

City of Chicago, Illinois ***Water Fund***

*Basic Financial Statements as of and for the
Years Ended December 31, 2005 and 2004,
Required Supplementary Information,
Additional Information, Statistical Data and
Independent Auditors' Report*

CITY OF CHICAGO, ILLINOIS WATER FUND

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INDEPENDENT AUDITORS' REPORT

The Honorable Richard M. Daley, Mayor,
and Members of the City Council
City of Chicago, Illinois

We have audited the accompanying basic financial statements of the Water Fund (Water Fund) of the City of Chicago, Illinois (City) as of December 31, 2005 and 2004, and for the years then ended, as listed in the foregoing table of contents. These financial statements are the responsibility of the City's management. 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 of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control over financial reporting for the Water Fund. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 1 to the financial statements, the basic financial statements referred to above present only the Water Fund and are not intended to present the financial position of the City, and the results of its operations and the cash flows of its proprietary fund types, in conformity with accounting principles generally accepted in the United States of America.

In our opinion, such basic financial statements present fairly, in all material respects, the financial position of the Water Fund as of December 31, 2005 and 2004, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

The Management's Discussion and Analysis on pages 3–11 is not a required part of the basic financial statements, but is supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures that consisted principally of inquiries of management regarding methods of measurement and presentation of the required supplementary information. However, we did not audit the information and we express no opinion or any other form of assurance on it.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The additional information listed in the foregoing table of contents, which is also the responsibility of the City's management, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such additional information has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly presented, in all material respects, when considered in relation to the basic financial statements taken as a whole.

The statistical data is also presented for the purpose of additional analysis and is not a required part of the basic financial statements. Such statistical data has not been subjected to auditing procedures and, accordingly, we do not express an opinion or any other form of assurance on it.

Deloitte + Touche LLP

June 21, 2006

CITY OF CHICAGO, ILLINOIS

WATER FUND

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following discussion and analysis of City of Chicago, Illinois, Water Fund's financial performance provides an introduction and overview of the Water Fund's financial activities for the fiscal years ended December 31, 2005 and 2004. Please read this discussion in conjunction with the Water Fund's basic financial statements and the notes to basic financial statements following this section.

FINANCIAL HIGHLIGHTS

2005

- Operating revenues for 2005 increased by \$16.8 million compared to prior year operating revenues. This increase is primarily due to the water rate increase of three percent effective January 1, 2005 and an increase in pumpage/usage during the summer season.
- Operating expenses before depreciation and amortization increased by \$21.3 million compared to 2004 due to increases in the gas rate as well as consumption, increase in salary due to new labor contracts and increase in indirect costs.
- The Water Fund's total net assets at December 31, 2005 were \$942.7 million. This is an increase of \$23.6 million over total net assets at December 31, 2004
- Total utility plant increased in 2005 by \$102 million due to the continuing capital improvement program.

2004

- Operating revenues for 2004 increased by \$10.1 million compared to prior year operating revenues. This increase is principally due to the water rate increase of three percent and an increase in the full payment certificate fee from \$10 to \$25, effective January 1, 2004.
- Operating expenses before depreciation and amortization decreased by \$23.3 million compared to 2003 primarily due to early retirement program resulting in a decrease in salaries of \$24.0 million.
- The Water Fund's total net assets at December 31, 2004 were \$919.1 million. This is an increase of \$35.1 million over total net assets at December 31, 2003.
- Total utility plant increased in 2004 by \$128.1 million, due to the continuing capital improvement program.

OVERVIEW OF THE BASIC FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Water Fund's basic financial statements. The Water Fund's basic financial statements comprise the Financial Statements and the Notes to Financial Statements. In addition to the basic financial statements this report also presents Additional Information and Statistical Data after the Notes to Basic Financial Statements.

The Statements of Net Assets present all of the Water Fund's assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by private-sector companies. The difference between assets and liabilities is reported as net assets. The increase or decrease in net assets may serve as an indicator, over time, whether the Water Fund's financial position is improving or deteriorating.

The Statements of Revenues, Expenses and Changes in Net Assets present all current year revenues and expenses, regardless of when cash is received or paid, and the ensuing change in net assets.

The Statements of Cash Flows report how cash and cash equivalents are provided and used by the Water Fund's operating, capital financing and investing activities. These statements are prepared on a cash basis and present the cash received and disbursed, the net increase or decrease in cash and cash equivalents for the year and the cash and cash equivalents balance at year-end.

The Notes to Basic Financial Statements are an integral part of the financial statements; accordingly, such disclosures are essential to a full understanding of the information provided in the financial statements. The Notes to Basic Financial Statements begin on page 16.

In addition to the basic financial statements, this report included Additional Information and Statistical Data. The Additional Information section presents a schedule of utility plant. The Statistical Data section presents unaudited debt service coverage calculations and certain unaudited information related to the Water Fund's nonfinancial data and capital activities.

FINANCIAL ANALYSIS

At December 31, 2005, the Water Fund's financial position continued to be strong with total assets of \$2,146 million, total liabilities of \$1,203 million and net assets of \$943 million. A comparative condensed summary of the Water Fund's net assets at December 31, 2005, 2004 and 2003 is as follows:

(In thousands of dollars)	Net Assets		
	2005	2004	2003
Current assets	\$ 151,391	\$ 108,502	\$ 97,453
Restricted and other assets	160,778	210,615	281,695
Utility plant-net	<u>1,833,545</u>	<u>1,764,374</u>	<u>1,666,102</u>
Total assets	<u>2,145,714</u>	<u>2,083,491</u>	<u>2,045,250</u>
Current liabilities	144,281	109,460	120,705
Long-term and restricted liabilities	<u>1,058,775</u>	<u>1,054,940</u>	<u>1,040,520</u>
Total liabilities	<u>1,203,056</u>	<u>1,164,400</u>	<u>1,161,225</u>
Net assets:			
Invested in capital assets- net of related debt	819,025	742,173	659,270
Restricted	76,233	125,577	196,599
Unrestricted	<u>47,400</u>	<u>51,341</u>	<u>28,157</u>
Total net assets	<u>\$ 942,658</u>	<u>\$ 919,091</u>	<u>\$ 884,026</u>

2005

Current assets of \$151.4 million at December 31, 2005 increased by \$42.9 million (39.5%) over 2004 as a result of an increase in cash and cash equivalents of \$30.2 million and an increase in investments of \$8.7 million. Restricted and other assets decreased by \$49.8 million (23.7%) and utility plant-net increased by \$69.2 million (3.9%) due principally to the ongoing capital improvement program.

Current liabilities as at December 31, 2005 increased by \$34.8 million (31.8%) due to the timing of payments made. Long-term liabilities and restricted liabilities increased by \$3.8 million (0.4%) mainly due to additional draws on commercial paper offset by payments made on revenue bonds.

Net assets may serve as a useful indicator, over a period of time, of the Water Fund's financial position. At December 31, 2005, total net assets were \$942.7 million, an increase of \$23.6 million (2.6%) over 2004.

2004

Current assets of \$108.5 million at December 31, 2004 increased by \$11.0 million (11.3%) over 2003 as a result of an increase in cash and cash equivalents of \$10.2 million, an increase in receivables of \$5.8 million offset by a decrease in inventories of \$5.1 million. Restricted and other assets decreased by \$71.1 million (25.2%) and utility plant-net increased by \$98.3 million (5.9%) due principally to the ongoing capital improvement program.

The reduction in current liabilities of \$11.2 million (9.3%) is directly related to the timing of payments of accounts payable and due to other City funds balances during 2004. Long-term liabilities and restricted liabilities increased by \$14.4 million (1.4%) mainly due to a combination of the issuance of commercial paper, refunding of bonds and offset by the payoff of long-term purchase obligations.

Net assets may serve as a useful indicator, over a period of time, of the Water Fund's financial position. At December 31, 2004, total net assets were \$919.1 million, an increase of \$35.1 million (4.0%) over 2003. This increase is principally due to a \$23.3 million decrease in operating expenses.

The primary sources of Water Fund's operating revenues are water usage fees. These revenues fund all Water Fund operating expenses, fund deposits and debt service requirements. A comparative condensed summary of the Water Fund's revenues, expenses, and changes in net assets for the years ended December 31, 2005, 2004 and 2003 is as follows:

(In thousands of dollars)	Revenues, Expenses, and Changes in Net Assets		
	2005	2004	2003
Revenues:			
Operating revenues			
Water sales-net	\$ 333,685	\$ 314,533	\$ 307,218
Other operating revenues	10,582	12,981	10,237
Total operating revenues	344,267	327,514	317,455
Nonoperating revenues	5,744	5,454	4,535
Total revenues	350,011	332,968	321,990
Expenses:			
Operating expenses	245,880	224,584	247,922
Depreciation and amortization	37,466	32,798	29,289
Nonoperating expenses	43,098	40,521	43,923
Total expenses	326,444	297,903	321,134
Change in net assets	23,567	35,065	856
Net assets, beginning of year	919,091	884,026	883,170
Net assets, end of year	\$ 942,658	\$ 919,091	\$ 884,026

2005

Water sales, net of discounts and other operating revenues comprise the Water Fund's \$344.3 million operating revenues. Water sales, net of discounts and other operating revenues for 2005, were \$333.7 million and \$10.6 million, respectively. The increase in 2005 operating revenues of \$16.8 million (5.1%) over 2004 was primarily due to the three percent water rate increase effective January 1, 2005 and increase in water consumption during the summer season as compared to summer of 2004.

2004

Water sales, net of discounts and other operating revenues comprise the Water Fund's \$327.5 million operating revenues. Water sales, net of discounts and other operating revenues for 2004, were \$314.5 million and \$13.0 million, respectively. The increase in 2004 operating revenues of \$10.1 million (3.2%) over 2003 was primarily due to the three percent water rate increase offset by a reduction in water usage and an increase in the full payment certificate fee from \$10 to \$25, effective January 1, 2004.

