

OFFICE OF PERFORMANCE MANAGEMENT AND OVERSIGHT

Reporting Entity Fiscal Year 2018 Annual Report

Reporting Agency Overview

Reporting Agency Name

MassDevelopment

General Description

MassDevelopment, the state's economic development and finance agency, works with businesses, nonprofits, financial institutions, and communities to stimulate economic growth across the Commonwealth. Through these collaborations we help create jobs, increase the number of housing units, revitalize urban environments, and address factors limiting economic growth including transportation, energy, and infrastructure deficiencies.

Agency Mission

MassDevelopment's mission is to stimulate economic development and industrial growth, increase employment, build communities, promote prosperity and general welfare, and eradicate blight across the Commonwealth.

Values

In order to serve Massachusetts, its communities, businesses, residents, and other customers, we:

- Manage and accept risks that others won't or can't.
- Are agile, flexible, and innovative so we can provide bold and effective solutions.
- Possess and share great sophistication and knowledge about financing and development.
- Have ability to link resources and provide interdisciplinary solutions.
- Work creatively, diligently, and honestly.
- Remain focused on building internal and external feedback loops that allow us to build comprehensive solutions to meet stakeholder needs.

Agency Budget funded by the Commonwealth of Massachusetts

\$22,570,980.00

Agency Total Budget (*including Commonwealth of Massachusetts funding*)

\$94,044,200.00

Agency Budget funded by the Commonwealth of Massachusetts *Expended*

\$22,570,980.00

PROGRAM & INITIATIVES

Program / Initiative Information

Program / Initiative #1

Name

Brownfields Redevelopment Fund

Program Citation (Legislation) - if applicable

M.G.L. Ch. 23G, § 29A

Legislation Website Link - if applicable

<https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter23G/Section29A>

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/financing/loans-and-guarantees/>

Description of Program / Initiative

MassDevelopment administers the Brownfields Redevelopment Fund, which helps to transform vacant, abandoned, or underutilized industrial or commercial properties. In most cases, redevelopment is complicated by real or perceived environmental contamination and liability.

Fiscal Year 2018 Line Item Number (#### - ####) - if applicable

D006 - Brownfields Redevelopment Fund

Fiscal Year 2018 Budget

\$2,650,000.00

Total Fiscal Year 2018 Budget expended

\$2,163,782.00

Total Budget (Total \$, including other sources)

\$3,416,926 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

Past operating budget appropriations capitalize loans, and staffing and out-of-pocket expenses. Grants and recoverable grants to municipalities and CDCs are funded by capital dollars. The Brownfields Fund was initially capitalized by Commonwealth operating funds, and is now funded through the annual capital plan.

Program / Initiative #2

Name

Transformative Development Fund

Program Citation (Legislation) - if applicable

M.G.L. Ch. 23G, § 46

Legislation Website Link - if applicable

<https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter23G/Section46>

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/real-estate-services/>

Description of Program / Initiative

MassDevelopment's Transformative Development Initiative (TDI) is a place-based development program for Gateway Cities designed to enhance local public-private engagement and community identity; stimulate an improved quality of life for local residents; and spur increased investment and economic activity. Along with new tools in the Commonwealth of Massachusetts' Transformative Development Fund, we use existing Agency finance products and real estate services, and coordinate with private and public-sector partners to encourage development activity by private landowners, enterprises, and investors.

Fiscal Year 2018 Line Item Number (#### - #####) - if applicable

7002-1502 - \$250,000; D009 - \$2,000,000

Fiscal Year 2018 Budget

\$1,750,000.00

Total Fiscal Year 2018 Budget expended

\$962,860 (committed equity investments), \$250,000 operating spent on TDI fellows

Total Budget (Total \$, including other sources)

\$8,615,492 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

The Transformative Development fund (TDI fund) supports staffing, administration and all other program expenses. (The fund is a restricted fund created by the Legislature and housed at MassDevelopment. The fund was capitalized by agency general funds per two board of directors votes, in a 2015 board of directors vote, and recapitalized by a second board vote in 2017.)

