiscal Years Ended June 30, 2018 and 2017

LTD

| Schedule of Changes in Net OPEB Liability and Related Ratios (in thousands) | 2018 | 2017 |
|--|-------------------|-------------------|
| Total OPEB Liability | | |
| Service cost | \$ 181 | \$ 175 |
| Interest (includes interest on service cost) | 174 | 165 |
| Benefit payments, including refunds of employee contributions | (204) | (219) |
| Net change in total OPEB liability | 151 | 121 |
| Total OPEB liability – beginning | 2,493 | 2,372 |
| Total OPEB liability – ending | <u>\$ 2,644</u> | <u>\$ 2,493</u> |
| Plan fiduciary net position | | |
| Contributions – employer | \$ 84 | \$ 70 |
| Net investment income | 192 | 498 |
| Benefit payments, including refunds of employee contributions | (204) | (219) |
| Administrative Expense | (21) | (14) |
| Other | 8 | 7 |
| Net change in plan fiduciary net position | 59 | 314 |
| Plan fiduciary net position – beginning | 3,959 | 3,617 |
| Plan fiduciary net position – ending | <u>\$ 4,018</u> | <u>\$ 3,959</u> |
| Net OPEB liability – ending | <u>\$ (1,374)</u> | <u>\$ (1,466)</u> |
| Plan fiduciary net position as a percentage of the total OPEB liability | 151.97% | 158.80% |
| Covered employee payroll (in thousands) | \$ 42,475 | \$ 41,044 |
| Net OPEB liability as a percentage of covered payroll | (3.23)% | (3.57)% |

Note to Schedule

Service Cost determined under the Entry Age Normal Method

The information in this schedule has been determined as of the measurement date 06/30/18 of the City's net OPEB liability and is intended to show information for 10 years. However, until a full 10-year trend is compiled in accordance with the provisions of GASB 75, only periods of which such information is available are presented.



Schedule of Employer Contributions – OPEB

| Year Ended June 30, | Actuarially Determined Contribution | Actual Contribution | Contribution Deficiency (excess) | Covered Payroll | Actual Contribution as a percentage of Covered Payroll |
|---------------------|-------------------------------------|---------------------|----------------------------------|-----------------|--|
| 2018 | \$ 88 | \$ 84 | \$ 4 | \$ 42,475 | 0.20% |
| 2017 | 77 | 70 | 7 | 41,044 | 0.17% |

Notes to the Schedule

Valuation date: June 30, 2017

Methods and assumptions used to determine contribution rates:

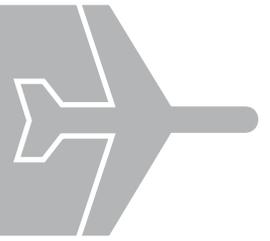
| | |
|-------------------------------|---|
| Actuarial cost method | Projected Unit Credit |
| Amortization method | Level dollar, closed |
| Remaining amortization period | 30 years |
| Asset Valuation method | Market |
| Inflation | 3.00% |
| Projected payroll increases | 3.50% |
| Investment rate of return | 7.00% |
| Health care trend rates | Due to the nature of the benefit, health care trend rates are not applicable to the calculation of contribution rates |
| Expenses | Investment expenses are paid from investment returns |

Other Information:

Notes: There are no benefit changes during the year

The information in this schedule has been determined as of the measurement date 06/30/18 of the City's net OPEB liability and is intended to show information for 10 years. However, until a full 10-year trend is compiled in accordance with the provisions of GASB 75, only periods of which such information is available are presented.





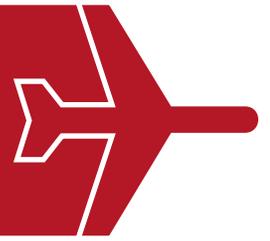
STATISTICAL SECTION

THE STATISTICAL SECTION CONTAINS UNAUDITED INFORMATION ABOUT THE AVIATION ENTERPRISE FUND OR THE AIRPORT.

SUBSECTIONS INCLUDE:

| Subsection | Description |
|------------|------------------------------------|
| 1 | Financial Schedules |
| 2 | Debt Schedules |
| 3 | Economic and Demographic Schedules |





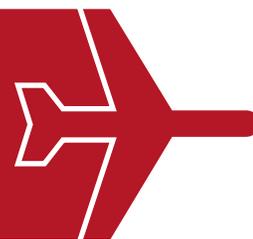
FINANCIAL SCHEDULES

THE FINANCIAL SCHEDULES INCLUDE:

| Schedule | Description |
|----------|--|
| 1 | Comparative Schedules of Revenues, Expenditures and Changes in Fund Balances (non-GAAP) |
| 2 | Reconciliation of Airport Cash on Hand to Available Fund Balance per Budgetary Presentation |
| 3 | Reconciliation of GAAP Operating Revenues and Expenses to Revenues and Expenditures per Budgetary Presentation |
| 4 | Changes in Net Position |
| 5 | Principal Revenue Sources |
| 6 | Rates and Charges |

SCHEDULE 1**City of Phoenix, Aviation Enterprise Fund
COMPARATIVE SCHEDULES OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES (NON-GAAP)****(In Expense Priority Established by the Airport Bond Ordinance)
(For the fiscal years ended June 30; in thousands)**

| | 2018 | 2017 |
|---|-----------|-----------|
| REVENUES | | |
| Aeronautical Revenue | | |
| Terminal Fees | \$ 90,497 | \$ 80,303 |
| Landing Fees | 52,090 | 49,889 |
| Air Cargo and Hangar Rental | 8,423 | 7,895 |
| Other | 13,858 | 13,037 |
| Non-Aeronautical Revenue | | |
| Parking | 87,948 | 84,171 |
| Rental Cars | 54,818 | 53,586 |
| Terminal – Food and Beverage | 22,525 | 21,698 |
| Terminal – Retail | 11,094 | 10,136 |
| Rental Revenue | 23,803 | 20,762 |
| Ground Transportation | 8,776 | 5,340 |
| Interest | 7,019 | 4,177 |
| Other | 5,037 | 3,657 |
| Total Revenues before Reimbursement | 385,888 | 354,651 |
| Transportation O&M Expense Reimbursement (1) | 15,309 | 16,190 |
| Total Revenues | 401,197 | 370,841 |
| EXPENDITURES AND ENCUMBRANCES | | |
| Cost of Operation and Maintenance | | |
| Personal Services | 121,218 | 116,353 |
| Contractual Services | 113,318 | 113,745 |
| Supplies | 11,216 | 12,070 |
| Equipment/Minor Improvements | 3,861 | 2,948 |
| Total Cost of Operation and Maintenance (1) | 249,613 | 245,116 |
| Net Airport Revenue Available for Debt Service (Net Airport Revenues) | 151,584 | 125,725 |
| Total Senior Lien Airport Revenue Bond Debt Service | 55,180 | 48,797 |
| Net Airport Revenue Available After Senior Lien Revenue Bond Debt Service (Designated Revenues) | 96,404 | 76,928 |
| Total Junior Lien Airport Revenue Bond Debt Service (2) | 5,935 | 5,933 |
| Net Airport Revenue Available After Senior and Junior Lien Revenue Bond Debt Service | 90,469 | 70,995 |
| Other Expenditures | | |
| Capital Improvements | 57,596 | 42,693 |
| General Obligation Bond Debt Service | 197 | 197 |
| Early Defeasance of Debt | 13,377 | — |
| Short Term Interest | 810 | — |
| Total Other Expenditures | 71,980 | 42,890 |
| Total Expenditures and Encumbrances | 382,708 | 342,736 |
| Excess of Revenues Over Expenditures and Encumbrances | 18,489 | 28,105 |

SCHEDULE 1**City of Phoenix, Aviation Enterprise Fund
COMPARATIVE SCHEDULES OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES (NON-GAAP) (CONTINUED)**(In Expense Priority Established by the Airport Bond Ordinance)
(For the fiscal years ended June 30; in thousands)

| | 2018 | 2017 |
|--|------------|------------|
| OTHER FINANCING SOURCES (USES) | | |
| Recovery of Prior Years Expenditures | \$ 3,363 | \$ 1,498 |
| Transfer to General Fund: | | |
| Staff and Administrative – Central Service | (9,141) | (8,373) |
| Transfers (to) from Other Funds | | |
| Transfers to Other Funds | (5,698) | (15,922) |
| Transfers from Other Funds | 12,876 | 2,769 |
| Total Other Financing Sources (Uses) | 1,400 | (20,028) |
| Net Increase in Fund Balance | 19,889 | 8,077 |
| FUND BALANCE, JULY 1 | 334,111 | 326,034 |
| FUND BALANCE, JUNE 30 | 354,000 | 334,111 |
| Non-Cash Budgetary Transactions (3) | 46,670 | 31,341 |
| Total Airport Cash on Hand, June 30 | \$ 400,670 | \$ 365,452 |
| Days Cash Calculation (4) | | |
| Total Airport Cash on Hand, June 30 | \$ 400,670 | \$ 365,452 |
| Total Cost of Maintenance and Operation | 249,613 | 245,116 |
| Days Cash on Hand | 586 | 544 |

Notes:

(1) Rental Car Center Transportation O&M Expenses as defined in the CFC Bond Documents are included as a Cost of Operation and Maintenance. Amounts reimbursed to the City by the CFC trustee to pay the rental car busing service expenses (included as a Cost of Operation and Maintenance) are included as Revenues.

(2) Debt service is net of the Junior Lien Passenger Facility Charge Credits and the Recovery Zone Economic Development Bonds subsidy from the United States Treasury.

(3) Consists of budgetary encumbrances, revenue recoveries and other timing differences.

(4) Days cash on hand is calculated as follows: Total airport cash on hand divided by total cost of maintenance and operation multiplied by 365.