A comparative summary of the Water Fund's operating expenses, as classified in the basic financial statements, for the years ended December 31, 2005, 2004, and 2003 is as follows:

(In thousands of dollars)	Operating Expenses		
	2005	2004	2003
Source of supply	\$ 224	\$ 407	\$ 342
Power and pumping	50,558	42,095	43,844
Purification	43,252	40,644	44,202
Transmission and distribution	39,374	39,071	52,954
Provision for doubtful accounts	2,736	3,727	3,921
Customer accounting and collection	16,315	14,851	16,279
Administrative and general Central services and General Fund reimbursements	13,194	11,497	13,786
	<u>80,227</u>	<u>72,292</u>	<u>72,593</u>
Operating expenses before depreciation and amortization	245,880	224,584	247,921
Depreciation and amortization	<u>37,466</u>	<u>32,798</u>	<u>29,289</u>
Total operating expenses	<u>\$ 283,346</u>	<u>\$ 257,382</u>	<u>\$ 277,210</u>

2005

Operating expenses before depreciation and amortization for the year 2005 increased by \$21.3 million (9.5%) from year 2004. The increase was generally due to increase in salaries and wages which includes payments for prior years due to a new labor contract approved in 2005. Increase in operating expenses also includes an increase in natural gas costs due to increase in gas rates and usage. Central Services and General Fund reimbursements increase of about \$7.9 million was due to increase in indirect cost of about \$5 million and a legal settlement of about \$3 million. Depreciation and amortization expense increased in 2005 by \$4.7 million (14.2%) as a result of the continuing capital improvement activities.

2004

Operating expenses before depreciation and amortization for the year 2004 decreased \$23.3 million (9.4%) from year 2003. The primary reason for this reduction was an early retirement incentive program offered by the City. The Water Fund had 382 employees take advantage of this program. Transmission and Distribution expense reductions of \$13.9 million are attributable to 59.5% of the total decrease. Power and Pumping expenses decreased \$1.7 million, of which, \$1.1 million was in salaries and wages. Purification, Administration and General and Customer Accounting and Collection decreases also were primarily a result of the early retirement incentive. Depreciation and amortization expense increased in 2004 by \$3.5 million (12.0%) as a result of the continuing capital improvement activities.

Fiscal year 2004 nonoperating revenues of \$5.5 million comprised main interest income of \$966 thousand and other revenue of \$4.5 million. During 2004, nonoperating revenues increased principally due to an increase in construction activity for other City Funds.

Nonoperating expenses of \$40.5 million and \$43.9 million for the years 2005 and 2004, respectively, consisted primarily of interest expense related to long-term bonds and notes. The decrease of \$3.4 million (7.7%) for 2004 over 2003 was primarily the result of a loss in disposal of utility plant which occurred in 2003.

A comparative summary of the Water Fund's cash flows for the years ended December 31, 2005, 2004 and 2003 is as follows:

(In thousands of dollars)	Cash Flows		
	2005	2004	2003
Cash from activities:			
Operating	\$ 129,169	\$ 90,948	\$ 79,209
Capital and related financing	(145,501)	(156,166)	(198,068)
Investing	<u>5,562</u>	<u>91,006</u>	<u>55,505</u>
Net change in cash and cash equivalents	(10,770)	25,788	(63,354)
Cash and cash equivalents:			
Beginning of year	<u>111,378</u>	<u>85,590</u>	<u>148,944</u>
End of year	<u>\$ 100,608</u>	<u>\$ 111,378</u>	<u>\$ 85,590</u>

2005

As of December 31, 2005, the Water Fund's cash and cash equivalents of \$100.6 million decreased by \$10.8 million due to the cash inflows of \$129.2 million and \$5.6 million from operating and investing activities, respectively, and offset by cash used for capital and related financing activities of \$145.5 million. Total cash and cash equivalents at December 31, 2005 comprise unrestricted and restricted cash and cash equivalents of \$52.9 million and \$47.7 million, respectively.

2004

As of December 31, 2004, the Water Fund's cash and cash equivalents of \$111.3 million increased by \$25.8 million due to the cash provided of \$35.5 million and \$11.7 million from investing and operating activities, respectively, and offset by outflows of cash from capital and related financing activities of \$41.9 million. Total cash and cash equivalents at December 31, 2004 comprised unrestricted and restricted cash and cash equivalents of \$22.7 million and \$88.7 million, respectively.

UTILITY PLANT AND DEBT ADMINISTRATION

2005

At the end of 2005 and 2004, the Water Fund had \$1,833.5 million and \$1,764.4 million, respectively, invested in utility plant, net of accumulated depreciation. During 2005, the Water Fund expended \$107 million on capital activities. This included \$2.4 million for structures and improvements, \$35.5 million for distribution plant, \$5.6 million for equipment and \$63.5 million for construction in progress.

During 2005, completed projects totaling \$36.9 million were transferred from construction in progress to applicable capital accounts. The major completed projects were related primarily to water mains installed in various districts (approximately \$34.2 million).

2004

At the end of 2005 and 2004, the Water Fund had \$1,764.4 million and \$1,666.1 million, respectively, invested in utility plant, net of accumulated depreciation. During 2004, the Water Fund expended \$136.9 million on capital activities. This included \$17.0 million for structures and improvements, \$47.9 million for distribution plant, \$14.8 million for equipment and \$57.3 million for construction in progress.

During 2004, completed projects totaling \$44.1 million were transferred from construction in progress to applicable capital accounts. The major completed projects were related to the structures and improvements such as the 39th and Iron Facility (\$5.5 million) and Jardine Water Purification Plant window replacement (\$1.2 million); fluoride equipment replacement (\$6.8 million) and water mains (\$28.3 million).

The Water Fund's utility plant at December 31, 2005, 2004, and 2003 is summarized as follows:

(In thousands of dollars)	Net Utility Plant at Year-End		
	2005	2004	2003
Utility plant not depreciated:			
Land and land rights	\$ 5,083	\$ 5,083	\$ 5,083
Construction in progress	<u>98,049</u>	<u>72,336</u>	<u>61,498</u>
Total utility plant not depreciated	<u>103,132</u>	<u>77,419</u>	<u>66,581</u>
Utility plant being depreciated:			
Structures and improvements	452,673	448,682	424,586
Distribution plant	1,435,884	1,367,554	1,296,067
Equipment	<u>438,327</u>	<u>434,343</u>	<u>412,632</u>
Total utility plant being depreciated	<u>2,326,884</u>	<u>2,250,579</u>	<u>2,133,285</u>
Less accumulated depreciation:			
Structures and improvements	(142,214)	(136,180)	(130,413)
Distribution plant	(249,310)	(235,625)	(223,098)
Equipment	<u>(204,947)</u>	<u>(191,819)</u>	<u>(180,253)</u>
Total accumulated depreciation	<u>(596,471)</u>	<u>(563,624)</u>	<u>(533,764)</u>
Total utility plant being depreciated-net	<u>1,730,413</u>	<u>1,686,955</u>	<u>1,599,521</u>
Total utility plant-net	<u>\$ 1,833,545</u>	<u>\$ 1,764,374</u>	<u>\$ 1,666,102</u>

The Water Fund's capital activities are funded through Water Fund revenue bonds and Water Fund revenue. Additional information on the Water Fund's capital assets is presented in Note 5 of the notes to basic financial statements on page 27 of this report.

The Water Fund's long-term liabilities at December 31, 2005, 2004, and 2003 are summarized as follows:

(In thousands of dollars)	Long-Term Liabilities at Year-End		
	2005	2004	2003
Revenue bonds and notes payable	\$ 1,045,744	\$ 1,037,099	\$ 993,244
Add accretion of Capital			
Appreciation Bonds	36,732	34,816	31,246
Less unamortized:			
Bond discount/premium	1,988	2,060	(3,088)
Deferred loss on bond refunding	<u>(45,362)</u>	<u>(47,330)</u>	<u>(11,825)</u>
 Total revenue bonds/notes payable-net	 1,039,102	 1,026,645	 1,009,577
Less current portion of accretion	(4,292)	(4,359)	(854)
Less current bonds/notes payable	<u>(14,656)</u>	<u>(14,666)</u>	<u>(24,667)</u>
 Total long-term revenue bonds/notes payable-net	 1,020,154	 1,007,620	 984,056
Long-term purchase obligations			4,389
Water pipe extension certificates	<u>1,662</u>	<u>1,722</u>	<u>1,741</u>
 Total long-term debt	 <u>\$ 1,021,816</u>	 <u>\$ 1,009,342</u>	 <u>\$ 990,186</u>

Additional information on the Water Fund's long-term debt is presented in Note 4 of the notes to basic financial statements on page 22 and in the unaudited Statistical Data section on page 33 of this report.

The Water Fund's revenue bonds at December 31, 2005 have underlying credit ratings with each of the three major rating agencies as follows:

	Moody's Investor Services	Standard & Poor's	Fitch Ratings
Senior Lien Water Revenue Bonds	Aa3	AA-	AA+
Junior Lien Water Revenue Bonds	A1	A+	AA

At December 31, 2005, the Water Fund was in compliance with the debt covenants as stated within the bond ordinances. Additional information on certain of the Water Fund's debt covenants and debt service coverage calculation is presented in Note 4 of the notes to basic financial statements on page 22 and in the unaudited Statistical Data section on page 33 of this report.