Program / Initiative #3

Name

Site Readiness Program

Program Citation (Legislation) - if applicable

2016 Mass. Acts 219

Legislation Website Link - if applicable

<https://malegislature.gov/Laws/SessionLaws/Acts/2016/Chapter219>

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/real-estate-services/site-readiness/>

Description of Program / Initiative

The Site Readiness Program aims to boost the Commonwealth's inventory of large, well-located, project-ready sites; accelerate private-sector investment in industrial and commercial projects; and support conversion of abandoned sites and obsolete facilities into clean, actively-used, tax-generating properties.

Fiscal Year 2018 Line Item Number (##### - #####) - if applicable

D010

Fiscal Year 2018 Budget

\$2,495,860.00

Total Fiscal Year 2018 Budget expended

\$2,019,166.00

Total Budget (Total \$, including other sources)

\$2,783,685 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

Agency general funds partially support staffing, administration and other expenses. All program grant expenses are funded by the site readiness capital funds.

Program / Initiative #4

Name

Collaborative Workspace Program

Program Citation (Legislation) - if applicable

2016 Mass. Acts 219

Legislation Website Link - if applicable

<https://malegislature.gov/Laws/SessionLaws/Acts/2016/Chapter219>

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/financing/grants/collaborative-workspace-program>

Description of Program / Initiative

The Collaborative Workspace Program accelerates the pace of new business formation, job creation, and entrepreneurial activity in communities by supporting infrastructure that fuels community-based innovation. Eligible collaborative workspace applicants may apply for either Seed Grants for predevelopment and feasibility work, or Fit-out Grants for building improvements and equipment purchases.

Fiscal Year 2018 Line Item Number (#### - ####) - if applicable

D009; D012

Fiscal Year 2018 Budget

\$500,000 (from transformative development initiative capital funds for awards in Gateway cities);

\$1,000,000 (from innovation infrastructure capital funds)

Total Fiscal Year 2018 Budget expended

\$1,100,194.00

Total Budget (Total \$, including other sources)

\$1,934,900 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

Awards are capital funded. Program is also supported by MassDevelopment general fund (for costs of administration) and by an investment from the Barr Foundation of \$1,965,000 to be used over three years.

Program / Initiative #5

Name

Military Assets and Security Strategies Task Force - Military Bond Bill

Program Citation (Legislation) - if applicable

M.G.L. Ch. 6, § 216 (Enabling Statute); 2014 Mass. Acts 48 (Bond Authorization)

Legislation Website Link - if applicable

[https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter6/Section216;](https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter6/Section216)

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/key-initiatives/defense-sector/masstf>

Description of Program / Initiative

The Commonwealth created the Massachusetts Military Asset and Security Strategy Task Force in 2012 to protect and expand missions, jobs and economic investments at and surrounding Massachusetts' military installations. Housed within the Office of the Governor and supported by the Executive Office of Housing and Economic Development and MassDevelopment, the Military Asset and Security Strategy Task Force coordinates among the Commonwealth's military facilities to maximize their efficiency.

Fiscal Year 2018 Line Item Number (#### - ####) - if applicable

D013

Fiscal Year 2018 Budget

\$2,880,000.00

Total Fiscal Year 2018 Budget expended

\$2,880,000.00

Total Budget (Total \$, including other sources)

\$5,504,988 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

Staffing for Task Force supported by Executive Office of Housing and Economic Development .

Program / Initiative #6

Name

Devens

Program Citation (Legislation) - if applicable

1993 Mass. Acts 498 (as amended)

Legislation Website Link - if applicable

<http://www.devensec.com/ch498/dec498toc.html>

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/real-estate-services/development-projects/devens>

Description of Program / Initiative

Located in Central Massachusetts, Devens is a 4,400 acre mixed-use community and an award winning model for military base reuse. After serving as the U.S. Army's New England headquarters for 79 years, Fort Devens was closed in 1996. MassDevelopment purchased the property and, with financial support from the Commonwealth, is redeveloping Devens into a sustainable and diverse mixed-use community.

Fiscal Year 2018 Line Item Number (##### - #####) - if applicable

D018

Fiscal Year 2018 Budget

\$500,000.00

Total Fiscal Year 2018 Budget expended

\$500,000.00

Total Budget (Total \$, including other sources)

\$15,159,115 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

The Devens fund supports staffing, administration and other project expenses. The capital funds provided by the Commonwealth assist with preparing sites for development.