SCHEDULE 2
City of Phoenix, Aviation Enterprise Fund
RECONCILIATION OF AIRPORT CASH ON HAND TO AVAILABLE FUND
BALANCE PER BUDGETARY PRESENTATION
(For the fiscal years ended June 30; in thousands)

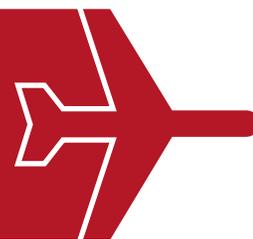
| | 2018 | 2017 |
|--|-------------------|-------------------|
| Comparative Statements of Net Position | | |
| Cash and Cash Equivalents (Unrestricted) | \$ 57,817 | \$ 69,970 |
| Investments (Unrestricted) | 342,853 | 295,482 |
| Total Airport Cash on Hand, June 30 | 400,670 | 365,452 |
| Adjusted For: | | |
| Non-Cash Budgetary Transactions (1) | (46,670) | (31,341) |
| Available Fund Balance per Budgetary Presentation (2) | \$ 354,000 | \$ 334,111 |

Notes:

- (1) Consists of budgetary encumbrances, revenue recoveries and other timing differences.
- (2) Budgetary Presentation is shown on Schedule 1 – City of Phoenix Aviation Enterprise Fund Comparative Schedule of Revenues, Expenditures, and Changes in Fund Balances

SCHEDULE 3**City of Phoenix, Aviation Enterprise Fund
RECONCILIATION OF GAAP OPERATING REVENUES AND EXPENSES TO REVENUES
AND EXPENDITURES PER BUDGETARY PRESENTATION**

(For the fiscal years ended June 30; in thousands)



| | 2018 | 2017 |
|--|-------------------|-------------------|
| Revenues | | |
| Total GAAP Operating Revenues | \$ 373,893 | \$ 356,418 |
| Adjusted for : | | |
| Transportation O&M Expense Reimbursement | 15,309 | 16,190 |
| Year-end Revenue Accruals | 4,778 | (6,257) |
| Interest Income | 7,019 | 4,177 |
| Proceeds from Disposal of Assets | 198 | 313 |
| Revenues per Budgetary Presentation (2) | <u>\$ 401,197</u> | <u>\$ 370,841</u> |
| Operating Expenses/Expenditures | | |
| Total GAAP Operating Expenses | \$ 445,339 | \$ 426,553 |
| Adjusted for : | | |
| Depreciation | (166,145) | (165,826) |
| Staff and Administration | (9,141) | (8,373) |
| Net Pension Liability Increase | (13,119) | (4,817) |
| Year-end Expenditure Accruals | (2,376) | 4,284 |
| Expensed Capital (3) | (6,191) | (11,433) |
| Other (1) | 1,246 | 4,482 |
| Operation and Maintenance Expenditures per Budgetary Presentation (2) | <u>\$ 249,613</u> | <u>\$ 244,870</u> |
| Senior Lien Coverage Calculation | | |
| Revenue | \$ 401,197 | \$ 370,841 |
| Operating Expenditures | 249,613 | 244,870 |
| Designated Revenue for Senior Lien Debt Service | <u>\$ 151,584</u> | <u>\$ 125,971</u> |
| Senior Lien Debt Service | <u>\$ 55,180</u> | <u>\$ 48,797</u> |
| Senior Lien Debt Service Coverage (4) | 2.75 | 2.58 |
| Junior Lien Coverage Calculation | | |
| Designated Revenue for Senior Lien Debt Service | \$ 151,584 | \$ 125,971 |
| Senior Lien Debt Service | 55,180 | 48,797 |
| Designated Revenue for Junior Lien Debt Service | <u>\$ 96,404</u> | <u>\$ 77,174</u> |
| Junior Lien Debt Service | \$ 51,000 | \$ 52,588 |
| Adjusted for : | | |
| Junior Lien PFC Credit | (44,473) | (46,065) |
| 2010 RZEDB Subsidy Payments | (592) | (590) |
| Net Junior Lien Debt Service | <u>\$ 5,935</u> | <u>\$ 5,933</u> |
| Junior Lien Debt Service Coverage (4) | 16.24 | 13.01 |
| Aggregate Senior & Junior Liens Coverage Calculation | | |
| Designated Revenue for Debt Service | \$ 151,584 | \$ 125,971 |
| Aggregate Senior & Junior Liens Debt Service | 61,115 | 54,730 |
| Aggregate Senior & Junior Liens Debt Service Coverage | 2.48 | 2.30 |

Notes:

(1) Includes budgetary encumbrances and revenue recoveries.

(2) Budgetary Presentation is shown on the City of Phoenix Aviation Enterprise Fund Comparative Schedule of Revenues, Expenditures and Changes in Fund Balances.

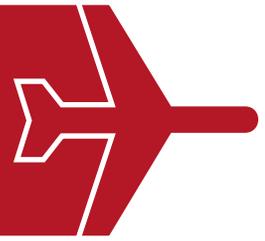
(3) Includes repairs and studies that do not result in a major improvement to the Aviation Enterprise Fund.

(4) As defined in the City Purchase Agreement.

SCHEDULE 4
City of Phoenix, Aviation Enterprise Fund
CHANGES IN NET POSITION
Last Ten Fiscal Years
(in thousands)

| | 2018 | 2017 | 2016 | 2015 |
|---|---------------------|---------------------|---------------------|---------------------|
| Operating Revenues | | | | |
| Aeronautical Revenue | \$ 160,900 | \$ 154,209 | \$ 144,093 | \$ 145,046 |
| Non-Aeronautical Revenue | 212,993 | 202,209 | 189,322 | 195,921 |
| Total Operating Revenue | <u>373,893</u> | <u>356,418</u> | <u>333,415</u> | <u>340,967</u> |
| Operating Expenses | | | | |
| Operation and Maintenance | | | | |
| Personal Services | 134,785 | 127,792 | 119,938 | 86,172 |
| Contractual Services | 117,162 | 103,158 | 104,735 | 115,486 |
| Supplies | 11,731 | 9,300 | 11,925 | 10,771 |
| Equipment/Minor Improvements | 6,375 | 11,145 | 23,305 | 31,128 |
| Environmental, Studies and Noise | — | 959 | 1,956 | 2,600 |
| City Staff and Administrative | 9,141 | 8,373 | 7,716 | 7,969 |
| Depreciation | 166,145 | 165,826 | 166,829 | 163,691 |
| Total Operating Expenses | <u>445,339</u> | <u>426,553</u> | <u>436,404</u> | <u>417,817</u> |
| Net Operating Loss | <u>(71,446)</u> | <u>(70,135)</u> | <u>(102,989)</u> | <u>(76,850)</u> |
| Non-Operating Revenues (Expenses) | | | | |
| Passenger Facility Charges | 83,885 | 83,577 | 83,449 | 84,774 |
| Rental Car Customer Facility Charges | 49,210 | 47,348 | 47,118 | 44,839 |
| Investment Income | 4,594 | 2,555 | 6,591 | 2,988 |
| Interest on Capital Debt | (64,403) | (67,915) | (67,141) | (65,051) |
| Loss on Disposal of Capital Assets | (4,529) | (1,417) | (759) | (47) |
| Total Non-Operating Revenues (Expenses) | <u>68,757</u> | <u>64,148</u> | <u>69,258</u> | <u>67,503</u> |
| Capital Contributions | 22,569 | 26,639 | 27,803 | 20,970 |
| Transfer from Other Funds | 168 | — | 2 | 1 |
| Transfer to Other Funds | (948) | (370) | (330) | (365) |
| Change in Net Position | <u>19,100</u> | <u>20,282</u> | <u>(6,256)</u> | <u>11,259</u> |
| Net Position – July 1 | 1,654,073 | 1,645,405 | 1,651,661 | 1,640,402 |
| Restatement of Beginning Net Position | — | (11,614) | — | — |
| Net Position – July 1, as restated | <u>1,654,073</u> | <u>1,633,791</u> | <u>1,651,661</u> | <u>1,640,402</u> |
| Net Position – June 30 | <u>\$ 1,673,173</u> | <u>\$ 1,654,073</u> | <u>\$ 1,645,405</u> | <u>\$ 1,651,661</u> |
| Net Position – June 30 | | | | |
| Net Investment in Capital Assets | \$ 1,264,682 | \$ 1,196,595 | \$ 1,205,383 | \$ 1,170,752 |
| Restricted | 315,812 | 357,767 | 350,755 | 343,472 |
| Unrestricted | <u>92,679</u> | <u>99,711</u> | <u>89,267</u> | <u>137,437</u> |
| Total Net Position | <u>\$ 1,673,173</u> | <u>\$ 1,654,073</u> | <u>\$ 1,645,405</u> | <u>\$ 1,651,661</u> |

SCHEDULE 4
City of Phoenix, Aviation Enterprise Fund
CHANGES IN NET POSITION (CONTINUED)
 Last Ten Fiscal Years
 (in thousands)

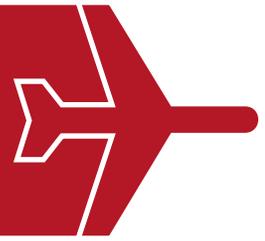


| | 2014 | 2013 | 2012 | 2011 | 2010 | 2009 |
|--|---------------------|---------------------|---------------------|---------------------|---------------------|---------------------|
| | \$ 141,633 | \$ 129,026 | \$ 124,112 | \$ 118,580 | \$ 110,979 | \$ 111,451 |
| | 184,411 | 176,660 | 175,655 | 170,080 | 155,799 | 161,628 |
| | 326,044 | 305,686 | 299,767 | 288,660 | 266,778 | 273,079 |
| | 65,339 | 72,791 | 71,987 | 69,189 | 71,253 | 62,639 |
| | 124,360 | 114,748 | 103,669 | 104,365 | 97,580 | 109,108 |
| | 11,014 | 11,797 | 11,061 | 11,294 | 9,333 | 11,071 |
| | 26,045 | 32,850 | 31,225 | 36,026 | 19,249 | 44,504 |
| | 5,099 | 8,361 | 8,218 | 15,364 | 13,811 | 3,028 |
| | 7,262 | 6,869 | 5,889 | 4,364 | 5,037 | 5,943 |
| | 158,760 | 146,034 | 127,699 | 128,697 | 129,034 | 110,067 |
| | 397,879 | 393,450 | 359,748 | 369,299 | 345,297 | 346,360 |
| | (71,835) | (87,764) | (59,981) | (80,639) | (78,519) | (73,281) |
| | 79,672 | 78,184 | 78,807 | 79,870 | 77,165 | 74,134 |
| | 43,113 | 41,457 | 41,253 | 39,274 | 36,050 | 33,573 |
| | 3,831 | 519 | 2,750 | 2,609 | 3,518 | 8,958 |
| | (64,863) | (70,785) | (75,927) | (70,612) | (46,768) | (43,076) |
| | (29) | (153) | 16 | 7,803 | (1,420) | (24) |
| | 61,724 | 49,222 | 46,899 | 58,944 | 68,545 | 73,565 |
| | 27,184 | 14,516 | 32,694 | 33,832 | 40,000 | 25,005 |
| | — | 31 | — | — | — | — |
| | (166) | — | — | — | — | — |
| | 16,907 | (23,995) | 19,612 | 12,137 | 30,026 | 25,289 |
| | 1,765,618 | 1,789,613 | 1,770,001 | 1,757,864 | 1,727,838 | 1,896,919 |
| | (142,123) | — | — | — | — | (194,370) |
| | 1,623,495 | 1,789,613 | 1,770,001 | 1,757,864 | 1,727,838 | 1,702,549 |
| | <u>\$ 1,640,402</u> | <u>\$ 1,765,618</u> | <u>\$ 1,789,613</u> | <u>\$ 1,770,001</u> | <u>\$ 1,757,864</u> | <u>\$ 1,727,838</u> |
| | \$ 1,241,513 | \$ 1,255,699 | \$ 1,325,444 | \$ 1,312,605 | \$ 1,465,741 | \$ 1,493,939 |
| | 272,624 | 266,673 | 106,337 | 106,350 | 51,730 | 52,019 |
| | 126,265 | 243,246 | 357,832 | 351,046 | 240,393 | 181,880 |
| | <u>\$ 1,640,402</u> | <u>\$ 1,765,618</u> | <u>\$ 1,789,613</u> | <u>\$ 1,770,001</u> | <u>\$ 1,757,864</u> | <u>\$ 1,727,838</u> |