REQUESTS FOR INFORMATION

This financial report is designed to provide the reader with a general overview of the Water 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 Chicago Comptroller's Office.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATEMENTS OF NET ASSETS
AS OF DECEMBER 31, 2005 AND 2004
(In thousands of dollars)**

	2005	2004		2005	2004
ASSETS			LIABILITIES AND NET ASSETS		
CURRENT ASSETS:			CURRENT LIABILITIES:		
Cash and cash equivalents (Note 2)	\$ 52,866	\$ 22,671	Accounts payable	\$ 40,386	\$ 18,465
Investments (Note 2)	9,410	709	Due to other City funds	36,864	26,241
Accounts receivable, net of allowance for doubtful accounts of approximately \$8,460 in 2005 and 2004	65,619	65,376	Accrued liabilities	55,292	53,498
Interest receivable	21	10	Deferred revenue	<u>11,739</u>	<u>11,256</u>
Due from other City funds	12,530	10,316			
Inventories	<u>10,945</u>	<u>9,420</u>	Total current liabilities	<u>144,281</u>	<u>109,460</u>
Total current assets	<u>151,391</u>	<u>108,502</u>			
NONCURRENT ASSETS:			NONCURRENT LIABILITIES:		
Restricted assets (Notes 2 and 3):			Liabilities payable from restricted assets:		
Cash and cash equivalents	47,742	88,707	Accounts payable	10,697	16,977
Investments	103,466	111,972	Due to other City funds	1,310	2,018
Interest receivable	<u>698</u>	<u>642</u>	Interest payable	6,004	7,578
Total restricted assets	<u>151,906</u>	<u>201,321</u>	Current portion of long-term debt (Note 4)	<u>18,948</u>	<u>19,025</u>
Other assets	<u>8,872</u>	<u>9,294</u>	Total liabilities payable from restricted assets	<u>36,959</u>	<u>45,598</u>
Utility plant (Note 5):			Long-term debt:		
Land and land rights	5,083	5,083	Long-term debt—net of current maturities (Note 4)	1,020,154	1,007,620
Structures and improvements	452,673	448,682	Water pipe extension certificates	<u>1,662</u>	<u>1,722</u>
Distribution plant	1,435,884	1,367,554	Total long-term debt	<u>1,021,816</u>	<u>1,009,342</u>
Equipment	438,327	434,343	Total noncurrent liabilities	<u>1,058,775</u>	<u>1,054,940</u>
Construction in progress	<u>98,049</u>	<u>72,336</u>	Total liabilities	<u>1,203,056</u>	<u>1,164,400</u>
Total utility plant	2,430,016	2,327,998	NET ASSETS (Note 1):		
Less accumulated depreciation	<u>596,471</u>	<u>563,624</u>	Invested in capital assets—net of related debt	819,025	742,173
Utility plant—net	<u>1,833,545</u>	<u>1,764,374</u>	Restricted net assets—capital projects	76,233	125,577
Total noncurrent assets	<u>1,994,323</u>	<u>1,974,989</u>	Unrestricted net assets	<u>47,400</u>	<u>51,341</u>
TOTAL	<u>\$2,145,714</u>	<u>\$2,083,491</u>	Total net assets	942,658	919,091
			TOTAL	<u>\$2,145,714</u>	<u>\$2,083,491</u>

See notes to basic financial statements.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET ASSETS
FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004
(In thousands of dollars)**

	2005	2004
OPERATING REVENUES:		
Water sales	\$ 339,315	\$ 320,456
Less discounts allowed	<u>5,630</u>	<u>5,923</u>
Water sales—net	333,685	314,533
Other operating revenues	<u>10,582</u>	<u>12,981</u>
Total operating revenues	<u>344,267</u>	<u>327,514</u>
OPERATING EXPENSES:		
Source of supply	224	407
Power and pumping	50,558	42,095
Purification	43,252	40,644
Transmission and distribution	39,374	39,071
Provision for doubtful accounts	2,736	3,727
Customer accounting and collection	16,315	14,851
Administrative and general	13,194	11,497
Central services and General Fund reimbursements	<u>80,227</u>	<u>72,292</u>
Total operating expenses before depreciation and amortization	<u>245,880</u>	<u>224,584</u>
OPERATING INCOME BEFORE DEPRECIATION AND AMORTIZATION	98,387	102,930
DEPRECIATION AND AMORTIZATION	<u>37,466</u>	<u>32,798</u>
OPERATING INCOME	<u>60,921</u>	<u>70,132</u>
NONOPERATING REVENUES (EXPENSES):		
Interest income	2,559	966
Interest expense	(43,098)	(40,521)
Other	<u>3,185</u>	<u>4,488</u>
Total nonoperating expenses	<u>(37,354)</u>	<u>(35,067)</u>
CHANGE IN NET ASSETS	23,567	35,065
TOTAL NET ASSETS—Beginning of year	<u>919,091</u>	<u>884,026</u>
TOTAL NET ASSETS—End of year	<u>\$ 942,658</u>	<u>\$ 919,091</u>

See notes to basic financial statements.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004
(In thousands of dollars)**

	2005	2004
CASH FLOWS FROM OPERATING ACTIVITIES:		
Received from customers	\$ 341,711	\$ 319,202
Transactions with other City funds—net	(43,586)	(48,821)
Payments to vendors	(45,279)	(63,465)
Payments to employees	<u>(123,677)</u>	<u>(115,968)</u>
Cash flows from operating activities	<u>129,169</u>	<u>90,948</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES:		
Acquisition and construction of capital assets	(111,718)	(121,012)
Interest paid	(41,254)	(39,387)
Proceeds from issuance of bonds and notes	23,312	525,522
Payment to refunded bonds		(495,525)
Principal paid on bonds	(19,026)	(21,167)
Change in long-term purchase obligations		(4,389)
Construction reimbursements	3,185	4,488
Payment of bond issuance and discount costs	<u> </u>	<u>(4,696)</u>
Cash used in capital and related financing activities	<u>(145,501)</u>	<u>(156,166)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Sales and purchases of investments—net	(195)	86,090
Investment interest	<u>5,757</u>	<u>4,916</u>
Cash flows from investing activities	<u>5,562</u>	<u>91,006</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	(10,770)	25,788
CASH AND CASH EQUIVALENTS—Beginning of year	<u>111,378</u>	<u>85,590</u>
CASH AND CASH EQUIVALENTS—End of year	<u>\$ 100,608</u>	<u>\$ 111,378</u>
RECONCILIATION OF CASH AND CASH EQUIVALENTS REPORTED ON THE STATEMENTS OF NET ASSETS:		
Unrestricted	\$ 52,866	\$ 22,671
Restricted	<u>47,742</u>	<u>88,707</u>
TOTAL	<u>\$ 100,608</u>	<u>\$ 111,378</u>

(Continued)

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004
(In thousands of dollars)**

	2005	2004
RECONCILIATION OF OPERATING INCOME TO CASH FLOWS FROM OPERATING ACTIVITIES:		
Operating income	\$ 60,921	\$ 70,132
Adjustments to reconcile:		
Depreciation and amortization	37,466	32,798
Provision for doubtful accounts	2,736	3,727
Changes in assets and liabilities:		
Increase in accounts receivable	(2,979)	(9,509)
(Increase) decrease in inventories	(1,525)	5,115
Increase in due from other City funds	(2,214)	(50)
(Decrease) increase in accounts payable	21,924	(8,104)
(Decrease) increase in due to other City funds	10,623	(1,781)
(Decrease) increase in accrued liabilities	1,794	(2,577)
Increase in deferred revenue	483	1,217
Decrease in water pipe extension certificates	<u>(60)</u>	<u>(20)</u>
 CASH FLOWS FROM OPERATING ACTIVITIES	 <u>\$ 129,169</u>	 <u>\$ 90,948</u>

SUPPLEMENTAL DISCLOSURE OF NONCASH ITEMS—Property additions in 2005 and 2004 of \$12,007 and \$18,995, respectively, are included in accounts payable.

See notes to basic financial statements.

(Concluded)

CITY OF CHICAGO, ILLINOIS

WATER FUND

NOTES TO BASIC FINANCIAL STATEMENTS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004 (In thousands of dollars)

1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization—The Water Fund purifies and provides Lake Michigan water for the City of Chicago, Illinois (City) and 125 suburbs. The Water Fund is included in the City's reporting entity as an Enterprise Fund.

Basis of Accounting—The accounting policies of the Water Fund are based upon accounting principles generally accepted in the United States of America as prescribed by the Government Accounting Standards Board (GASB). For the year ended December 31, 2005, the Water Fund adopted GASB Statement No. 40, *Deposit and Investment Risk Disclosures* and GASB Statement No. 42, *Accounting and Financial Reporting for Impairment of Capital Assets and for Insurance Recoveries*. The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. The accounts of the Water Fund are reported using the flow of economic resources measurement focus.

The Water Fund uses the accrual basis of accounting under which revenues are recognized when earned and expenses are recognized when the liability is incurred. Enterprise funds may elect to apply Financial Accounting Standards Board (FASB) pronouncements issued after November 30, 1989, provided that such standards are not in conflict with standards issued by the Governmental Accounting Standards Board (GASB). The Water Fund has elected not to apply FASB pronouncements issued after November 30, 1989.

When both restricted and unrestricted resources are available for use, it is the City's policy to use restricted resources first, then unrestricted resources, as they are needed.

Annual Appropriated Budget—The Water Fund has a legally adopted annual budget which is not required to be reported.

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

Cash, Cash Equivalents, and Investments—Cash, cash equivalents, and investments generally are held with the City Treasurer as required by the Municipal Code of Chicago (Code). Interest earned on pooled investments is allocated to participating funds based upon their average combined cash and investment balances. Due to contractual agreements or legal restrictions, the cash and investments of certain funds are segregated, and earn and receive interest directly.

The Code permits deposits only to City Council-approved depositories which must be regularly organized state or national banks and federal and state savings and loan associations, located within the City, whose deposits are federally insured.

Investments authorized by the Code include interest-bearing general obligations of the City, State of Illinois (State), and the U.S. Government; U.S. Treasury bills and other non-interest-bearing general obligations of the U.S. Government purchased in the open market below face value; domestic money market funds regulated by and in good standing with the Securities and Exchange Commission; and tax anticipation warrants issued by the City. The City is prohibited by ordinance from investing in derivatives, as defined, without City Council approval.

The Water Fund values its investments at fair value or amortized cost as applicable. U.S. Government securities purchased at a price other than par with a maturity of less than one year are reported at amortized cost.