Program / Initiative #7

Name

Carriage Grove (Former Belchertown State School)

Program Citation (Legislation) - if applicable

not applicable

Legislation Website Link - if applicable

not applicable

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<https://www.massdevelopment.com/what-we-offer/real-estate-services/development->

Description of Program / Initiative

Carriage Grove is a new neighborhood in Belchertown with mountain views, master planned for up to 581,000 square feet of mixed-use development. The former state school campus is being renovated for a range of commercial and residential uses, including the newly opened Christopher Heights assisted living facility.

Fiscal Year 2018 Line Item Number (#### - ####) - if applicable

D021

Fiscal Year 2018 Budget

\$500,000.00

Total Fiscal Year 2018 Budget expended

\$500,000.00

Total Budget (Total \$, including other sources)

\$2,850,000 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

MassDevelopment general fund supports staffing, administration and other project expenses. These capital funds provided by the Commonwealth assist with preparing sites for development. Additionally, the project has received MassWorks funding (\$2,800,000) and an EPA clean up grant (\$200,000).

Program / Initiative #8

Name

Cultural Facilities Fund

Program Citation (Legislation) - if applicable

M.G.L. Ch. 23G, § 42

Legislation Website Link - if applicable

<https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter23G/Section42>

Bill Item Number - if applicable

not applicable

Program / Initiative Website Link - if one exists

<http://www.massculturalcouncil.org/facilities/facilities.htm>

Description of Program / Initiative

The Cultural Facilities Fund is an initiative to increase public and private investment in cultural facilities throughout the state. The program is administered jointly with the Massachusetts Cultural Council for 501(c)(3) organizations engaged in the arts, humanities, or interpretive sciences. MassDevelopment administers the grant program and its board approves grant award decisions made by a grant review process administered by the Massachusetts Cultural Council.

Fiscal Year 2018 Line Item Number (#### - ####) - if applicable

A010

Fiscal Year 2018 Budget

\$10,000,000.00

Total Fiscal Year 2018 Budget expended

\$9,103,849 (grants committed and closed in FY)

Total Budget (Total \$, including other sources)

\$9,862,256 (total budget = salary charged plus capital and operating program expenses, state and massdevelopment funded)

Details of additional funding sources

Agency operating income partially supports staff costs, in addition to reimbursement from the fund.

**OUTCOMES OF GOALS LISTED WITHIN AGENCY'S FISCAL YEAR 2018
OFFICE OF PERFORMANCE MANAGEMENT & OVERSIGHT ANNUAL PLAN**

Goal: Supporting Private Sector Growth
 Core Activities: Provide Access to Capital, Support Job Creation & Further Devens Development
 Opportunities for All Category: Business Citizens Communities

| Relevant Program(s) & Initiative(s) | Metrics | Completed? | Results -or- Reason why not complete |
|--|---|------------|---|
| Provide businesses and nonprofits with the flexible capital they need to grow and expand | Total financed | Yes | \$4,135,155,983 (total financed, all programs) |
| Create quality jobs to help meet the needs of the Commonwealth's economy and its residents | Total job creation – new permanent & construction | Yes | Total jobs: 10,736 (New permanent jobs:2,264, Construction jobs:8,472) |
| Further the development and long term sustainability of Devens | Devens business growth & sustainability | Yes | While a Devens impact study was not planned to be completed in fiscal 18, the Devens community continues to see growth in tax revenue year over year, which is as a result of new business development at Devens, which has resulted in the creation of over 5,500 jobs to date at Devens. By comparison, the 2012 economic impact study identified 3,200 employees in enterprises at Devens. The agency also sold 12 additional acres of land for development in fiscal 18, and Devens saw over \$57,000,000 in private construction activity. |

Goal: Supporting Private Sector Growth:
 Priority Strategic Goals: Invest in the Innovation Cluster; Support Manufacturing & Defense Sectors
 & Grow Small Business Supports