SCHEDULE 5**City of Phoenix, Aviation Enterprise Fund****PRINCIPAL REVENUE SOURCES**for Operating Revenues over Ten Percent of Total Operating Revenues
Last Ten Fiscal Years

| | Fiscal Year | | | | |
|------------------------------|---------------|---------------|---------------|---------------|---------------|
| | 2018 | 2017 | 2016 | 2015 | 2014 |
| Terminal Fees | | | | | |
| Amount | \$ 89,389,493 | \$ 80,955,779 | \$ 75,114,921 | \$ 78,422,082 | \$ 73,089,595 |
| Percent of Operating Revenue | 23.91% | 22.71% | 22.53% | 23.00% | 22.42% |
| Landing Fees | | | | | |
| Amount | \$ 50,029,798 | \$ 51,278,003 | \$ 49,869,087 | \$ 48,497,053 | \$ 49,860,459 |
| Percent of Operating Revenue | 13.38% | 14.39% | 14.96% | 14.22% | 15.29% |
| Parking | | | | | |
| Amount | \$ 88,189,599 | \$ 84,150,595 | \$ 84,585,621 | \$ 81,094,038 | \$ 76,964,416 |
| Percent of Operating Revenue | 23.59% | 23.61% | 25.37% | 23.78% | 23.61% |
| Rental Cars | | | | | |
| Amount | \$ 54,901,712 | \$ 53,594,924 | \$ 46,668,644 | \$ 52,103,343 | \$ 49,627,460 |
| Percent of Operating Revenue | 14.68% | 15.04% | 14.00% | 15.28% | 15.22% |
| | | | | | |
| | Fiscal Year | | | | |
| | 2013 | 2012 | 2011 | 2010 | 2009 |
| Terminal Fees | | | | | |
| Amount | \$ 64,904,028 | \$ 56,745,994 | \$ 45,524,353 | \$ 40,505,843 | \$ 45,397,236 |
| Percent of Operating Revenue | 18.93% | 15.77% | 15.18% | 16.62% | 14.61% |
| Landing Fees | | | | | |
| Amount | \$ 46,892,628 | \$ 42,970,142 | \$ 41,504,514 | \$ 38,489,900 | \$ 37,567,983 |
| Percent of Operating Revenue | 14.33% | 12.45% | 14.43% | 13.76% | 12.20% |
| Parking | | | | | |
| Amount | \$ 74,913,811 | \$ 72,753,006 | \$ 69,837,852 | \$ 66,087,317 | \$ 70,231,461 |
| Percent of Operating Revenue | 24.27% | 24.19% | 24.77% | 25.72% | 28.68% |
| Rental Cars | | | | | |
| Amount | \$ 47,793,301 | \$ 47,094,786 | \$ 45,684,285 | \$ 43,999,292 | \$ 41,665,110 |
| Percent of Operating Revenue | 15.71% | 15.83% | 16.49% | 15.26% | 16.11% |

SCHEDULE 6
City of Phoenix, Aviation Enterprise Fund
RATES AND CHARGES
for Principal Revenue Sources
Last Ten Fiscal Years



| | Fiscal Year | | | | |
|--------------------------------|-------------|-----------|-----------|-----------|-----------|
| | 2018 | 2017 | 2016 | 2015 | 2014 |
| Airline Terminal Fees | | | | | |
| Fee per square foot | | | | | |
| Terminal 2 | \$ 120.00 | \$ 109.80 | \$ 106.68 | \$ 118.26 | \$ 112.80 |
| Terminal 3 | 120.00 | 109.80 | 106.68 | 118.26 | 112.80 |
| Terminal 4 | 120.00 | 109.80 | 106.68 | 118.26 | 112.80 |
| Landing Fees | | | | | |
| Fee per 1,000 pounds | 1.99 | 1.98 | 1.98 | 1.87 | 1.99 |
| Parking Rates | | | | | |
| Terminal Garages (per hour) | 4.00 | 4.00 | 4.00 | 4.00 | 4.00 |
| Terminal Garages (daily max) | | | | | |
| Terminal 2 | 26.00 | 25.00 | 25.00 | 25.00 | 25.00 |
| Terminal 3 | 27.00 | 25.00 | 25.00 | 25.00 | 25.00 |
| Terminal 4 | 27.00 | 25.00 | 25.00 | 25.00 | 25.00 |
| Terminal 2 Economy Covered | 12.00 | 11.00 | 11.00 | 11.00 | 11.00 |
| Terminal 2 Economy Uncovered | 10.00 | 9.00 | 9.00 | 9.00 | 9.00 |
| West Economy Park and Walk | 7.00 | 7.00 | 7.00 | 7.00 | 9.00 |
| East Economy Covered | 14.00 | 11.00 | 11.00 | 11.00 | 11.00 |
| East Economy Uncovered | 12.00 | 9.00 | 9.00 | 9.00 | 9.00 |
| Rental Car Center Rates | | | | | |
| Percent of Gross Rent | 10% | 10% | 10% | 10% | 10% |

| | Fiscal Year | | | | |
|--------------------------------|-------------|----------|----------|----------|----------|
| | 2013 | 2012 | 2011 | 2010 | 2009 |
| Airline Terminal Fees | | | | | |
| Fee per square foot | | | | | |
| Terminal 2 | \$ 110.65 | \$ 79.99 | \$ 75.80 | \$ 66.83 | \$ 59.49 |
| Terminal 3 | 110.65 | 83.73 | 81.92 | 79.76 | 59.84 |
| Terminal 4 | 110.65 | 104.56 | 90.90 | 85.60 | 69.65 |
| Landing Fees | | | | | |
| Fee per 1,000 pounds | 1.93 | 1.67 | 1.59 | 1.53 | 1.39 |
| Parking Rates | | | | | |
| Terminal Garages (per hour) | 4.00 | 4.00 | 4.00 | 4.00 | 4.00 |
| Terminal Garages (daily max) | | | | | |
| Terminal 2 | 25.00 | 25.00 | 25.00 | 25.00 | 25.00 |
| Terminal 3 | 25.00 | 25.00 | 25.00 | 25.00 | 25.00 |
| Terminal 4 | 25.00 | 25.00 | 25.00 | 25.00 | 25.00 |
| Terminal 2 Economy Covered | 11.00 | 11.00 | 11.00 | 10.00 | 10.00 |
| Terminal 2 Economy Uncovered | 9.00 | 9.00 | 9.00 | 8.00 | 8.00 |
| West Economy Park and Walk | 9.00 | 9.00 | 9.00 | 8.00 | 8.00 |
| East Economy Covered | 11.00 | 11.00 | 11.00 | 10.00 | 10.00 |
| East Economy Uncovered | 9.00 | 9.00 | 9.00 | 8.00 | 8.00 |
| Rental Car Center Rates | | | | | |
| Percent of Gross Rent | 10% | 10% | 10% | 10% | 10% |





DEBT SCHEDULES

THE DEBT SCHEDULES INCLUDE:

| Schedule | Description |
|----------|--|
| 7 | Outstanding Debt, per Enplaned Passenger |
| 8 | Debt Service Paid from General Airport Revenue, per Enplaned Passenger |
| 9 | Bond Ratings |
| | City of Phoenix Civic Improvement Corporation Bonds |
| 10 | Senior Lien Airport Revenue Bonds – Schedule of Outstanding Debt |
| 11 | Senior Lien Airport Revenue Bonds – Schedule of Debt Service Requirements |
| 12 | Junior Lien Airport Revenue Bonds – Schedule of Outstanding Debt |
| 13 | Junior Lien Airport Revenue Bonds – Schedule of Debt Service Requirements |
| 14 | Rental Car Facility Charge Revenue Bonds – Schedule of Outstanding Debt |
| 15 | Rental Car Facility Charge Revenue Bonds – Schedule of Debt Service Requirements |
| | City of Phoenix Airport General Obligation Bonds |
| 16 | Schedule of Outstanding Debt |
| 17 | Schedule of Debt Service Requirements |

SCHEDULE 7
City of Phoenix, Aviation Enterprise Fund
OUTSTANDING DEBT PAYABLE FROM GENERAL AIRPORT REVENUE,
PER ENPLANED PASSENGER
Last Ten Fiscal Years

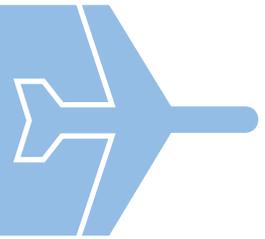
| | Fiscal Year | | | | |
|---|---------------------|---------------------|---------------------|---------------------|---------------------|
| | 2018 | 2017 | 2016 | 2015 | 2014 |
| Outstanding Debt (in thousands) | | | | | |
| Revenue Bonds | | | | | |
| Senior Lien Bonds | \$ 554,005 | \$ 447,660 | \$ 472,895 | \$ 496,905 | \$ 519,775 |
| Junior Lien Bonds | 669,935 | 724,405 | 739,900 | 659,585 | 672,290 |
| Short Term Obligations | 100,000 | 180,000 | 130,000 | 140,000 | 120,000 |
| General Obligation Bonds | 7,865 | 7,865 | 7,865 | 7,865 | 7,870 |
| Total Outstanding Debt | <u>\$ 1,331,805</u> | <u>\$ 1,359,930</u> | <u>\$ 1,350,660</u> | <u>\$ 1,304,355</u> | <u>\$ 1,319,935</u> |
| Enplaned Passengers | 22,218,915 | 21,820,386 | 22,055,907 | 21,488,569 | 20,518,748 |
| Outstanding Debt per Enplaned Passenger | \$59.94 | \$62.32 | \$61.24 | \$60.70 | \$64.33 |
| | | | | | |
| | Fiscal Year | | | | |
| | 2013 | 2012 | 2011 | 2010 | 2009 |
| Outstanding Debt (in thousands) | | | | | |
| Revenue Bonds | | | | | |
| Senior Lien Bonds | \$ 542,920 | \$ 599,615 | \$ 625,270 | \$ 680,165 | \$ 699,320 |
| Junior Lien Bonds | 684,395 | 696,105 | 696,105 | — | — |
| Short Term Obligations | 100,000 | — | — | 200,000 | 80,000 |
| General Obligation Bonds | 8,905 | 9,615 | 10,500 | 11,350 | 12,195 |
| Total Outstanding Debt | <u>\$ 1,336,220</u> | <u>\$ 1,305,335</u> | <u>\$ 1,331,875</u> | <u>\$ 891,515</u> | <u>\$ 791,515</u> |
| Enplaned Passengers | 20,235,788 | 20,278,458 | 19,681,233 | 19,096,529 | 18,912,120 |
| Outstanding Debt per Enplaned Passenger | \$ 66.03 | \$ 64.37 | \$ 67.67 | \$ 46.68 | \$ 41.85 |

Notes:

Includes a portion of the Senior Lien Excise Tax Revenue Refunding Bonds, Series 2007, which were issued for Airport, in fiscal years 2007 through 2011. The Airport portion on the bonds were paid in full in fiscal year 2011.