Repurchase agreements can be purchased only from banks and certain other institutions authorized to do business in the State. The City Treasurer requires that securities pledged to secure these agreements have a market value equal to the cost of the repurchase agreements plus accrued interest.

Investments, generally, may not have a maturity in excess of one year from the date of purchase. Certain other investment balances are held in accordance with the specific provisions of applicable bond ordinances.

Cash equivalents include certificates of deposit and other investments with maturities of three months or less when purchased.

Accounts Receivable Allowance—Management has provided an allowance for amounts recorded at year-end, which may be uncollectible.

Transactions With the City—The City’s General Fund provides services to all other funds. The amounts allocated to other funds for these services are treated as operating expenses by the Water Fund and consist mainly of employee benefits, self-insured risks and administrative expenses.

Inventories—Inventories, comprised mainly of materials and supplies, are stated at cost, determined principally on the average cost method.

Utility Plant—Utility plant is recorded at cost or, for donated assets, at fair value at the date of acquisition. Utility plant is defined by the Water Fund as assets with an initial cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical cost if purchased or estimated historical cost if constructed. Depreciation is provided using the straight-line method and begins in the year following the year of acquisition or completion. Estimated useful lives are as follows:

Structures and improvements	50–100 years
Distribution plant	25–100 years
Equipment	6–33 years

Costs of repairs and maintenance that do not significantly extend the useful life of assets are charged to operations.

Net Assets—Net assets are comprised of the net earnings from operating and nonoperating revenues, expenses and capital grants. Net assets are displayed in three components—invested in capital assets, net of related debt; restricted net assets; and unrestricted net assets. Invested in capital assets, net of related debt consists of all capital assets, net of accumulated depreciation and reduced by outstanding debt net of debt service reserve and unspent bond proceeds. Restricted net assets consist of net assets for which constraints are placed thereon by external parties (such as lenders and grantors) and laws, regulations and enabling legislation. Unrestricted net assets consist of all other net assets not categorized as either of the above.

Employee Benefits—Employee benefits are granted for vacation and sick leave, workers' compensation and health care. Unused vacation leave is accrued and may be carried over for one year. Sick leave is accumulated at the rate of one day for each month worked, up to a maximum of 200 days. Severance of employment terminates all rights to receive compensation for any unused sick leave. Sick leave pay is not accrued. Employee benefit claims outstanding, including claims incurred but not reported, are estimated and recorded as liabilities.

Employees are eligible to defer a portion of their salaries until future years under the City's deferred compensation plan created in accordance with Internal Revenue Code Section 457. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. The plan is administered by third-party administrators who maintain the investment portfolio. The plan's assets have been placed in trust accounts with the plan administrators for the exclusive benefit of participants and their beneficiaries and are not considered assets of the City.

The City is subject to the State Unemployment Compensation Act and has elected the reimbursing employer option for providing unemployment insurance benefits for eligible former employees. Under this option, the City reimburses the State for claims paid by the State.

Bond Issuance Costs, Bond Discounts, and Refunding Transactions—Bond issuance costs and bond discounts are deferred and amortized over the term of the related debt, except in the case of refunding debt transactions where the amortization period is over the term of the refunding or refunded debt, whichever is shorter.

Swaps—The Water Fund enters into interest rate swap agreements to modify interest rates on outstanding debt. Other than the net interest expenditures resulting from these arrangements, no amounts are recorded in the financial statements. All interest rate swaps are approved by City Council.

Capitalized Interest—Interest expense, net of interest income, on construction bond proceeds are capitalized during construction of those capital projects paid for from the bond proceeds and are being amortized over the depreciable life of the related assets on a straight-line basis.

Revenue Recognition—Revenue from water sales is recognized when the water is consumed by customers. Of the accounts receivable balances, \$36.8 million and \$36.0 million represent revenue recognized on water sales which had not yet been billed to customers at December 31, 2005 and 2004, respectively. Deferred revenue represents amounts billed to nonmetered customers prior to usage.

Revenues and Expenses—The Water Fund distinguishes operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the Water Fund's principal ongoing operations. The principal operating revenues of the Water Fund are charges to customers for sales and services. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on

capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

2. RESTRICTED AND UNRESTRICTED CASH, CASH EQUIVALENTS, AND INVESTMENTS

As of December 31, 2005, the Water Fund had the following investments (dollars in thousands):

Investment Type	Investment Maturities (in Years)				Fair Value
	Less Than 1	1-5	6-10	More Than 10	
Water Funds					
U.S. Agencies	\$ 65,647	\$ 31,283	\$	\$	\$ 96,930
Commercial Paper	7,097				7,097
Certificates of Deposits and Other Short-term	<u>56,536</u>	<u> </u>	<u> </u>	<u> </u>	<u>56,536</u>
Subtotal	<u>\$ 129,280</u>	<u>\$ 31,283</u>	<u>\$</u>	<u>\$</u>	160,563
Share of City's pooled funds					<u>26,569</u>
Total					<u>\$ 187,132</u>

Interest Rate Risk—As a means of limiting its exposure to fair value losses arising from rising interest rates, the City's investment policy requires that investments generally may not have a maturity date in excess of two years from the date of purchase. Certain other investments are held in accordance with the specific provisions of applicable ordinances.

Credit Risk—The Code limits investments in commercial paper to banks whose senior obligations are rated in the top two rating categories by at least two national rating agencies and who are required to maintain such rating during the term of such investment. The Code also limits investments to domestic money market mutual funds regulated by, and in good standing with, the Securities and Exchange Commission. Certificates of Deposit are also limited by the Code to national banks which provide collateral of at least 110% by marketable U.S. government securities marked to market at least monthly; or secured by a corporate surety bond issued by an insurance company licensed to do business in Illinois and having a claims-paying rating in the top rating category, as rated by a nationally recognized statistical rating organization maintaining such rating during the term of such investment. The following schedule summarizes the Water Fund's exposure to credit risk (dollars in thousands):

Quality Rating	Water Fund
Aaa/AAA	\$ 132,734
Aa/AA	
A/A	7,097
Baa/BBB	
Not Rated	12,998
Not Applicable	<u>7,734</u>
Total	<u>\$ 160,563</u>

The Water Fund participates in the City’s pooled cash and investments account which includes amounts from other City funds and is maintained by the City Treasurer. Individual cash or investments are not specifically identifiable to any participant in the pool. The Treasurer’s pooled fund is included in the City’s Comprehensive Annual Financial Report.

Custodial Credit Risk—Cash and Certificates of Deposit—This is the risk that in the event of a bank failure, the City’s deposits may not be returned. The City’s Investment Policy states that in order to protect the City public fund deposits, depository institutions are to maintain collateral pledges on City deposits during the term of the deposit of at least 110% of marketable U.S. government, or approved securities, or surety bonds, issued by top-rated insurers. Collateral is required as security whenever deposits exceed the insured limits of the FDIC. Cash and certificates of deposit with the City’s various municipal depositories were \$151.5 million and \$104.0 million respectively at December 31, 2005, and the related bank balance (including certificates of deposit) was \$169.6 million. Of the bank balance, \$168.4 million or 99.3% was either insured or collateralized with securities held by City agents in the City’s name. The remainder was uninsured and uncollateralized.

The following schedule summarizes the investments reported in the basic financial statements as of December 31, 2005 (dollars in thousands):

Per Note 2:	
Investments—Water Fund	\$ 160,563
Investments—City Treasurer Pooled Fund	<u>26,569</u>
	<u>\$ 187,132</u>
Per Financial Statements:	
Restricted investments	\$ 103,466
Unrestricted investments	9,410
Investments included as cash and cash equivalents on the Statements of Net Assets	<u>74,256</u>
	<u>\$ 187,132</u>

3. RESTRICTED ASSETS AND ACCOUNTS

The ordinances authorizing the issuance of outstanding Water Revenue Bonds provide for the creation of separate accounts into which net revenues, as defined, or proceeds are to be credited, are as follows:

Water Revenue Bonds, Series 2001, 2000, 1997, and 1995 and Refunding Bonds Series 1993 and 1992 (Senior Lien Bonds)

Bond Principal and Interest Account—No later than ten days prior to each principal or interest payment date, an amount sufficient to pay principal, redemption premium, if any, and interest becoming due, whether upon maturity, redemption or otherwise.

Bond Debt Service Reserve Account—For each series, an amount equal to the least of (i) the maximum annual debt service requirement; (ii) 10% of the original principal amount less original issue discount; or (iii) 125% of the average annual debt service requirement. The required balance of the Series 2000, 1997, 1995, 1993, and 1992 Bonds was met by the purchase of surety bonds. The required balance of the Series 2001 Second Lien Bonds is being met with a deposit of a portion of the proceeds of the Series 2001 Senior Lien Bonds.

Construction Account—Certain proceeds of the Series 2001, 2000, 1997, and 1995 Bonds were deposited in this account for the purpose of paying construction costs of projects as defined in the ordinance.

Rebate Account—Under the Tax Reform Act of 1986 (Act), the City has entered into an arbitrage agreement under which the City will comply with certain requirements of the Act to maintain the tax-exempt status of the bonds. The Rebate account has been established to account for any liability resulting from the Act.

Water Revenue Bonds, Series 2000 and Refunding Bonds, Series 2004 and 2001 (Second Lien Bonds)

Principal and Interest Account—Deposits are required to be transferred no later than the business day preceding each May 1 and November 1, in an amount sufficient to pay principal and interest as due on outstanding Second Lien Bonds.

Second Lien Bonds Account—On the date of issuance of any Series of Second Lien Bonds that bear interest at a variable rate paying interest more than semiannually, an amount equal to the interest payable during a six-month period will be transferred to a restricted account. The amount transferred will be calculated based on the maximum rate payable on such bonds.

Rebate Account—Amounts required to make rebate payments, to the United States of America in connection with interest or other related investment earnings, if any, related to the Second Lien Bonds.