Opportunities for All Category: Business Citizens Communities

| Relevant Program(s) & Initiative(s) | Metrics | Completed? | Results -or- Reason why not complete |
|---|--|------------|---|
| Increase investment in and support of the Commonwealth's innovation cluster | Increase in % of small business financing provided | Partially | Total lending and guarantees to small businesses was \$51,880,117 in FY18. In FY17 this was \$56,161,106, representing a 7.6% decrease. This was due to closing timing of transactions and other market conditions. |
| Increase investment in and support of the Commonwealth's innovation cluster | New business starts/new b2b relationships | Yes | FY18 – 30 Grants, \$1,986,219 Invested. FY18 fit out awards supported over 20,000 square feet of space expected to serve at least 500 members. |
| Strengthen & improve support to the advanced manufacturing and defense sector industries | Innovation supporting lending/bonds | Yes | \$399,220,000 in total financing to enterprises or institutions in the innovation sector. |
| Provide access to capital & support needed to grow and develop a healthy small business ecosystem | % increase in business connections to market opportunities | Yes | FY18 – 30 Grants, \$1,986,219 Invested. FY18 fit out awards supported over 20,000 square feet of space expected to serve at least 500 members. |

Goal: Building Vibrant Places:
 Core Activities: Increase Housing Options, Build Quality Places & Partnerships & Increase Regional Economic Development Knowledge & Impact

Opportunities for All Category: Business Citizens Communities

| Relevant Program(s) & Initiative(s) | Metrics | Completed? | Results -or- Reason why not complete |
|--|--|------------|---|
| Increase the availability and quality of housing stock in regions across the Commonwealth | Total housing units built/preserved | Yes | 830 units financed/built (480 rehab, 348 new construction, 2 new construction at real estate development projects) |
| Provide cities, towns and regions access to expertise and resources to grow the scale, size and impact of place-making and other partnership development efforts | Total new real estate services engagements | Yes | 9 communities |
| Increase regional economic development impact by building knowledge and managing projects that support regionally significant, sustainable & equitable economic growth | # new Commonwealth Places projects | Yes | 31 projects started and completed their campaign, receiving a matching grant. In total, \$1,209,209 was crowd funded and \$944,900 was matched (\$401,500 (43%) in Gateway Cities). In addition, \$8,571,702 in other funds towards projects was leveraged and 845,085 square feet activated, serving 707,320 people. |

Goal: Building Vibrant Places:
 Priority Strategic Goals: Build Opportunity Through Market Rate Housing, Extend & Expand the Transformative Development Initiative & Increase Efforts to Identify, Acquire & Prepare Sites for Development

Opportunities for All Category: Business Citizens Communities

| Relevant Program(s) & Initiative(s) | Metrics | Completed? | Results -or- Reason why not complete |
|---|--|------------|---|
| Finance & support market rate housing options in Gateway Cities and other regionally significant population centers | Total invested/financed for market rate housing, units financed/built, by place | Yes | \$4,085,855 in loans were provided to market rate housing developers in Worcester and Lowell, resulting in the construction of 71 market rate housing units. |
| Expanding and extend the Transformative Development Initiative to further revitalization of Gateway City districts and improve opportunities for low and moderate income people | 4 new Transformative Development Initiative districts selected & progress as measured by partnership workplans in existing districts | Yes | New districts identified by local partnerships and selected in Chelsea, Fitchburg, Lawrence and Worcester. District extensions provided to local partnerships in Brockton, Holyoke, Lynn, New Bedford, Pittsfield and Springfield. All TDI Fellows completed/exceeded work plan targets from local partnerships. Over \$4,600,000 in equity investments deployed to date. |
| Identify, improve & support local & regional development sites to drive economic prosperity across the Commonwealth | Sites Identified/Improved/Acquired &/or made development ready | Yes | The site readiness and brownfields programs in total provided \$4,260,242 in funding. (\$2,163,782 for brownfields and \$2,069,460 for site readiness). These projects anticipate creating 50 housing units and facilitated the development of 21 projects in 16 communities, totalling 1,150 acres (approximately). |