Rental Car Facility Charge Bonds have been omitted from this schedule because payments do not come from the general airport revenue.

SCHEDULE 8
City of Phoenix, Aviation Enterprise Fund
DEBT SERVICE PAID FROM GENERAL AIRPORT REVENUE,
PER ENPLANED PASSENGER
 Last Ten Fiscal Years



| | Fiscal Year | | | | |
|-------------------------------------|-------------------|-------------------|------------------|------------------|------------------|
| | 2018 | 2017 | 2016 | 2015 | 2014 |
| Debt Service (in thousands) | | | | | |
| Revenue Bonds | | | | | |
| Principal | \$ 44,898 | \$ 40,730 | \$ 38,135 | \$ 35,575 | \$ 35,250 |
| Interest | 61,281 | 60,654 | 60,442 | 59,626 | 61,248 |
| Short Term Obligations | | | | | |
| Interest | 810 | 1,021 | 125 | — | — |
| General Obligation Bonds | | | | | |
| Principal | — | — | — | — | 500 |
| Interest | 197 | 197 | 197 | 201 | 359 |
| Total Debt Service | \$ 107,186 | \$ 102,602 | \$ 98,899 | \$ 95,402 | \$ 97,357 |
| Enplaned Passengers | 22,218,915 | 21,820,386 | 22,055,907 | 21,488,569 | 20,518,748 |
| Debt Service per Enplaned Passenger | \$ 4.82 | \$ 4.70 | \$ 4.48 | \$ 4.44 | \$ 4.74 |

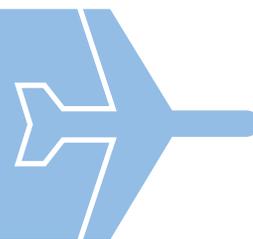
| | Fiscal Year | | | | |
|-------------------------------------|------------------|------------------|------------------|------------------|------------------|
| | 2013 | 2012 | 2011 | 2010 | 2009 |
| Debt Service (in thousands) | | | | | |
| Revenue Bonds | | | | | |
| Principal | \$ 33,615 | \$ 25,655 | \$ 20,610 | \$ 19,155 | \$ 18,990 |
| Interest | 64,495 | 66,925 | 62,453 | 35,744 | 37,286 |
| General Obligation Bonds | | | | | |
| Principal | 710 | 885 | 850 | 845 | 1,385 |
| Interest | 395 | 430 | 464 | 498 | 563 |
| Total Debt Service | \$ 99,215 | \$ 93,895 | \$ 84,377 | \$ 56,242 | \$ 58,224 |
| Enplaned Passengers | 20,235,788 | 20,278,458 | 19,681,233 | 19,096,529 | 18,912,120 |
| Debt Service per Enplaned Passenger | \$ 4.90 | \$ 4.63 | \$ 4.29 | \$ 2.95 | \$ 3.08 |

Source:
 City of Phoenix, Aviation Department

Note:
 Rental Car Facility Charge Bonds have been omitted from this schedule because payments do not come from general airport revenue.



SCHEDULE 9
City of Phoenix, Aviation Enterprise Fund
BOND RATINGS
(as of June 30, 2018)



| Series | | Rating | |
|--|---|---------|-------|
| | | Moody's | S & P |
| City of Phoenix Civic Improvement Corporation | | | |
| Senior Lien Revenue Bonds | | Aa3 | AA- |
| 2013 | Airport Revenue Refunding Bonds (AMT) | | |
| 2017A | Airport Revenue Bonds (AMT) | | |
| 2017B | Airport Revenue Refunding Bonds (Non-AMT) | | |
| 2017C | Airport Revenue Refunding Bonds (Taxable) | | |
| Junior Lien Revenue Bonds | | A1 | A+ |
| 2010A | Airport Revenue Bonds (Non-AMT) | | |
| 2010B | Airport Revenue Bonds (Taxable) | | |
| 2010C | Airport Revenue Refunding Bonds (Non-AMT) | | |
| 2015A | Airport Revenue Bonds (Non-AMT) | | |
| 2015B | Airport Revenue Refunding Bonds (Non-AMT) | | |
| 2017D | Airport Revenue Refunding Bonds (Non-AMT) | | |
| Rental Car Facility Charge Revenue Bonds | | A2 | A |
| 2004 | Rental Car Facility Bonds (Taxable) | | |
| City of Phoenix General Obligation Bonds | | Aa1 | AA+ |
| 2014 | General Obligation Refunding Bonds | | |

Source:
City of Phoenix, Finance Department

SCHEDULE 10
City of Phoenix, Aviation Enterprise Fund
SENIOR LIEN AIRPORT REVENUE BONDS
SCHEDULE OF OUTSTANDING DEBT
(as of June 30, 2018)

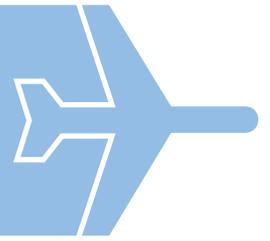
| <u>Delivery Date</u> | <u>Series</u> | <u>Original Issuance</u> | <u>Maturity Dates</u> | <u>Coupons</u> | <u>Bonds Outstanding (a)</u> |
|----------------------|---------------|--------------------------|-----------------------|-----------------|------------------------------|
| 03/05/13 | 2013 (b) | \$ 196,600,000 | 7/1/14-32 | 3.00% – 5.00% | \$ 160,825,000 |
| 11/21/17 | 2017A | 190,930,000 | 7/1/18-47 | 5.00% | 189,130,000 |
| 11/21/17 | 2017B (b) | 173,440,000 | 7/1/21-38 | 5.00% | 173,440,000 |
| 11/21/17 | 2017C (b) | 35,745,000 | 7/1/18-21 | 1.501% – 2.207% | 30,610,000 |
| Total | | | | | <u>\$ 554,005,000</u> |

Notes:

(a) Does not include bonds maturing on July 1, 2018.

(b) Series 2013, 2017B and 2017C were used for refunding purposes.

SCHEDULE 11
City of Phoenix, Aviation Enterprise Fund
SENIOR LIEN AIRPORT REVENUE BONDS
SCHEDULE OF DEBT SERVICE REQUIREMENTS



| Fiscal Year | Principal | Interest | Total |
|----------------|-----------------------|-----------------------|-----------------------|
| 2019 | \$ 20,660,000 | \$ 26,773,850 | \$ 47,433,850 |
| 2020 | 28,175,000 | 26,040,218 | 54,215,218 |
| 2021 | 20,225,000 | 25,123,877 | 45,348,877 |
| 2022 | 21,105,000 | 24,247,250 | 45,352,250 |
| 2023 | 20,520,000 | 23,192,000 | 43,712,000 |
| 2024 | 21,550,000 | 22,166,000 | 43,716,000 |
| 2025 | 22,625,000 | 21,088,500 | 43,713,500 |
| 2026 | 23,765,000 | 19,957,250 | 43,722,250 |
| 2027 | 24,945,000 | 18,769,000 | 43,714,000 |
| 2028 | 26,200,000 | 17,521,750 | 43,721,750 |
| 2029 | 27,505,000 | 16,211,750 | 43,716,750 |
| 2030 | 28,880,000 | 14,836,500 | 43,716,500 |
| 2031 | 30,325,000 | 13,392,500 | 43,717,500 |
| 2032 | 31,845,000 | 11,876,250 | 43,721,250 |
| 2033 | 17,180,000 | 10,284,000 | 27,464,000 |
| 2034 | 18,050,000 | 9,425,000 | 27,475,000 |
| 2035 | 18,950,000 | 8,522,500 | 27,472,500 |
| 2036 | 19,895,000 | 7,575,000 | 27,470,000 |
| 2037 | 20,885,000 | 6,580,250 | 27,465,250 |
| 2038 | 21,935,000 | 5,536,000 | 27,471,000 |
| 2039 | 8,050,000 | 4,439,250 | 12,489,250 |
| 2040 | 8,455,000 | 4,036,750 | 12,491,750 |
| 2041 | 8,875,000 | 3,614,000 | 12,489,000 |
| 2042 | 9,320,000 | 3,170,250 | 12,490,250 |
| 2043 | 9,790,000 | 2,704,250 | 12,494,250 |
| 2044 | 10,280,000 | 2,214,750 | 12,494,750 |
| 2045 | 10,790,000 | 1,700,750 | 12,490,750 |
| 2046 | 11,330,000 | 1,161,250 | 12,491,250 |
| 2047 | 11,895,000 | 594,750 | 12,489,750 |
| Total | \$ 554,005,000 | \$ 352,755,445 | \$ 906,760,445 |

SCHEDULE 12
City of Phoenix, Aviation Enterprise Fund
JUNIOR LIEN AIRPORT REVENUE BONDS
SCHEDULE OF OUTSTANDING DEBT
(as of June 30, 2018)

| <u>Delivery Date</u> | <u>Series</u> | <u>Original Issuance</u> | <u>Maturity Dates</u> | <u>Coupons</u> | <u>Bonds Outstanding (a)</u> |
|----------------------|---------------|--------------------------|-----------------------|----------------|------------------------------|
| 09/01/10 | 2010A (c) | \$ 642,680,000 | 7/1/13-40 | 2.00% – 5.25% | \$ 31,310,000 |
| 09/01/10 | 2010B(c),(d) | 21,345,000 | 7/1/40 | 6.60% | 21,345,000 |
| 09/01/10 | 2010C (b) | 32,080,000 | 7/1/23-25 | 5.00% | 32,080,000 |
| 12/15/15 | 2015A (e) | 95,785,000 | 7/1/16-45 | 4.00% – 5.00% | 91,820,000 |
| 12/15/15 | 2015B (b)(c) | 18,655,000 | 7/1/34 | 5.00% | 18,655,000 |
| 12/21/17 | 2017D (b) | 474,725,000 | 7/1/21-40 | 3.125% – 5.00% | 474,725,000 |
| Total | | | | | <u><u>\$ 669,935,000</u></u> |

Notes:

(a) Does not include bonds maturing on July 1, 2018.

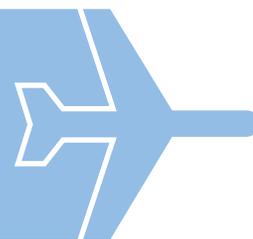
(b) Series 2010C, 2015B and 2017D was used for refunding purposes.

(c) 100% of debt service due on or before July 1, 2023 on these bonds is also secured by an irrevocable commitment of net proceeds of a passenger facility charge (the PFC) imposed by the City and collected on behalf of the City by non-exempt passenger air carriers at Phoenix Sky Harbor International Airport. The PFC is currently imposed at the rate of \$4.50 per qualifying enplaned passenger and is required to be remitted to the City less any accrued interest and an \$0.11 per PFC airline collection fee.