Construction Account—Certain proceeds of the Series 2000 Bonds were deposited in this account for the purpose of paying construction costs of projects as defined in the ordinance.

Water Rate Stabilization Account

Any net revenues remaining after providing sufficient funds for all required deposits in the Water Revenue Bonds accounts may be transferred to the Water Rate Stabilization Account upon the direction of the City to be used for any lawful purpose of the Water Fund.

For accounts established by ordinances with balances, the amounts at December 31, 2005 and 2004, are as follows (in thousands of dollars):

	2005	2004
Senior Lien Debt Service Reserve	\$ 7,098	\$ 7,098
Second Lien Bonds	26,287	25,375
Water rate stabilization	52,298	52,298
Construction	<u>66,223</u>	<u>116,550</u>
Total	<u>\$ 151,906</u>	<u>\$ 201,321</u>

At December 31, 2005 and 2004, the Water Fund was in compliance with the funding requirements and restrictions on assets as stated in the ordinances.

4. LONG-TERM DEBT

At December 31, 2005 and 2004, long-term debt consisted of the following:

(In thousands of dollars)	2005	2004
\$49,880 Series 1993 Water Revenue Bonds Refunding issued October 1, 1993, due through 2016; interest at 4.125% to 6.5%	\$ 45,165	\$ 45,665
\$157,805 Series 1995 Water Revenue Bonds issued December 1, 1995, due through 2022; interest at 3.6% to 5.75%	105,635	109,260
\$277,911 Series 1997 Water Revenue Bonds issued September 1, 1997, due through 2019; interest at 3.9% to 5.25%	69,769	78,735
\$82,950 Series 1998 Equipment Notes issued February 11, 1998, due through 2008; interest at 5.0%	3,225	4,519
\$100,000 Series 2000 Second Lien Water Revenue Bonds issued December 22, 1999, due 2030, variable floating interest rate (3.55% at December 31, 2005)	100,000	100,000
\$156,819 Series 2000 Senior Lien Water Revenue Bonds issued May 2, 2000, due 2030; interest at 4.375% to 5.875%	53,059	53,159
\$272,405 Series 2001 Senior Lien Water Revenue Bonds issued December 13, 2001, due 2031 interest at 4.0% to 5.5%	35,680	35,680
\$81,500 Series 2001 Second Lien Water Revenue Refunding Bonds issued December 13, 2001; due 2030; interest at 3.0% to 5.75%	81,225	81,260
\$3,605 Illinois Environmental Protection Agency Loan Agreement signed October 16, 2003; due 2022; interest at 2.905%	3,239	3,386
\$500,000 Series 2004 Second Lien Water Revenue Refunding Bonds issued August 5, 2004; due through 2031; interest at 3.867%	500,000	500,000
\$48,747 Series 2004A Commercial Paper Notes Outstanding at December 31, 2005; due through 2007; interest at 3.22%	<u>48,747</u>	<u>25,435</u>
	1,045,744	1,037,099
Add accretion of Capital Appreciation Bonds	36,732	34,816
Less current portion of accretion	(4,292)	(4,359)
Less current portion of long-term debt	(14,656)	(14,666)
Add unamortized bond discount/premium	1,988	2,060
Less unamortized deferred loss on bond refunding	<u>(45,362)</u>	<u>(47,330)</u>
Long-term portion—net	<u>\$ 1,020,154</u>	<u>\$ 1,007,620</u>

During the years ended December 31, 2005 and 2004, long-term debt changed as follows (in thousands of dollars):

	Balance January 1, 2005	Additions	Reductions	Balance December 31, 2005	Due Within One Year
Revenue bonds/notes payable	\$ 1,037,099	\$ 23,312	\$ (14,667)	\$ 1,045,744	\$ 14,656
Accretion of Capital Appreciation Bonds	34,816	6,275	(4,359)	36,732	4,292
Unamortized bond discount/premium	2,060		(72)	1,988	
Unamortized deferred loss on bond refunding	<u>(47,330)</u>		<u>1,968</u>	<u>(45,362)</u>	
Total	<u>\$ 1,026,645</u>	<u>\$ 29,587</u>	<u>\$ (17,130)</u>	<u>\$ 1,039,102</u>	<u>\$ 18,948</u>
	Balance January 1, 2004	Additions	Reductions	Balance December 31, 2004	Due Within One Year
Revenue bonds/notes payable	\$ 993,244	\$525,522	\$ (481,667)	\$ 1,037,099	\$ 14,666
Accretion of Capital Appreciation Bonds	31,246	5,984	(2,414)	34,816	4,359
Unamortized bond discount/premium	(3,088)		5,148	2,060	
Unamortized deferred loss on bond refunding	<u>(11,824)</u>	<u>(38,300)</u>	<u>2,795</u>	<u>(47,330)</u>	
Total	<u>\$ 1,009,578</u>	<u>\$493,206</u>	<u>\$ (476,138)</u>	<u>\$ 1,026,645</u>	<u>\$ 19,025</u>

Interest expense capitalized in 2005 and 2004 totaled \$4.8 million and \$10.7 million, respectively. Interest income capitalized in 2005 and 2004 totaled \$3.3 million and \$3.5 million, respectively.

Interest expense includes amortization of the deferred loss on bond refunding for 2005 and 2004 of \$2.0 million and \$1.3 million; amortization of bond discount of \$72.3 thousand and \$95.6 thousand; and accretion of Series 1997 and Series 2000 capital appreciation bonds of \$6.2 million and \$6.0 million, respectively.

As defined in the bond ordinances, net revenues are pledged for the payment of principal and interest on the bonds. Ordinances include covenants which require that net revenues available for bonds, as adjusted, at least equal the greater of (i) 120% of the aggregate current annual debt service on the Senior Lien Revenue Bonds, or (ii) the sum of the aggregate current annual debt service of the Senior Lien Revenue Bonds plus 110% of the aggregate current annual Second Lien Revenue Bonds debt service, and that City management maintain all covenant reserve account balances at specified amounts. The above requirements were met in 2005 and 2004.

Rate Increase—Water rates are set by ordinance and established in an amount designed to pay the costs of Water Fund operations and capital improvements, including any related debt service. Effective January 1, 2005, water rates were increased from \$9.66 to \$9.95 per 1,000 cubic feet.

Issuance of Debt—Second Lien Water Revenue Refunding Bonds, Series 2004 (\$500 million) were sold in August 2004 at an initial weekly rate of 1.09% and maturity dates ranging from November 1, 2007 to November 1, 2031. Net proceeds of \$495.5 million were used to advance refund certain maturities of senior lien water revenue bonds. The advance refunding reduced the Water Fund's total debt service payments by \$32.5 million and resulted in an economic gain (difference between the present values of the debt service on the old and new debt) of \$31.1 million.

At the discretion of the City, the Series 2004 bonds may bear interest at a weekly, flexible, auction rate, term rate, or fixed rate. Interest on bonds in the weekly mode is payable on the first business day of each May and November. Interest on bonds in the flexible, auction rate, or term rate mode is payable on each rate change date. Interest on bonds in the fixed mode is payable on May 1 and November 1.

The City has appointed a remarketing agent for the Series 2004 bonds in other than the fixed rate mode. The remarketing agent will use its best efforts to resell the bonds at favorable rates following either an optional or mandatory tender. In the event the remarketing agent is unable to resell the bonds, the City has obtained a reimbursement and standby bond purchase agreement which may be drawn upon for the purchase of the bonds until the remarketing agent is able to resell the Series 2004 bonds.

The standby bond purchase agreement securing the Series 2004 bonds totals \$530.6 million and terminates on August 5, 2009. Bonds purchased by the provider shall bear interest from the purchase date through the 90th day at the greater of the prime rate or the sum of the federal funds rate plus one-half percent per annum (Base Rate). Thereafter until the 180th day, the bonds will bear interest at the Base Rate plus one percent. Thereafter until due and payable, the bonds will bear interest at the Base Rate plus 2%. Upon the occurrence of an event of default, the interest rate per annum shall equal the Base Rate plus 3% per annum. The maximum rate of interest cannot exceed 20% per annum. The standby bond purchase agreement was issued by a third-party financial institution that is expected to be financially capable of honoring its agreements.

In connection with the issuance of the Series 2004 bonds, the City entered into two interest rate swap agreements to obtain a fixed interest rate.

Water System Commercial Paper Notes 2004 Program, Series A (Tax-Exempt), and Series B (Taxable) (\$200 million maximum aggregate authorized) were issued October 28, 2004 in the amount of \$25.4 million with an interest rate of 1.83%. At December 31, 2005, \$48.7 million is outstanding with an interest rate of 3.22% and a maturity date of May 12, 2006. Note proceeds can be used for the financing or refinancing of certain authorized projects of the Water Fund and any deposits, principal and interest, or costs of issuance relating to the Notes. The letter of credit securing the Water System Commercial Paper Notes 2004 Program totals \$218.0 million and expires in October 27, 2009. The payment of principal and interest on the notes and reimbursement for draws on the letter of credit is based on revenues of the Water Fund.

Following is a schedule of bond and note debt service requirements to maturity at December 31, 2005 (in thousands of dollars):

Years Ending December 31	Principal	Interest	Total Debt Service
2006	\$ 14,656	\$ 44,970	\$ 59,626
2007	27,416	43,007	70,423
2008	26,501	42,160	68,661
2009	27,331	41,326	68,657
2010	28,299	40,353	68,652
2011–2015	144,064	199,479	343,543
2016–2020	166,587	177,651	344,238
2021–2025	249,239	96,045	345,284
2026–2030	295,180	39,840	335,020
2031	<u>17,724</u>	<u>685</u>	<u>18,409</u>
Total	<u>\$ 996,997</u>	<u>\$ 725,516</u>	<u>\$ 1,722,513</u>

Debt service requirements above exclude commercial paper issues as the timing of payments is not certain. The Water Fund’s variable rate bonds may bear interest from time to time at a flexible rate, a daily rate, a weekly rate, an adjustable long rate, or the fixed rate as determined from time to time by the remarketing agent, in consultation with the City. At December 31, 2005, the variable rate bonds were in the weekly rate interest mode. For the requirements calculated above, interest on variable rate debt was calculated at the rate in effect at December 31, 2005, or the effective rate of a related swap agreement, if applicable.