**INVESTMENTS AND GRANTS AWARDED OR PROVIDED BY THE AGENCY
DURING FISCAL YEAR 2018**

| Award Overview | | | | |
|---|---------------------------------------|---|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Brownfields Redevelopment Fund | Chelmsford, Town of | Brownfields Remediation | \$1,351,000 | Chelmsford |
| Brownfields Redevelopment Fund | Melnea Residences LLC | Brownfields Remediation | \$298,800 | Boston |
| Brownfields Redevelopment Fund | 3 Brothers Auto Sales | Brownfields Site Assessment | \$39,308 | Holyoke |
| Brownfields Redevelopment Fund | Lawrence Community Works Inc | Brownfields Site Assessment | \$88,770 | Lawrence |
| Brownfields Redevelopment Fund | Lynn Edic | Brownfields Site Assessment | \$99,500 | Lynn |
| Brownfields Redevelopment Fund | Manuel Pereira | Brownfields Site Assessment | \$63,062 | Springfield |
| Brownfields Redevelopment Fund | Rockland, Town of | Brownfields Site Assessment | \$55,612 | Rockland |
| Brownfields Redevelopment Fund | Viet-aid Inc | Brownfields Site Assessment | \$33,500 | Boston |
| Brownfields Redevelopment Fund | NewVue Affordable Housing Corporation | Brownfields Site Assessment/Remediation | \$134,230 | Gardner |
| Transformative Development Fund | Various project vendors | TDI Equity Investments - Hotel Jess | \$156,972 | Holyoke |

| Award Overview | | | | |
|---|--|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Transformative Development Fund | Various project vendors | TDI Equity Investments - 526 Main St | \$60,947 | Worcester |
| Transformative Development Fund | Various project vendors | TDI Equity Investment - Stearns Sq | \$161,538 | Springfield |
| Transformative Development Fund | Freight Farms | TDI Equity Investment - Freight Farms Containers | \$208,250 | Holyoke |
| Transformative Development Fund | City of Haverhill | TDI Local Small Business Acceleration Grant - Local Lift | \$25,000 | Haverhill |
| Transformative Development Fund | Greater Holyoke Chamber of Commerce | TDI Local Small Business Acceleration Grant - Unique Program (for SPARK) | \$35,000 | Holyoke |
| Transformative Development Fund | City of Lynn | TDI Local Small Business Acceleration Grant - Local Lift | \$25,000 | Lynn |
| Transformative Development Fund | New Bedford Economic Development Council | TDI Local Small Business Acceleration Grant - Find it Local | \$15,000 | New Bedford |
| Transformative Development Fund | New Bedford Economic Development Council | TDI Local Small Business Acceleration Grant - Local Lift | \$30,000 | New Bedford |
| Transformative Development Fund | City of Peabody | TDI Local Small Business Acceleration Grant - Unique Program | \$12,000 | Peabody |
| Transformative Development Fund | City of Pittsfield | TDI Local Small Business Acceleration Grant - Local Lift | \$30,000 | Pittsfield |
| Transformative Development Fund | City of Springfield | TDI Local Small Business Acceleration Grant - Find it Local | \$55,000 | Springfield |
| Transformative Development Fund | City of Springfield | TDI Local Small Business Acceleration Grant - Lease it Local | \$20,000 | Springfield |

| Award Overview | | | | |
|---|---|---|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Site Readiness Program | Chelmsford, Town of | Market study for route 129 industrial area | \$90,000 | Chelmsford |
| Site Readiness Program | Westover Metropolitan Development Corp. | Due diligence, MEPA permitting and master planning for Air Park South | \$255,200 | Westover |
| Site Readiness Program | Westmass Area Development | Due diligence and master planning for Chicopee River Business Park | \$70,000 | Chicopee |
| Site Readiness Program | Gardner, City of | land acquisition, master planning, and survey work for Gardner Industrial Park | \$350,000 | Gardner |
| Site Readiness Program | Georgetown, Town of | Due diligence and master planning for national avenue site | \$50,000 | Georgetown |
| Site Readiness Program | Haverhill, City of | Due diligence and master planning for broadway business park | \$50,000 | Haverhill |
| Site Readiness Program | Lawrence Community Works | code compliance study for the first floor of its Marriner Building redevelopment | \$50,000 | Lawrence |
| Site Readiness Program | New Bedford, City of | Massachusetts Environmental Protection Agency permitting and an American Land Title Association survey at the whaling city golf course site | \$100,000 | New Bedford |
| Site Readiness Program | Norwood, Town of | design and potentially implement streetscape and wayfinding improvements for vanderbilt ave business park | \$150,000 | Norwood |