(d) Represents bonds issued as RZEDB Bonds for purposes of the American Recovery and Reinvestment Act of 2009, and the Internal Revenue Code of 1986. Subject to the City's compliance with certain requirements of the Code, the City expects to receive semiannual cash subsidy payments rebating a portion of the interest on these bonds from the United States Treasury in an amount equal to 45% of the interest payable each respective interest payment date. The debt service shown above has not been reduced by the expected subsidy payments. On March 1, 2013, the federal government announced the implementation of certain automatic budget cuts known as the sequester, which has resulted in a reduction of the federal subsidy by 6.6% and 6.9% (the Sequester Reductions), in fiscal years 2018 and 2017, respectively. However, the City does not expect the Sequester Reductions to have a material adverse effect on its ability to make payments of interest on the RZEDB Bonds.

(e) 30% of debt service due on or before July 1, 2023 on these bonds is also secured by an irrevocable commitment of net proceeds of a passenger facility charge imposed by the City and collected on behalf of the City by non-exempt passenger air carriers at Phoenix Sky Harbor International Airport.

SCHEDULE 13
City of Phoenix, Aviation Enterprise Fund
JUNIOR LIEN AIRPORT REVENUE BONDS
SCHEDULE OF DEBT SERVICE REQUIREMENTS



| Fiscal Year | Principal | Interest | Total |
|----------------|-----------------------|-----------------------|-------------------------|
| 2019 | \$ 16,980,000 | \$ 32,594,051 | \$ 49,574,051 |
| 2020 | 17,805,000 | 31,766,251 | 49,571,251 |
| 2021 | 17,545,000 | 30,917,776 | 48,462,776 |
| 2022 | 18,420,000 | 30,040,527 | 48,460,527 |
| 2023 | 29,515,000 | 29,119,526 | 58,634,526 |
| 2024 | 30,990,000 | 27,643,776 | 58,633,776 |
| 2025 | 32,545,000 | 26,094,276 | 58,639,276 |
| 2026 | 22,395,000 | 24,467,027 | 46,862,027 |
| 2027 | 23,510,000 | 23,347,276 | 46,857,276 |
| 2028 | 24,690,000 | 22,171,776 | 46,861,776 |
| 2029 | 25,920,000 | 20,937,276 | 46,857,276 |
| 2030 | 27,215,000 | 19,641,277 | 46,856,277 |
| 2031 | 28,570,000 | 18,280,526 | 46,850,526 |
| 2032 | 30,015,000 | 16,852,026 | 46,867,026 |
| 2033 | 31,510,000 | 15,351,276 | 46,861,276 |
| 2034 | 31,740,000 | 13,775,777 | 45,515,777 |
| 2035 | 34,565,000 | 12,368,120 | 46,933,120 |
| 2036 | 36,290,000 | 10,639,870 | 46,929,870 |
| 2037 | 38,090,000 | 8,843,820 | 46,933,820 |
| 2038 | 39,970,000 | 6,958,520 | 46,928,520 |
| 2039 | 41,595,000 | 5,337,320 | 46,932,320 |
| 2040 | 43,280,000 | 3,649,920 | 46,929,920 |
| 2041 | 4,845,000 | 1,339,000 | 6,184,000 |
| 2042 | 5,090,000 | 1,096,750 | 6,186,750 |
| 2043 | 5,345,000 | 842,250 | 6,187,250 |
| 2044 | 5,610,000 | 575,000 | 6,185,000 |
| 2045 | 5,890,000 | 294,500 | 6,184,500 |
| Total | \$ 669,935,000 | \$ 434,945,490 | \$ 1,104,880,490 |

Note:

Includes debt service on \$21,345,000 par amount of RZEDB. Debt service has not been reduced by the expected RZEDB subsidy payments.

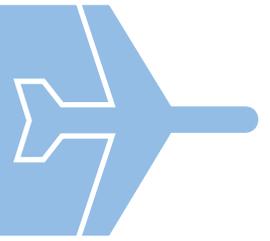
SCHEDULE 14
City of Phoenix, Aviation Enterprise Fund
RENTAL CAR FACILITY CHARGE REVENUE BONDS
SCHEDULE OF OUTSTANDING DEBT
(as of June 30, 2018)

| <u>Delivery Date</u> | <u>Series</u> | <u>Original Issuance</u> | <u>Maturity Dates</u> | <u>Coupons</u> | <u>Bonds Outstanding (a)</u> |
|----------------------|---------------|--------------------------|-----------------------|----------------|------------------------------|
| 06/02/04 | 2004 | \$ 260,000,000 | 7/1/07-29 | 3.69% – 6.25% | \$ 165,885,000 |
| | | | | | <u>\$ 165,885,000</u> |

Note:

(a) Does not include bonds maturing on July 1, 2018.

SCHEDULE 15
City of Phoenix, Aviation Enterprise Fund
RENTAL CAR FACILITY CHARGE REVENUE BONDS
SCHEDULE OF DEBT SERVICE REQUIREMENTS



| Fiscal Year | Principal | Interest | Total |
|--------------------|-----------------------|----------------------|-----------------------|
| 2019 | \$ 10,990,000 | \$ 10,284,336 | \$ 21,274,336 |
| 2020 | 11,645,000 | 9,628,234 | 21,273,234 |
| 2021 | 12,365,000 | 8,909,737 | 21,274,737 |
| 2022 | 13,130,000 | 8,146,816 | 21,276,816 |
| 2023 | 13,940,000 | 7,336,696 | 21,276,696 |
| 2024 | 14,800,000 | 6,476,597 | 21,276,597 |
| 2025 | 15,710,000 | 5,563,438 | 21,273,438 |
| 2026 | 16,695,000 | 4,581,562 | 21,276,562 |
| 2027 | 17,740,000 | 3,538,125 | 21,278,125 |
| 2028 | 18,845,000 | 2,429,375 | 21,274,375 |
| 2029 | 20,025,000 | 1,251,563 | 21,276,563 |
| Total | \$ 165,885,000 | \$ 68,146,479 | \$ 234,031,479 |

SCHEDULE 16
City of Phoenix, Aviation Enterprise Fund
AIRPORT GENERAL OBLIGATION BONDS
SCHEDULE OF OUTSTANDING DEBT
(as of June 30, 2018)

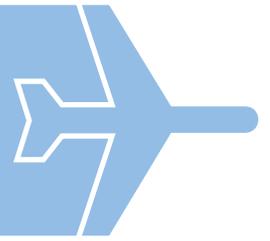
| <u>Delivery Date</u> | <u>Series</u> | <u>Original Issuance</u> | <u>Maturity Dates</u> | <u>Coupons</u> | <u>Bonds Outstanding (a)</u> |
|----------------------|---------------|--------------------------|-----------------------|----------------|------------------------------|
| 06/24/14 | 2014 (b) | \$ 7,865,000 | 7/1/19-20 | 2.00% – 4.00% | \$ 7,865,000 |
| Total | | | | | <u>\$ 7,865,000</u> |

Notes:

(a) Does not include bonds maturing on July 1, 2018.

(b) Series 2014 refunded the 2003 GO Bonds

SCHEDULE 17
City of Phoenix, Aviation Enterprise Fund
AIRPORT GENERAL OBLIGATION BONDS
SCHEDULE OF DEBT SERVICE REQUIREMENTS



| Fiscal Year | Principal | Interest | Total |
|------------------------|---------------------|-------------------|---------------------|
| 2019 | \$ 4,520,000 | \$ 197,050 | \$ 4,717,050 |
| 2020 | 3,345,000 | 82,700 | 3,427,700 |
| Total | \$ 7,865,000 | \$ 279,750 | \$ 8,144,750 |





ECONOMIC AND DEMOGRAPHIC SCHEDULES

THE ECONOMIC AND DEMOGRAPHIC SCHEDULES INCLUDE:

| Schedule | Description |
|----------|--|
| 18 | Demographic Statistics for the Airport Service Area |
| 19 | Principal Employers |
| 20 | Airport Employee Trends |
| 21 | Capital Assets and Other Airport Information |
| 22 | Schedule of Annual Passenger Enplanements by Type of Passenger |
| 23 | Schedule of Annual Passenger Enplanements by Flight Destination |
| 24 | Schedule of Enplaned Passengers by Airline |
| 25 | Schedule of Annual Average Cost Per Enplanement |
| 26 | Schedule of PFC Approvals and Revenues |
| 27 | Schedule of Annual PFC Collections |
| 28 | Rental Car Facility Charge Revenue Bonds – Schedule of Annual Receipts, Net Annual CFC Revenues, and Debt Service Coverage |
| 29 | Schedule of Rental Car Gross Sales by Company |

SCHEDULE 18
City of Phoenix, Aviation Enterprise Fund
DEMOGRAPHIC STATISTICS FOR THE AIRPORT SERVICE AREA
 June 30, 2018

| Fiscal Year | | Population (July 1) | Personal Income (in thousands) | Per Capita Income | Unemployment Rate |
|-------------|-----|------------------------|--------------------------------------|----------------------|----------------------|
| 2018 | (a) | — | \$ — | \$ — | 4.2% |
| 2017 | | 4,737,270 | 208,895,900 | 44,096 | 4.5% |
| 2016 | | 4,661,537 | 196,801,479 | 42,218 | 5.3% |
| 2015 | | 4,574,531 | 186,693,084 | 40,811 | 6.0% |
| 2014 | | 4,489,109 | 178,871,199 | 39,846 | 6.8% |
| 2013 | | 4,404,129 | 170,637,978 | 38,745 | 7.4% |
| 2012 | | 4,330,974 | 166,686,196 | 38,487 | 8.7% |
| 2011 | | 4,254,149 | 158,211,801 | 37,190 | 9.6% |
| 2010 | | 4,209,347 | 148,838,301 | 35,359 | 9.3% |
| 2009 | | 4,153,609 | 147,153,657 | 35,428 | 5.5% |

Sources:

U.S. Department of Commerce, Bureau of the Census website, www.census.gov

U.S. Department of Commerce, Bureau of Economic Analysis website, www.bea.gov

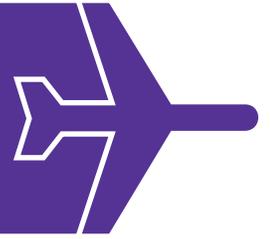
U.S. Department of Labor, Bureau of Labor Statistics website, www.bls.gov

Notes:

The data in this table is for the Phoenix-Mesa-Scottsdale, AZ Metropolitan Statistical Area

(a) Population, Personal Income, and Per Capita Income are not available for June 30, 2018 as of the date of publication.