Pay-Fixed, Receive-Variable Interest Rate Swaps—In order to protect against the potential of rising interest rates, the Water Fund entered into two separate pay-fixed, receive-variable interest rate swaps at a cost less than what the Water Fund would have paid to issue fixed-rate debt.

Terms, Fair Values, and Credit Risk—The terms, including the fair value and credit ratings of the outstanding swaps as of December 31, 2005, are as follows (in thousands of dollars). The notional amounts of the swaps match the principal amounts of the associated debt. The Water Fund’s swap agreements contain scheduled reductions to outstanding notional amounts that are expected to approximately follow scheduled or anticipated reductions in the associated “bonds payable” category. Under the swap, the Water fund pays the counterparty a fixed payment and receives a variable payment computed according to the London Interbank Offered Rate (LIBOR) and/or The Bond Market Association Municipal Swap Index (BMA).

Associated Bond Issue	Notional Amounts	Effective Date	Fixed Rate Paid	Variable Rate Received	Fair Value	Swap Termination Date	Counterparty Credit Rating
Water Variable Rate Revenue Refunding Bonds (Series 2004)	\$ 300,000	8/5/04	3.8669 %	BMA	\$(14,659)	11/1/31	Aa2/AA+
	<u>200,000</u>	8/5/04	3.8669 %	BMA	<u>(9,371)</u>	11/1/31	Aa2/AA-
	<u>\$ 500,000</u>				<u>\$(24,030)</u>		

Fair Value—As of December 31, 2005, the swaps had a negative fair value of \$24.0 million. As per industry convention, the fair values of the Water Fund’s outstanding swaps were estimated using the zero-coupon method. This method calculates the future net settlement payments required by the swap, assuming that the forward rates implied by the yield curve correctly anticipate future spot rates. These payments are then discounted using the spot rates implied by the current yield curve for hypothetical zero-coupon bonds due on the date of each future net settlement of the swap. Because interest rates declined subsequent to the date of execution, the Water Fund’s swaps had negative values.

Credit Risk—The Water Fund is exposed to credit risk (counterparty risk) through the counterparties with which it enters into agreements. If minimum credit rating requirements are not maintained, the counterparty is required to post collateral to a third party. This protects the Water Fund by mitigating the credit risk, and therefore the ability to pay a termination payment, inherent in a swap. Collateral on all swaps is to be in the form of cash or Eligible Collateral held by a third-party custodian. Upon credit events, the swaps also allow transfers, credit support, and termination if the counterparty is unable to meet the said credit requirements.

Basis Risk—Basis risk refers to the mismatch between the variable rate payments received on a swap contract and the interest payment actually owed on the bonds. The two significant components driving this risk are credit and BMA ratios. Credit may create basis risk because the Water Fund’s bonds may trade differently than the swap index as a result of a credit change in the Water Fund. BMA ratios

(or spreads) may create basis risk if BMA swaps of the Water Fund's bonds trade higher than the BMA received on the swap. This can occur due to many factors including, without limitation, changes in marginal tax rates, tax-exempt status of bonds, and supply and demand for variable rate bonds. The Water Fund is exposed to basis risk on the swaps if the rate paid on the bonds is higher than the rate received. The Water Fund is liable for the difference. The difference would need to be available on the debt service payment date and would add additional underlying cost to the transaction.

Tax Risk—The swap exposes the Water Fund to tax risk or a permanent mismatch (shortfall) between the floating rate received on the swap and the variable rate paid on the underlying variable-rate bonds due to tax law changes such that the Federal or State tax exception of municipal debt is eliminated or its value reduced. There have been no tax law changes since the execution of this swap agreement.

Termination Risk—The risk that the swap could be terminated as a result of certain events including a ratings downgrade for the issuer or swap counterparty, covenant violation, bankruptcy, payment default, or other defined events of default. Termination of a swap may result in a payment made by the issuer or to the issuer depending upon the market at the time of termination.

Swap Payments and Associated Debt—As of December 31, 2005, debt service requirements for the Water Fund's outstanding variable-rate debt and net swap payments, assuming current interest rates remain the same, for their term are as follows (in thousands of dollars):

Years Ending December 31	Variable-Rate Bonds		Interest Rate	Total
	Principal	Interest	Swaps—Net	
2006	\$	\$ 17,550	\$ 1,784	\$ 19,334
2007	2,475	17,550	1,784	21,809
2008	2,600	17,463	1,776	21,839
2009	2,700	17,372	1,766	21,838
2010	2,800	17,277	1,757	21,834
2011–2015	44,850	83,326	8,473	136,649
2016–2020	85,500	73,551	7,479	166,530
2021–2025	197,350	49,881	5,072	252,303
2026–2030	144,000	15,079	1,533	160,612
2031	17,725	622	63	18,410
Total	<u>\$ 500,000</u>	<u>\$ 309,671</u>	<u>\$ 31,487</u>	<u>\$ 841,158</u>

Defeased Bonds—Defeased bonds have been removed from the Statements of Net Assets because related assets have been placed in irrevocable trusts that, together with interest earned thereon, will provide amounts sufficient for payment of all principal and interest. Defeased bonds at December 31, 2005, not including principal payments due May 1, 2006, are as follows (in thousands of dollars):

	Amount Defeased	Outstanding
Water Revenue Bonds, Series 1989	\$ 75,730	\$ 885
Water Revenue Bonds, Series 1995	22,430	22,430
Water Revenue Bonds, Series 1997	181,965	179,966
Water Revenue Senior Lien Bonds, Series 2000	100,445	100,445
Water Revenue Senior Lien Bonds, Series 2001	235,905	227,415

5. UTILITY PLANT

During the years ended December 31, 2005 and 2004, utility plant changed as follows:

(In thousands of dollars)	Balance January 1, 2005	Additions	Disposals and Transfers	Balance December 31, 2005
Utility plant not depreciated:				
Land and land rights	\$ 5,083	\$	\$	\$ 5,083
Construction in progress	<u>72,336</u>	<u>63,456</u>	<u>(37,743)</u>	<u>98,049</u>
Total utility plant not depreciated	<u>77,419</u>	<u>63,456</u>	<u>(37,743)</u>	<u>103,132</u>
Utility plant being depreciated:				
Structures and improvements	448,682	2,408	1,583	452,673
Distribution plant	1,367,554	35,524	32,806	1,435,884
Equipment	<u>434,343</u>	<u>5,633</u>	<u>(1,649)</u>	<u>438,327</u>
Total utility plant being depreciated	<u>2,250,579</u>	<u>43,565</u>	<u>32,740</u>	<u>2,326,884</u>
Less accumulated depreciation:				
Structures and improvements	(136,180)	(6,034)		(142,214)
Distribution plant	(235,625)	(13,950)	265	(249,310)
Equipment	<u>(191,819)</u>	<u>(13,897)</u>	<u>769</u>	<u>(204,947)</u>
Total accumulated depreciation	<u>(563,624)</u>	<u>(33,881)</u>	<u>1,034</u>	<u>(596,471)</u>
Total utility plant being depreciated—net	<u>1,686,955</u>	<u>9,684</u>	<u>33,774</u>	<u>1,730,413</u>
Total utility plant—net	<u>\$ 1,764,374</u>	<u>\$ 73,140</u>	<u>\$ (3,969)</u>	<u>\$ 1,833,545</u>
	Balance January 1, 2004	Additions	Disposals and Transfers	Balance December 31, 2004
Utility plant not depreciated:				
Land and land rights	\$ 5,083	\$	\$	\$ 5,083
Construction in progress	<u>61,497</u>	<u>57,256</u>	<u>(46,417)</u>	<u>72,336</u>
Total utility plant not depreciated	<u>66,580</u>	<u>57,256</u>	<u>(46,417)</u>	<u>77,419</u>
Utility plant being depreciated:				
Structures and improvements	424,586	16,981	7,115	448,682
Distribution plant	1,296,067	47,906	23,581	1,367,554
Equipment	<u>412,632</u>	<u>14,759</u>	<u>6,952</u>	<u>434,343</u>
Total utility plant being depreciated	<u>2,133,285</u>	<u>79,646</u>	<u>37,648</u>	<u>2,250,579</u>
Less accumulated depreciation:				
Structures and improvements	(130,413)	(5,767)		(136,180)
Distribution plant	(223,098)	(13,201)	674	(235,625)
Equipment	<u>(180,253)</u>	<u>(13,097)</u>	<u>1,531</u>	<u>(191,819)</u>
Total accumulated depreciation	<u>(533,764)</u>	<u>(32,065)</u>	<u>2,205</u>	<u>(563,624)</u>
Total utility plant being depreciated—net	<u>1,599,521</u>	<u>47,581</u>	<u>39,853</u>	<u>1,686,955</u>
Total utility plant—net	<u>\$ 1,666,101</u>	<u>\$ 104,837</u>	<u>\$ (6,564)</u>	<u>\$ 1,764,374</u>

6. PENSION PLANS

Eligible Water Fund employees participate in one of two of the City's single-employer defined benefit pension plans. These plans are the Municipal Employees' and the Laborers' and Retirement Board Employees' Annuity and Benefit Funds. These plans are administered by individual retirement boards represented by elected and appointed officials. Each plan issues publicly available financial statements for each of the pension plans which may be obtained at the respective fund's office.

The funds provide retirement, death, and disability benefits as established by State law. Benefits generally vest after 20 years of credited service. Employees who retire at or after age 55 with at least 10 years of credited service qualify to receive a money purchase annuity and those with more than 20 years of credited service qualify to receive a minimum formula annuity. The annuity is computed by multiplying the final average salary by a minimum of 2.4% per year of credited service. The final average salary is the employee's highest average annual salary for any four consecutive years within the last 10 years of credited service.