SCHEDULE 19
City of Phoenix, Aviation Enterprise Fund
PRINCIPAL EMPLOYERS
 Current Year and Nine Years Ago



| Employer | 2018 | | | 2009 | | |
|--------------------------|-----------|------|------------|-----------|------|------------|
| | Employees | Rank | Percentage | Employees | Rank | Percentage |
| State of Arizona | 49,800 | 1 | 2.60% | 50,936 | 1 | 2.66% |
| Wal-Mart Stores Inc | 30,634 | 2 | 1.60% | 32,814 | 3 | 1.71% |
| Banner Health | 24,825 | 3 | 1.30% | 23,100 | 2 | 1.20% |
| City of Phoenix | 15,100 | 4 | 0.79% | 17,068 | 4 | 0.89% |
| Wells Fargo & Co | 13,308 | 5 | 0.70% | 14,000 | 6 | 0.73% |
| Bank of America | 13,300 | 6 | 0.69% | | | |
| Maricopa County | 12,792 | 7 | 0.67% | 14,014 | 5 | 0.73% |
| Arizona State University | 11,185 | 8 | 0.58% | 13,005 | 7 | 0.68% |
| Apollo Group | 11,000 | 9 | 0.57% | | | |
| JP Morgan Chase & Co | 10,600 | 10 | 0.55% | | | |
| Honeywell Aerospace | | | | 12,600 | 8 | 0.66% |
| US Postal Service | | | | 10,545 | 9 | 0.55% |
| Bashas' Inc. | | | | 10,460 | 10 | 0.55% |

Sources:
 Phoenix Business Journal Book of Lists

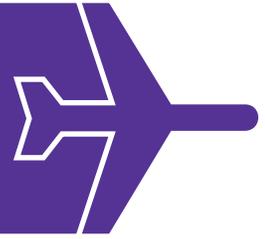
Arizona Department of Commerce, Workforce Development

Note:
 Top employers in Maricopa County.



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SCHEDULE 20
City of Phoenix, Aviation Enterprise Fund
AVIATION DEPARTMENT EMPLOYEE TREND
 Last Ten Fiscal Years Ended June 30



| | 2018 | 2017 | 2016 | 2015 | 2014 |
|----------------------------------|------------|------------|------------|------------|------------|
| Division/Group | | | | | |
| Administration | 10 | 10 | 8 | 12 | 9 |
| Business and Properties | 31 | 20 | 19 | 18 | 20 |
| Contracts and Services | 17 | 19 | 8 | — | — |
| Design and Construction Services | 33 | 35 | 29 | 30 | 36 |
| Facilities and Services | 409 | 385 | 381 | 374 | 384 |
| Financial Management | 27 | 26 | 27 | 30 | 32 |
| Human Resources | 12 | 16 | 15 | 12 | 12 |
| Technology | 38 | 41 | 39 | 37 | 41 |
| Operations | 152 | 189 | 186 | 181 | 188 |
| Planning and Environmental | 19 | 19 | 19 | 19 | 21 |
| Public Relations | 15 | 16 | 13 | 14 | 13 |
| Public Safety and Security | 49 | — | — | — | — |
| Other | 3 | 8 | 4 | 5 | 18 |
| Total | 815 | 784 | 748 | 732 | 774 |
| | | | | | |
| | 2013 | 2012 | 2011 | 2010 | 2009 |
| Division/Group | | | | | |
| Administration | 10 | 15 | 12 | 12 | 14 |
| Business and Properties | 20 | 18 | 20 | 22 | 22 |
| Contracts and Services | — | — | — | — | — |
| Design and Construction Services | 37 | 28 | 30 | 35 | 35 |
| Facilities and Services | 374 | 367 | 380 | 382 | 396 |
| Financial Management | 31 | 30 | 35 | 34 | 36 |
| Human Resources | 13 | 13 | 14 | 14 | 16 |
| Technology | 39 | 41 | 45 | 39 | 39 |
| Operations | 185 | 187 | 183 | 179 | 173 |
| Planning and Environmental | 21 | 29 | 27 | 26 | 23 |
| Public Relations | 12 | 13 | 14 | 13 | 12 |
| Public Safety and Security | — | — | — | — | — |
| Other | 27 | 30 | 29 | 19 | 9 |
| Total | 769 | 771 | 789 | 775 | 775 |

Source:
 City of Phoenix, Aviation Department

PHOENIX SKY HARBOR INTERNATIONAL AIRPORT (PHX)

About the Airport

Phoenix Sky Harbor International Airport (the Airport) has been owned and operated by the City of Phoenix (the City) since 1935. It is the largest of the three airports that comprise the City's Aviation Enterprise Fund. The Airport is located approximately four miles east of the downtown Phoenix area. It is the only Arizona airport designated as a large hub by the Federal Aviation Administration (FAA) and is the principal commercial service airport serving metropolitan Phoenix and most of the State's population.

Terminal, Parking and Rental Car Facilities

The Airport currently has three active passenger terminal buildings, Terminals 2, 3, and 4. Terminal 1 was constructed in 1952 at a cost of \$835 thousand and was among the most modern and efficient passenger terminals of its time. Terminals were added over the years to accommodate increasing traffic, and in 1991 Terminal 1 was demolished, but the other terminals were never renumbered.

Terminal 2 opened in 1962, the year Sky Harbor surpassed the one million passenger mark. Constructed for \$2.7 million, Terminal 2 contains approximately 330,000 square feet and 10 gates. Alaska, Boutique, Contour, Spirit, and United airlines serve passengers through Terminal 2.

Terminal 3 opened in 1979 with construction costs at \$35 million. Terminal 3 contains approximately 639,000 square feet and 10 gates. The Airport has launched a Terminal 3 modernization project, designed to provide consistent and enhanced customer service and more efficient operations for airlines and concessionaires. Upon completion of this project, Terminal 3 will contain approximately 710,000 square feet and 25 gates. Delta, Frontier, Hawaiian, JetBlue, and Sun Country airlines serve passengers through Terminal 3.

Terminal 4 opened in 1990, at an initial cost of \$248 million. The Terminal opened with five concourses, later adding two additional concourses for a total of seven. Terminal 4 contains approximately 2.3 million square feet and 81 gates. The Terminal 4 new concourse project will add 8 new gates when completed in 2022. Air Canada, American, British Airways, Condor, Southwest, Volaris, and WestJet airlines serve passengers through Terminal 4.

The Airport has approximately 31,400 public and employee parking spaces in five parking garages and five surface lots.

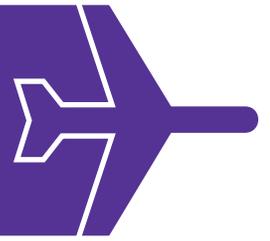
A consolidated rental car facility is located west of the terminals on a 141-acre site that includes approximately 5,600 ready/return garage spaces in a 2.2 million square foot garage and a 113,000 square foot customer service building.

PHX Sky Train®

The PHX Sky Train® is an electrically-powered, automated people mover that operates 24-hours a day, 365 days a year. It provides a seamless connection among the three terminal buildings, East Economy parking and the Valley Metro Light Rail. The PHX Sky Train® will also connect to the Rental Car Center when the final phase is complete in 2022.

Runways

The Airport has three parallel runways (8/26 is 11,490 feet in length, 7L/25R is 10,300 feet in length, and 7R/25L is 7,800 feet in length) and a network of supporting taxiways, aprons and hold areas. Together with the terminals, the Airport facilities are capable of accommodating the operations of all commercial jet aircraft currently in use.



PHOENIX DEER VALLEY AIRPORT (DVT)

About the Airport

Phoenix Deer Valley Airport serves to relieve air traffic from Phoenix Sky Harbor International Airport. As such, the Airport is capable of accommodating all segments of civil aviation, except commercial passenger service. Phoenix Deer Valley Airport encompasses approximately 914 acres of property. This airport is located fifteen miles north of downtown Phoenix near the intersection of Interstate 17 and Loop 101.

Terminal and Hangar Facilities

The Terminal was originally constructed in 1975 and then renovated in 2002 with a total cost of \$6.2 million. It is roughly 28,000 square feet. Phoenix Deer Valley Airport has 779 Hangars and 380 Covered and Uncovered Tie-Down spaces, constructed for a total cost of \$17 million.

Runways

Phoenix Deer Valley Airport has two runways, 07L/25R is 4,500 feet long and 75 feet wide and 07R/25L is 8,200 feet long and 100 feet wide.

PHOENIX GOODYEAR AIRPORT (GYR)

About the Airport

Phoenix Goodyear Airport is classified as a general aviation reliever airport for Phoenix Sky Harbor International Airport. It is located on 789 acres of property approximately two miles south of Interstate 10 on Litchfield Road. This airport was previously known as the Naval Air Facility Litchfield Park until it was purchased by the City of Phoenix in 1968.

Terminal and Hangar Facilities

The Terminal is approximately 5,200 square feet and was completed in 2000, for a cost of \$2.9 million. Phoenix Goodyear Airport has 147 Hangars and 22 Tie-Down spaces, constructed for a cost of \$18 million.

Runway

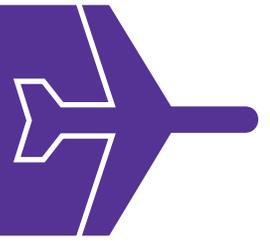
Phoenix Goodyear Airport has a single runway, 03/21 is 8,500 feet long and 150 feet wide and can accommodate aircraft up to the size of a Boeing 747.

SCHEDULE 22
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF ANNUAL PASSENGER ENPLANEMENTS
BY TYPE OF PASSENGER
 Last Ten Fiscal Years

| Fiscal Year | By Type of Passenger | | | | | Percent of Total | |
|----------------|--------------------------|-----------|------------|------------|------------|------------------|------------|
| | Origin-Destination (O&D) | | | Connecting | Total | O&D | Connecting |
| | Resident | Visitor | Total O&D | | | | |
| 2018 | 6,846,360 | 8,200,666 | 15,047,026 | 7,171,889 | 22,218,915 | 67.7% | 32.3% |
| 2017 | 6,558,400 | 7,827,022 | 14,385,422 | 7,434,964 | 21,820,386 | 65.9% | 34.1% |
| 2016 | 6,147,109 | 7,391,369 | 13,538,478 | 8,517,429 | 22,055,907 | 61.4% | 38.6% |
| 2015 | 5,750,807 | 6,987,079 | 12,737,886 | 8,750,683 | 21,488,569 | 59.3% | 40.7% |
| 2014 | 5,518,158 | 6,637,193 | 12,155,351 | 8,363,397 | 20,518,748 | 59.2% | 40.8% |
| 2013 | 5,512,623 | 6,462,505 | 11,975,128 | 8,260,660 | 20,235,788 | 59.2% | 40.8% |
| 2012 | 5,441,823 | 6,501,508 | 11,943,331 | 8,335,127 | 20,278,458 | 58.9% | 41.1% |
| 2011 | 5,155,409 | 6,205,267 | 11,360,676 | 8,320,557 | 19,681,233 | 57.7% | 42.3% |
| 2010 | 5,112,219 | 6,281,679 | 11,393,898 | 7,702,631 | 19,096,529 | 59.7% | 40.3% |
| 2009 | 5,229,892 | 6,092,828 | 11,322,720 | 7,589,400 | 18,912,120 | 59.9% | 40.1% |

Source:
 U.S. DOT, Air Passenger Origin-Destination Survey, reconciled to Schedules T100.

SCHEDULE 23
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF ANNUAL PASSENGER ENPLANEMENTS
BY FLIGHT DESTINATION
 Last Ten Fiscal Years



| Fiscal Year | By flight destination | | | Percent of Total | |
|-------------|-----------------------|---------------|------------|------------------|---------------|
| | Domestic | International | Total | Domestic | International |
| 2018 | 21,177,581 | 1,041,334 | 22,218,915 | 95.3% | 4.7% |
| 2017 | 20,812,795 | 1,007,591 | 21,820,386 | 95.4% | 4.6% |
| 2016 | 20,984,439 | 1,071,468 | 22,055,907 | 95.1% | 4.9% |
| 2015 | 20,348,751 | 1,139,818 | 21,488,569 | 94.7% | 5.3% |
| 2014 | 19,399,997 | 1,118,751 | 20,518,748 | 94.5% | 5.5% |
| 2013 | 19,094,138 | 1,141,650 | 20,235,788 | 94.4% | 5.6% |
| 2012 | 19,134,426 | 1,144,032 | 20,278,458 | 94.4% | 5.6% |
| 2011 | 18,592,674 | 1,088,559 | 19,681,233 | 94.5% | 5.5% |
| 2010 | 18,093,919 | 1,002,610 | 19,096,529 | 94.7% | 5.3% |
| 2009 | 17,980,137 | 931,983 | 18,912,120 | 95.1% | 4.9% |

Source:
 City of Phoenix, Aviation Department

SCHEDULE 24
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF ENPLANED PASSENGERS BY AIRLINE
Last Ten Fiscal Years

| | Fiscal Year | | | | |
|-----------------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| | 2018 | 2017 | 2016 | 2015 | 2014 |
| Enplaned Passengers | | | | | |
| American Airlines Group (a) | 10,360,041 | 10,129,895 | 10,962,440 | 10,978,341 | 10,734,648 |
| Southwest (b) | 7,546,946 | 7,382,859 | 7,149,550 | 6,750,373 | 6,305,923 |
| Delta | 1,438,843 | 1,388,510 | 1,401,639 | 1,325,051 | 1,262,548 |
| United (c) | 1,164,730 | 1,131,353 | 1,080,742 | 981,702 | 960,710 |
| Frontier (d) | 388,761 | 459,477 | 235,602 | 279,517 | 207,590 |
| Alaska | 432,478 | 420,940 | 376,264 | 370,801 | 339,086 |
| WestJet | 234,570 | 229,727 | 219,614 | 214,812 | 179,257 |
| Air Canada | 140,171 | 117,966 | 104,995 | 101,417 | 81,683 |
| British Airways | 111,514 | 108,487 | 105,173 | 103,408 | 99,380 |
| Spirit | 96,545 | 146,760 | 165,376 | 148,673 | 106,036 |
| JetBlue | 92,201 | 92,321 | 91,947 | 90,195 | 87,332 |
| Hawaiian | 86,558 | 88,388 | 87,094 | 85,368 | 83,715 |
| MN Airlines (Sun Country) | 80,518 | 77,946 | 48,984 | 35,032 | 31,773 |
| All Other | 45,039 | 45,757 | 26,487 | 23,879 | 39,067 |
| Total | 22,218,915 | 21,820,386 | 22,055,907 | 21,488,569 | 20,518,748 |
| Share of Total | | | | | |
| American Airlines Group (a) | 46.7% | 46.4% | 49.7% | 51.0% | 52.2% |
| Southwest (b) | 34.0 | 33.8 | 32.4 | 31.4 | 30.7 |
| Delta | 6.5 | 6.4 | 6.4 | 6.2 | 6.2 |
| United (c) | 5.2 | 5.2 | 4.9 | 4.6 | 4.7 |
| Frontier (d) | 1.7 | 2.1 | 1.1 | 1.3 | 1.0 |
| Alaska | 1.9 | 1.9 | 1.7 | 1.7 | 1.7 |
| WestJet | 1.1 | 1.1 | 1.0 | 1.0 | 0.9 |
| Air Canada | 0.6 | 0.5 | 0.5 | 0.5 | 0.4 |
| British Airways | 0.5 | 0.5 | 0.5 | 0.5 | 0.4 |
| Spirit | 0.4 | 0.7 | 0.7 | 0.7 | 0.4 |
| JetBlue | 0.4 | 0.4 | 0.4 | 0.4 | 0.6 |
| Hawaiian | 0.4 | 0.4 | 0.4 | 0.4 | 0.4 |
| MN Airlines (Sun Country) | 0.4 | 0.4 | 0.2 | 0.2 | 0.2 |
| All Other | 0.2 | 0.2 | 0.1 | 0.1 | 0.2 |
| Total | 100.0% | 100.0% | 100.0% | 100.0% | 100.0% |

Source:
City of Phoenix, Aviation Department Monthly Statistics Reports

Notes:
Passengers reported by regional affiliates have been grouped with their respective code-sharing partners.

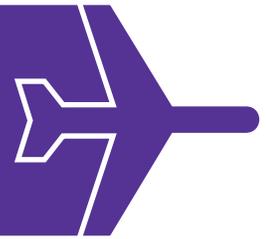
(a) US Airways merged with American Airlines in December 2013. The two airlines were granted a combined operating certificate on April 8, 2015.

(b) Includes AirTran, which was acquired by Southwest in September 2010, for all years shown.

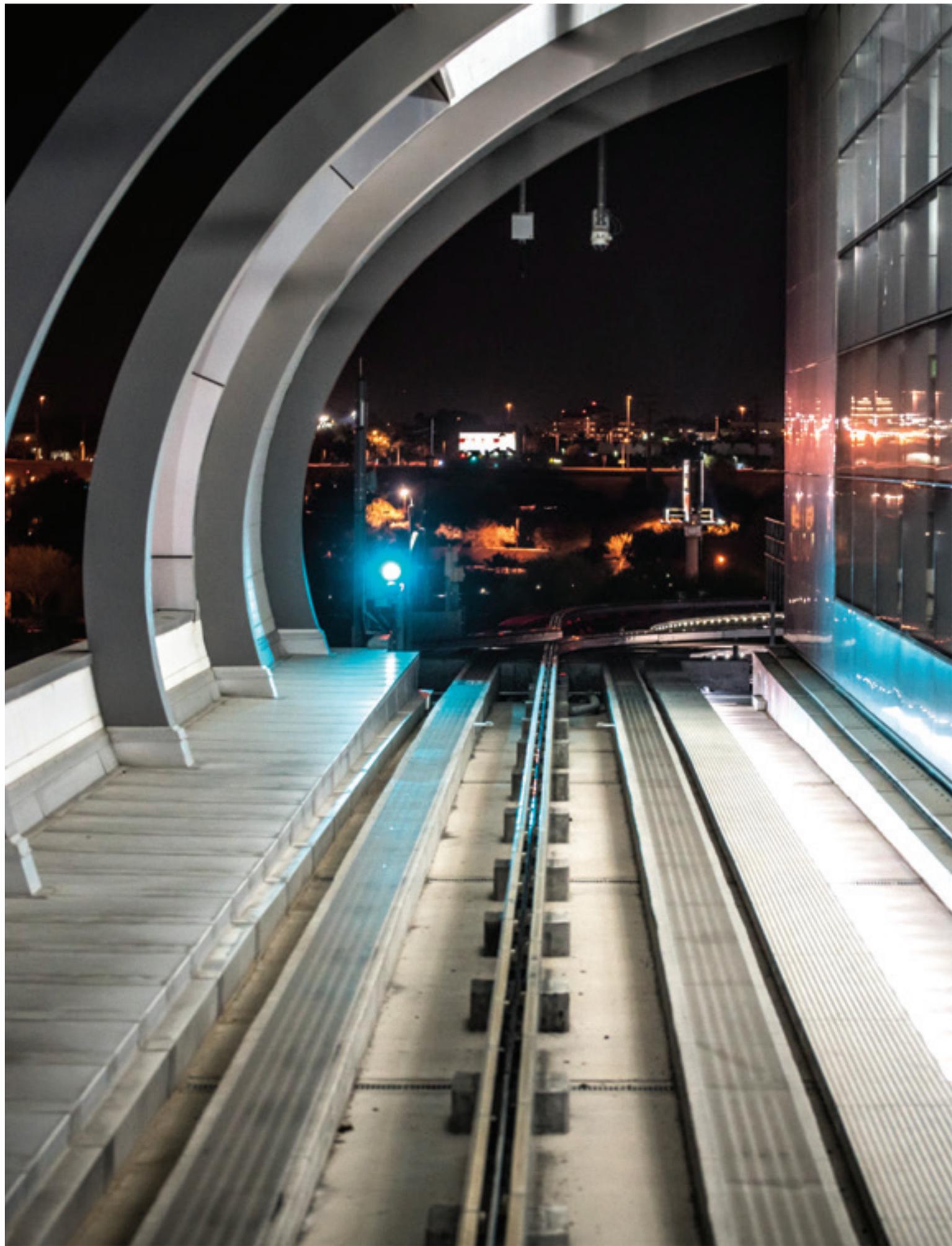
(c) Includes Continental Airlines, which merged with United in May 2010, for all years shown.

(d) Includes Midwest Airlines, which merged with Frontier in April 2010, for all years shown.

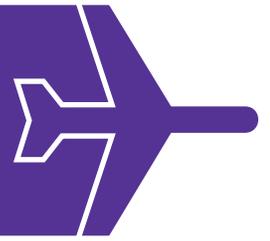
SCHEDULE 24
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF ENPLANED PASSENGERS BY AIRLINE (CONTINUED)
Last Ten Fiscal Years



| | Fiscal Year | | | | |
|-----------------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| | 2013 | 2012 | 2011 | 2010 | 2009 |
| Enplaned Passengers | | | | | |
| American Airlines Group (a) | 10,620,512 | 10,443,129 | 10,168,306 | 9,886,705 | 9,859,978 |
| Southwest (b) | 6,294,553 | 6,353,423 | 6,036,115 | 5,665,452 | 5,546,157 |
| Delta | 1,240,735 | 1,296,941 | 1,256,788 | 1,250,333 | 1,180,336 |
| United (c) | 984,130 | 1,058,382 | 1,121,492 | 1,236,187 | 1,253,507 |
| Frontier (d) | 218,072 | 217,964 | 253,391 | 276,521 | 289,627 |
| Alaska | 324,218 | 343,867 | 328,390 | 326,624 | 332,754 |
| WestJet | 163,247 | 150,795 | 116,551 | 89,400 | 64,363 |
| Air Canada | 78,611 | 79,454 | 78,022 | 57,468 | 54,915 |
| British Airways | 91,609 | 92,099 | 85,600 | 75,619 | 79,479 |
| Spirit | — | — | — | — | — |
| JetBlue | 90,743 | 109,521 | 99,601 | 80,861 | 76,917 |
| Hawaiian | 85,553 | 86,867 | 85,197 | 84,912 | 87,649 |
| MN Airlines (Sun Country) | 22,915 | 22,341 | 29,694 | 31,842 | 39,778 |
| All Other | 20,890 | 23,675 | 22,086 | 34,605 | 46,660 |
| Total | 20,235,788 | 20,278,458 | 19,681,233 | 19,096,529 | 18,912,120 |
| Share of Total | | | | | |
| American Airlines Group (a) | 52.5% | 51.6% | 51.6% | 51.8% | 52.3% |
| Southwest (b) | 31.1 | 31.3 | 30.7 | 29.7 | 29.3 |
| Delta | 6.1 | 6.4 | 6.4 | 6.5 | 6.2 |
| United (c) | 4.9 | 5.2 | 5.7 | 6.5 | 6.6 |
| Frontier (d) | 1.1 | 1.1 | 1.3 | 1.4 | 1.5 |
| Alaska | 1.6 | 1.7 | 1.7 | 1.7 | 1.8 |
| WestJet | 0.8 | 0.7 | 0.6 | 0.5 | 0.3 |
| Air Canada | 0.4 | 0.4 | 0.4 | 0.3 | 0.3 |
| British Airways | 0.5 | 0.5 | 0.4 | 0.4 | 0.4 |
| Spirit | — | — | — | — | — |
| JetBlue | 0.4 | 0.5 | 0.5 | 0.4 | 0.4 |
| Hawaiian | 0.4 | 0.4 | 0.4 | 0.4 | 0.5 |
| MN Airlines (Sun Country) | 0.1 | 0.1 | 0.2 | 0.2 | 0.2 |
| All Other | 0.1 | 0.1 | 0.1 | 0.2 | 0.2 |
| Total | 100.0% | 100.0% | 100.0% | 100.0% | 100.0% |