Participating employees contribute 8.5% of their salary to these funds as required by State law. By law, the City's contributions are based on the amounts contributed by the employees. Financing of the City's contribution is through a separate property tax levy and the personal property replacement tax. The Water Fund reimburses the City's General Fund for the estimated pension cost applicable to the covered payroll of Water Fund employees. These reimbursements, recorded as expenses of the Water Fund, were \$11.8 million in both 2005 and 2004 and \$11.6 million in 2003. The annual pension costs are determined using the entry age normal actuarial cost method and the level dollar amortization method.

The funding policy mandated by State law requires City contributions at statutorily, not actuarially, determined rates. The rates are expressed as multiples of employee contributions. These contributions equal employee contributions made in the calendar year two years prior multiplied by the statutory rates. The statutory rates in effect for the City's contributions made during the years ending December 31, 2005, 2004, and 2003 were 1.25 for the Municipal Employees' and 1.00 for the Laborers' and Retirement Board Employees' Annuity and Benefit Funds, respectively. The City has made the required contributions under State law.

The following table as of December 31, 2005, assists users in assessing each fund's progress in accumulating sufficient assets to pay benefits when due. The three-year historical information for each annuity and benefit fund is as follows:

(In thousands of dollars)	Annual Pension Cost	Percent of Annual Pension Cost Contributed	Required Contribution	Percent of Required Contributions Contributed	Net Pension Assets
Municipal Employees':					
2003	\$157,771	89.93 %	\$158,615	89.5 %	\$342,888
2004	197,392	77.98	198,199	77.7	299,415
2005	284,587	54.49	285,291	54.4	169,895
Laborers':					
2003	(6,642)	N/A	N/A	N/A	277,880
2004	7,860	2.58	8,513	2.4	270,223
2005	12,138	0.33	12,774	0.3	258,125

The pension benefits information pertaining expressly to Water Fund employees is not available. Accordingly, no amounts have been recorded in the accompanying financial statements for the net pension assets of these plans.

In addition to providing pension benefits, the City, under State law, provides certain health benefits to employees who retire from the City based upon their participation in the City's pension plans. Substantially all employees who qualify as Municipal Employees' or Laborers' pension plan participants older than age 55 with at least 20 years of service may become eligible for postemployment benefits if they eventually become annuitants. Health benefits include basic benefits for annuitants and supplemental benefits for Medicare-eligible annuitants. Currently, the City does not segregate benefit payments to annuitants by fund. The cost of health benefits is recognized as claims are reported and funded on a pay-as-you-go basis. The total cost to the City for providing health benefits to approximately 24,507 and 23,902 annuitants and their dependents was approximately \$78.3 million and \$70.9 million in 2005 and 2004, respectively.

All annuitants who retire in 2005 received a 55% subsidy from the City for the gross cost of retiree health care under a court approval settlement agreement. The pension funds contributed \$55 for each Medicare eligible annuitant and \$85 for each non-Medicare eligible annuitant to their gross cost. The annuitants contributed a total of approximately \$58.1 million in 2005 to the gross cost of their retiree health care pursuant to premium amounts set forth in the above-referenced settlement agreement.

7. RELATED PARTY TRANSACTIONS

Included in operating expenses are reimbursements to the General Fund of the City for services provided by other City departments, employee fringe benefits, and certain payments made on behalf of the Water Fund. Such reimbursements amounted to \$52.0 million and \$47.0 million in 2005 and 2004, respectively.

8. COMMITMENTS AND CONTINGENCIES

The Water Fund has certain contingent liabilities resulting from litigation, claims, or commitments incident to the ordinary course of business. Management expects that final resolution of these contingencies will not have a material adverse effect on the financial position or results of operations of the Water Fund.

The Water Fund provides workers' compensation benefits and employee health benefits under self-insurance programs administered by the City. Such claims outstanding, including claims incurred but not reported, are estimated and recorded as liabilities in the financial statements.

Uninsured claim expenditures and liabilities are reported when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. These losses include an estimate of claims that have been incurred but not reported. Changes in the claims liability amounts for the years ended December 31, 2005 and 2004, are as follows:

(In thousands of dollars)	2005	2004
Balance—January 1	\$ 22,266	\$ 22,395
Claims incurred on current and prior year events	27,504	24,999
Claims paid on current and prior year events	<u>(24,428)</u>	<u>(25,128)</u>
Balance—December 31	<u>\$ 25,342</u>	<u>\$ 22,266</u>

The City purchases annuity contracts from commercial insurers to satisfy certain liabilities; accordingly, no liability is reported for those claims. Property and casualty risks for the Water Fund are transferred to commercial insurers. Claims have not exceeded the purchased insurance coverage in the past three years.

At December 31, 2005 and 2004, the Water Fund entered into contracts for approximately \$70.0 million and \$81.2 million, respectively, for construction projects.

9. SUBSEQUENT EVENTS

In April 2006, the City issued \$46.4 million of Water System Commercial Paper Notes 2004 to fund operating activities.

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**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**ADDITIONAL INFORMATION
SCHEDULE OF UTILITY PLANT
FOR THE YEAR ENDED DECEMBER 31, 2005
(In thousands of dollars)**

	Assets				Accumulated Depreciation				Net Balance December 31, 2005	
	Balance January 1, 2005	Additions	Retirements	Transfers	Balance December 31, 2005	Balance January 1, 2005	Provision	Retirements		Balance December 31, 2005
LAND AND LAND RIGHTS:										
Power and pumping	\$ 2,367	\$	\$	\$	\$ 2,367	\$	\$	\$	\$	\$ 2,367
Distribution reservoir	300				300					300
Purification	1,739				1,739					1,739
General and maintenance	677				677					677
Total land and land rights	5,083				5,083					5,083
STRUCTURES AND IMPROVEMENTS:										
Cribs	17,037	32			17,069	3,689	170		3,859	13,210
Lake and land tunnels	118,151				118,151	28,158	1,182		29,340	88,811
Intake structures	9,499			32	9,531	3,710	95		3,805	5,726
Power and pumping structures	101,307	820		1,761	103,888	21,092	1,210		22,302	81,586
Purification buildings	161,976	13			161,989	74,344	2,696		77,040	84,949
Distribution reservoirs	16,979				16,979	3,422	226		3,648	13,331
Offices, maintenance, and general	23,523	1,332			24,855	1,765	455		2,220	22,635
Contract retainage	210	211	(210)		211					211
Total structures and improvements	448,682	2,408	(210)	1,793	452,673	136,180	6,034		142,214	310,459
DISTRIBUTION PLANT:										
Mains and accessories	1,313,104	34,604	(300)	33,845	1,381,253	201,229	13,131	(265)	214,095	1,167,158
Meters and installations	35,476	320		374	36,170	25,473	551		26,024	10,146
Hydrants and valves	17,860				17,860	8,923	268		9,191	8,669
Contract retainage	1,114	601	(1,114)		601					601
Total distribution plant	1,367,554	35,525	(1,414)	34,219	1,435,884	235,625	13,950	(265)	249,310	1,186,574
EQUIPMENT:										
Power production	56,901				56,901	34,009	1,350		35,359	21,542
Pumping	136,178	4,186		223	140,587	47,472	3,671		51,143	89,444
Purification	204,402	901		710	206,013	83,441	6,591		90,032	115,981
Heavy machinery	13,337		(263)		13,074	9,288	654	(237)	9,705	3,369
Transportation	9,244		(592)		8,652	7,346	361	(533)	7,174	1,478
Miscellaneous	12,555				12,555	10,263	1,271		11,534	1,021
Contract retainage	1,727	545	(1,727)		545					545
Total equipment	434,343	5,632	(2,582)	933	438,327	191,819	13,898	(770)	204,947	233,380
Total structures, plant and equipment	2,250,579	43,565	(4,206)	36,945	2,326,884	563,624	33,882	(1,035)	596,471	1,730,413
CONSTRUCTION IN PROGRESS:										
Filtration plants	18,762	11,727		(742)	29,747					29,747
Pumping stations	15,954	7,976		(1,985)	21,945					21,945
Water mains	36,822	42,545		(34,218)	45,149					45,149
Contract retainage	798	1,208	(798)		1,208					1,208
Total construction in progress	72,336	63,456	(798)	(36,945)	98,049					98,049
TOTAL UTILITY PLANT	\$2,327,998	\$107,021	\$(5,004)	\$	\$2,430,016	\$563,624	\$33,882	\$(1,035)	\$596,471	\$1,833,545

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATISTICAL DATA
HISTORICAL FINANCIAL OPERATIONS
TEN YEARS ENDED DECEMBER 31, 2005
(In millions of dollars) (Unaudited)**

	1996	1997	1998	1999	2000	2001	2002	2003	2004	2005
OPERATING REVENUES (1)	<u>\$ 268.2</u>	<u>\$ 271.8</u>	<u>\$ 281.8</u>	<u>\$ 286.5</u>	<u>\$ 297.1</u>	<u>\$ 297.8</u>	<u>\$ 305.2</u>	<u>\$ 307.1</u>	<u>\$ 320.6</u>	<u>\$ 344.3</u>
OPERATING EXPENSES:										
Source of supply	0.5	0.2	1.2	1.6	1.0	1.3	0.5	0.3	0.4	0.2
Power and pumping	37.8	36.5	32.9	38.1	41.9	50.9	43.7	43.8	42.1	50.6
Purification	47.0	48.1	51.6	47.0	47.2	49.5	40.3	44.2	40.6	43.3
Transmission and distribution	63.9	56.1	42.3	45.6	46.8	46.8	52.9	53.0	39.1	39.4
Provision for doubtful accounts	5.0	2.3	2.1	3.0	3.0	2.0	3.0	3.9	3.7	2.7
Customer accounting and collection	9.6	10.5	12.8	17.1	16.2	17.9	15.5	16.3	14.9	16.3
Administrative and general	9.2	11.3	11.1	11.6	12.5	10.6	12.5	13.8	11.5	13.2
Central services and General Fund reimbursements	<u>51.5</u>	<u>56.8</u>	<u>62.5</u>	<u>62.2</u>	<u>63.3</u>	<u>64.6</u>	<u>70.1</u>	<u>72.6</u>	<u>72.3</u>	<u>80.2</u>
Total operating expenses	<u>224.5</u>	<u>221.8</u>	<u>216.5</u>	<u>226.2</u>	<u>231.9</u>	<u>243.6</u>	<u>238.5</u>	<u>247.9</u>	<u>224.6</u>	<u>245.9</u>
INTEREST INCOME (Other than from Constructional Account)	<u>5.5</u>	<u>5.6</u>	<u>5.9</u>	<u>5.0</u>	<u>4.2</u>	<u>4.1</u>	<u>1.0</u>	<u>1.8</u>	<u>1.0</u>	<u>2.6</u>
NET REVENUES—As defined (Note 4)	<u>\$ 49.2</u>	<u>\$ 55.6</u>	<u>\$ 71.2</u>	<u>\$ 65.3</u>	<u>\$ 69.4</u>	<u>\$ 58.3</u>	<u>\$ 67.7</u>	<u>\$ 61.0</u>	<u>\$ 97.0</u>	<u>\$ 101.0</u>

(1) Operating revenues are net of credits to JAWA and DWC during years 1996 through 2004.