SCHEDULE 25
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF ANNUAL AVERAGE COST PER ENPLANEMENT
 Last Ten Fiscal Years



| Fiscal Year | Total Airline Revenues (in thousands) | Enplaned Passengers (in thousands) | Cost Per Enplanement |
|----------------|---|--|-------------------------|
| 2018 | \$ 139,033 | 22,219 | \$ 6.26 |
| 2017 | 133,581 | 21,820 | 6.12 |
| 2016 | 127,708 | 22,056 | 5.79 |
| 2015 | 128,596 | 21,489 | 5.98 |
| 2014 | 118,747 | 20,519 | 5.79 |
| 2013 | 111,911 | 20,236 | 5.53 |
| 2012 | 106,121 | 20,278 | 5.23 |
| 2011 | 101,338 | 19,681 | 5.15 |
| 2010 | 93,161 | 19,097 | 4.88 |
| 2009 | 93,044 | 18,912 | 4.92 |

Source:
 City of Phoenix, Aviation Department

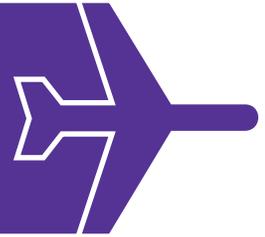
SCHEDULE 26
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF PFC APPROVALS AND REVENUES
(as of June 30, 2018)

| | Approval Amount | Revenues (a) | Remaining Authority |
|----------------------|-------------------------|-------------------------|-------------------------|
| PFC Approvals | | | |
| Closed PFC Approvals | | | |
| PFC 1 | \$ 93,230,839 | \$ 93,230,839 | \$ — |
| PFC 2 | 147,875,677 | 147,875,677 | — |
| PFC 3 | 208,085,801 | 208,085,801 | — |
| PFC 4 | 246,977,086 | 246,977,086 | — |
| PFC 5 | 179,036,442 | 179,036,442 | — |
| Subtotal | <u>875,205,845</u> | <u>875,205,845</u> | <u>—</u> |
| Active PFC Approvals | | | |
| PFC 6 | 1,972,404,781 | 637,067,770 | 1,335,337,011 |
| PFC 7 | 82,163,209 | 66,923,588 | 15,239,621 |
| PFC 8 | 69,959,779 | 35,888,624 | 34,071,155 |
| Subtotal | <u>2,124,527,769</u> | <u>739,879,982</u> | <u>1,384,647,787</u> |
| Total PFC Approvals | <u>\$ 2,999,733,614</u> | <u>\$ 1,615,085,827</u> | <u>\$ 1,384,647,787</u> |

Source:
City of Phoenix Aviation Department

Note:
(a) Revenues include PFC collections plus related interest income.

SCHEDULE 27
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
SCHEDULE OF ANNUAL PFC COLLECTIONS
 Last Ten Fiscal Years



| Fiscal Year | PFC Rate | Airline Admin Fee | Net PFC Rate | Enplaned Passengers | | Total PFC Collections (b) (in thousands) |
|-------------|----------|-------------------|--------------|----------------------|------------------|--|
| | | | | Total (in thousands) | PFC Eligible (a) | |
| 2018 | \$ 4.50 | \$ 0.11 | \$ 4.39 | 22,219 | 86.0% | \$ 83,917 |
| 2017 | 4.50 | 0.11 | 4.39 | 21,820 | 87.3% | 83,600 |
| 2016 | 4.50 | 0.11 | 4.39 | 22,056 | 86.3% | 83,595 |
| 2015 | 4.50 | 0.11 | 4.39 | 21,489 | 90.1% | 84,976 |
| 2014 | 4.50 | 0.11 | 4.39 | 20,519 | 88.2% | 79,406 |
| 2013 | 4.50 | 0.11 | 4.39 | 20,236 | 88.1% | 78,273 |
| 2012 | 4.50 | 0.11 | 4.39 | 20,278 | 88.8% | 79,092 |
| 2011 | 4.50 | 0.11 | 4.39 | 19,681 | 93.4% | 80,682 |
| 2010 | 4.50 | 0.11 | 4.39 | 19,097 | 91.3% | 76,530 |
| 2009 | 4.50 | 0.11 | 4.39 | 18,912 | 87.8% | 72,924 |

Source:
 City of Phoenix, Aviation Department

Notes:

- (a) Imputed from enplaned passengers, net PFC rate, and total PFC collections. Timing variances exist between when PFCs are collected by airlines and when they are remitted to the airport, which can result in annual fluctuations of PFC collections and percent eligible passengers.
- (b) Total PFC Collections represent amounts that were received from the airlines during the fiscal year. Adjustments have not been made for receivables at fiscal year-end. These amounts are calculated on a different basis than the revenues reported in the Basic Financial Statements.

SCHEDULE 28
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
RENTAL CAR FACILITY CHARGE REVENUE BONDS
SCHEDULE OF ANNUAL RECEIPTS, NET ANNUAL CFC REVENUES,
AND DEBT SERVICE COVERAGE
Last Ten Fiscal Years

| Fiscal Year | Transaction Days (a) (in thousands) | Pledged CFC Rate (b) | Annual Receipts (c) | | | Administrative Costs |
|----------------|--|----------------------|---------------------|---------------------|---------------------|----------------------|
| | | | Pledged CFCs | Additional Deposits | Annual Receipts (d) | |
| (in thousands) | | | | | | |
| 2018 | 8,128 | \$ 4.50 | \$ 36,576 | \$ 12,189 | \$ 48,765 | \$ 14 |
| 2017 | 7,814 | 4.50 | 35,163 | 11,719 | 46,882 | 22 |
| 2016 | 7,828 | 4.50 | 35,226 | 11,743 | 46,969 | 24 |
| 2015 | 7,650 | 4.50 | 34,425 | 11,474 | 45,899 | 25 |
| 2014 | 6,976 | 4.50 | 31,394 | 10,464 | 41,858 | 28 |
| 2013 | 6,763 | 4.50 | 30,434 | 10,145 | 40,579 | 19 |
| 2012 | 6,923 | 4.50 | 31,154 | 10,385 | 41,539 | 22 |
| 2011 | 6,565 | 4.50 | 29,541 | 9,847 | 39,388 | 146 |
| 2010 | 5,854 | 4.50 | 26,341 | 8,780 | 35,121 | 3 |
| 2009 | 6,361 | 4.50 | 28,626 | 8,534 | 37,160 | 50 |

Source:
City of Phoenix, Aviation Department

Notes:

(a) Imputed from Trustee records using Annual Receipts, reflects Transaction Days on deposits for July 1 through June 30.

(b) Effective January 1, 2009, the Customer Facility Charge (CFC) collection rate increased to \$6.00 per transaction day from \$4.50 per transaction day. \$4.50 of the \$6.00 collection rate is considered Pledged Revenues and is required to be deposited into the Trustee-held Revenue Fund. The Pledged Revenues must be used to fund various accounts established under the Bond Indenture. The City may, but is not required to, deposit the CFC receipts generated by the additional \$1.50 into the Trustee-held Revenue Fund. If the additional \$1.50 is deposited into the Trustee-held Revenue Fund, the monies become Pledged Revenues.

(c) Includes CFC receipts generated by the \$4.50 Pledged collection rate and \$1.50 additional non-pledged collection rate.

(d) Annual CFC Receipts represent amounts that were received from the Rental Car Companies during the fiscal year. Adjustments have not been made for receivables at fiscal year-end. These amounts are calculated on a different basis than the revenues reported in the Basic Financial Statements.

SCHEDULE 28
City of Phoenix, Aviation Enterprise Fund
Phoenix Sky Harbor International Airport
RENTAL CAR FACILITY CHARGE REVENUE BONDS
SCHEDULE OF ANNUAL RECEIPTS, NET ANNUAL CFC REVENUES,
AND DEBT SERVICE COVERAGE (CONTINUED)
 Last Ten Fiscal Years



| Fiscal Year | Net Annual CFC Receipts | Amount Available in Debt Service Coverage Fund | Net Annual CFC Receipts Available for Debt Service | 2004 Bonds Debt Service | Debt Service Coverage | |
|----------------|-------------------------|--|--|-------------------------|----------------------------|---|
| | | | | | By Net Annual CFC Receipts | By Net Annual CFC Receipts and Debt Service Coverage Fund |
| (in thousands) | | | | | | |
| 2018 | \$ 48,751 | \$ 5,390 | \$ 54,141 | \$ 21,273 | 2.29 | 2.55 |
| 2017 | 46,860 | 5,338 | 52,198 | 21,273 | 2.20 | 2.45 |
| 2016 | 46,945 | 5,337 | 52,282 | 21,277 | 2.21 | 2.46 |
| 2015 | 45,874 | 5,332 | 51,206 | 21,277 | 2.16 | 2.41 |
| 2014 | 41,830 | 5,327 | 47,157 | 21,277 | 1.97 | 2.22 |
| 2013 | 40,560 | 5,320 | 45,880 | 21,276 | 1.91 | 2.16 |
| 2012 | 41,517 | 5,320 | 46,837 | 21,273 | 1.95 | 2.20 |
| 2011 | 39,242 | 5,320 | 44,562 | 21,274 | 1.84 | 2.09 |
| 2010 | 35,118 | 5,320 | 40,438 | 21,277 | 1.65 | 1.90 |
| 2009 | 37,110 | 5,320 | 42,430 | 21,278 | 1.74 | 1.99 |





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