Source: City of Chicago Comptroller's Office.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATISTICAL DATA
REVENUE BOND COVERAGE
TEN YEARS ENDED DECEMBER 31, 2005
(In millions of dollars) (Unaudited)**

PRIOR BONDS COVERAGE CALCULATION	1996	1997	1998	1999	2000	2001	2002	2003	2004	2005
Net revenues—as defined (Note 4)	\$49.2	\$55.6	\$71.2	\$65.3	\$69.4	\$58.3	\$67.7	\$61.0	\$97.0	\$101.0
Prior bonds debt service requirement	<u>3.8</u>	<u>0.8</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Prior bonds debt service coverage (1)	<u>\$12.9</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
COMBINED PRIOR BONDS, SENIOR LIEN AND SECOND LIEN DEBT SERVICE CALCULATION										
Net revenues—as defined (Note 4)	\$49.2	\$55.6	\$71.2	\$65.3	\$69.4	\$58.3	\$67.7	\$61.0	\$97.0	\$101.0
Deposits to prior lien accounts	3.8	0.8								
Transfer from Water Rate Stabilization Account				5.1	8.1		12.6	10.0		
Net revenues available for bonds	45.4	54.8	71.2	70.4	77.5	58.3	80.3	71.0	97.0	101.0
Prior lien debt service requirement	<u>3.8</u>	<u>0.8</u>								
Adjusted net revenues available for bonds	<u>\$49.2</u>	<u>\$55.6</u>	<u>\$71.2</u>	<u>\$70.4</u>	<u>\$77.5</u>	<u>\$58.3</u>	<u>\$80.3</u>	<u>\$71.0</u>	<u>\$97.0</u>	<u>\$101.0</u>
Debt service requirement:										
Prior bonds (1)	\$ 3.8	\$ 0.8	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Senior lien bonds	<u>25.9</u>	<u>30.1</u>	<u>38.7</u>	<u>38.7</u>	<u>42.9</u>	<u>47.7</u>	<u>52.7</u>	<u>56.9</u>	<u>45.8</u>	<u>30.1</u>
Combined debt service requirement	<u>\$29.7</u>	<u>\$30.9</u>	<u>\$38.7</u>	<u>\$38.7</u>	<u>\$42.9</u>	<u>\$47.7</u>	<u>\$52.7</u>	<u>\$56.9</u>	<u>\$45.8</u>	<u>\$ 30.1</u>
Combined prior and senior debt service coverage ratio	<u>1.7</u>	<u>1.8</u>	<u>1.8</u>	<u>1.8</u>	<u>1.8</u>	<u>1.2</u>	<u>1.5</u>	<u>1.2</u>	<u>2.1</u>	<u>3.4</u>
Second lien debt service requirements					<u>3.3</u>	<u>2.9</u>	<u>5.9</u>	<u>5.8</u>	<u>10.5</u>	<u>27.5</u>
Total combined senior lien and second lien debt service requirement					<u>\$46.2</u>	<u>\$50.6</u>	<u>\$58.6</u>	<u>\$62.7</u>	<u>\$56.3</u>	<u>\$ 57.6</u>
Total combined senior and second lien debt service coverage ratio					<u>1.6</u>	<u>1.2</u>	<u>1.4</u>	<u>1.1</u>	<u>1.7</u>	<u>1.7</u>
Water Rate Stabilization Account year-end balance	<u>\$88.1</u>	<u>\$88.1</u>	<u>\$88.1</u>	<u>\$83.0</u>	<u>\$74.9</u>	<u>\$74.9</u>	<u>\$62.3</u>	<u>\$52.3</u>	<u>\$52.3</u>	<u>\$ 52.3</u>

(1) In 1997, the City refunded the 1989 Senior Lien Bonds. Although the midyear debt service requirement is reflected above, the coverage calculation is not applicable at year-end.

Source: City of Chicago Comptroller's Office.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**MISCELLANEOUS STATISTICAL DATA
FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004
(Unaudited)**

Area Served	2005	2004
Area served (in square miles):		
Chicago	228	228
125 suburbs	<u>578</u>	<u>578</u>
Total area served	<u>806</u>	<u>806</u>
Water Works Facilities		
Filtration plants	2	2
Continuous service capacity:		
South Water Filtration Plant (MGD)	720	720
Jardine Water Purification Plant (MGD)	1,440	1,440
Pumping stations—steam	4	4
Pumping stations—electric	8	8
Installed pumping capacity (MGD)	3,661	3,661
Crib intakes in service	2	2
Shore intakes (filtration plants)	2	2
Water supply tunnels (6 to 20 feet in diameter)—miles	64	65
Distribution System		
Water mains (miles)	4,230	4,230
Fire hydrants	47,641	47,590
Valves	47,040	46,987

Source: City of Chicago Department of Water Management.
Note: Million Gallons Daily (MGD)

CITY OF CHICAGO, ILLINOIS WATER FUND

STATISTICAL DATA TEN LARGEST SUBURBAN CUSTOMERS FOR THE YEAR ENDED DECEMBER 31, 2005 (In thousands of dollars) (Unaudited)

Customer	Amount of Sales
Du Page Water Commission	\$ 41,377
Oak Lawn, Illinois	16,149
Northwest Suburban Municipal Joint Action Water Agency	13,747
Bedford Park, Illinois	11,091
Melrose Park, Illinois	4,721
Harvey, Illinois	4,361
Cicero, Illinois	3,446
Alsip, Illinois	3,263
McCook, Illinois	2,994
Des Plaines, Illinois	<u>2,755</u>
Total	<u>\$ 103,904</u>

Source: City of Chicago Department of Water Management.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATISTICAL DATA
CAPITAL IMPROVEMENT PROGRAM
2006–2010
(In thousands of dollars) (Unaudited)**

Years	Amount
2006	\$ 87,500
2007	87,500
2008	87,500
2009	87,500
2010	<u>87,500</u>
Total	<u>\$ 437,500</u>

Note: The information presented in the table above reflects the Water Fund's expected allocation of resources to various projects, but does not necessarily represent an expectation of actual cash expenditures for these projects.

Source: City of Chicago Department of Water Management.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATISTICAL DATA
POPULATION OF SERVICE AREA
LAST FIVE CENSUS PERIODS
(Unaudited)**

Years	Chicago		Suburban Customers		Total	Number of Suburbs Served
1960	3,550,404	(1)	833,424	(1)	4,383,828	58
1970	3,369,357	(1)	1,127,446	(1)	4,496,803	72
1980	3,005,072	(1)	1,152,614	(1)	4,157,686	75
1990	2,783,726	(1)	1,589,557	(2)	4,373,283	95
2000	2,896,016	(1)	2,410,021		5,306,037	125

(1) U.S. Department of Commerce—Census Bureau

(2) 23 suburban customers not included (under the DWC contract; fully served May 1, 1992) with a population of 610,478, which increases total population to 4,983,761.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATISTICAL DATA
WATER SYSTEM ACCOUNTS
TEN YEARS ENDED DECEMBER 31, 2005
(Unaudited)**

Years Ended December 31	Nonmetered	Metered	Total
1996	333,202	158,573	491,775
1997	332,279	159,309	491,588
1998	331,554	160,520	492,074
1999	329,756	159,353	489,109
2000	328,327	160,895	489,222
2001	327,276	163,051	490,327
2002	326,778	164,067	490,845
2003	325,789	165,440	491,229
2004	324,689	167,545	492,234
2005	323,740	169,664	493,404

Source: City of Chicago Department of Water Management.

**CITY OF CHICAGO, ILLINOIS
WATER FUND**

**STATISTICAL DATA
WATER SYSTEM PUMPAGE AND CAPACITY
TEN YEARS ENDED DECEMBER 31, 2005
(Unaudited)**

Years	Total Pumpage (MGD)	Average Daily Pumpage (MGD)	Maximum Daily Pumpage (MGD)	System's Rated Pumpage Capacity (MGD)	Maximum Daily Pumpage as % of Capacity
1996	372,912	1,022	1,491	2,160	69 %
1997	371,334	1,017	1,602	2,160	74
1998	370,475	1,015	1,583	2,160	73
1999	367,583	1,007	1,760	2,160	81
2000	353,767	969	1,768	2,160	82
2001	351,719	964	1,368	2,160	63
2002	342,974	940	1,346	2,160	62
2003	326,743	895	1,234	2,160	57
2004	320,069	875	1,134	2,160	53
2005	337,682	925	1,377	2,160	64

Note: Million Gallons Daily (MGD)

Source: City of Chicago Department of Water Management.