| Award Overview | | | | |
|---|--|---|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Site Readiness Program | Shrewsbury, town of | due diligence, master planning, and Massachusetts Environmental Protection Agency permitting for a new 60-acre industrial park, Centech Park North | \$302,000 | Shrewsbury |
| Site Readiness Program | Somerset, town of | Master planning, environmental, and waterways specialized consulting services for Brayton Point reuse planning | \$160,000 | Somerset |
| Site Readiness Program | Westfield, city of | acquisition of 6.3 acres of land adjacent to the Turnpike Industrial Park site. The purchase will unlock development potential for approximately six additional acres | \$750,000 | Westfield |
| Collaborative Workspace (CoWork Grant) | Fairmount Innovation Lab | Barr Foundation CoWork Fit-Out Grant | \$85,000 | Boston |
| Collaborative Workspace (CoWork Grant) | Fort Point Arts Community CoWork Space | Barr Foundation CoWork Fit-Out Grant | \$151,000 | Boston |
| Collaborative Workspace (CoWork Grant) | Makerspace Urban Artists in Residence | Barr Foundation CoWork Fit-Out Grant | \$26,315 | Brockton |
| Collaborative Workspace (CoWork Grant) | Movement Union Studio | Barr Foundation CoWork Fit-Out Grant | \$44,825 | Lawrence |
| Collaborative Workspace (CoWork Grant) | Artisan's Asylum | Barr Foundation CoWork Fit-Out Grant | \$57,242 | Somerville |

| Award Overview | | | | |
|---|--------------------------------------|---|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Collaborative Workspace (CoWork Grant) | Quaboag Community Kiln and Art Works | Barr Foundation CoWork Fit-Out Grant | \$75,000 | Ware |
| Collaborative Workspace (CoWork Grant) | CoLab @ Arlington | Barr Foundation CoWork Seed Grant | \$8,450 | Arlington |
| Collaborative Workspace (CoWork Grant) | NewVue B.F. Brown | Barr Foundation CoWork Seed Grant | \$25,000 | Fitchburg |
| Collaborative Workspace (CoWork Grant) | Make It Springfield | Barr Foundation CoWork Seed Grant | \$25,000 | Springfield |
| Collaborative Workspace (CoWork Grant) | The Village Works | Community Innovation CoWork Fit-Out Grant | \$10,000 | Brookline |
| Collaborative Workspace (CoWork Grant) | Business Innovation Center | Community Innovation CoWork Fit-Out Grant | \$85,000 | Fall River |
| Collaborative Workspace (CoWork Grant) | Framingham Makerspace, Inc. | Community Innovation CoWork Fit-Out Grant | \$101,017 | Framingham |
| Collaborative Workspace (CoWork Grant) | Another Castle LLC | Community Innovation CoWork Fit-Out Grant | \$33,000 | Greenfield |
| Collaborative Workspace (CoWork Grant) | GreenSpace Cowork | Community Innovation CoWork Fit-Out Grant | \$101,782 | Greenfield |
| Collaborative Workspace (CoWork Grant) | The Revolution Factory | Community Innovation CoWork Fit-Out Grant | \$102,000 | Maynard |
| Collaborative Workspace (CoWork Grant) | LaunchSpace | Community Innovation CoWork Fit-Out Grant | \$250,000 | Orange |

| Award Overview | | | | |
|---|--|---|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Collaborative Workspace (CoWork Grant) | Greentown Labs Wet Lab, Global Cleantech Innovatio | Community Innovation CoWork Fit-Out Grant | \$100,000 | Somerville |
| Collaborative Workspace (CoWork Grant) | Nibble Kitchen | Community Innovation CoWork Fit-Out Grant | \$61,610 | Somerville |
| Collaborative Workspace (CoWork Grant) | Inc.ubate CoWork | Community Innovation CoWork Fit-Out Grant | \$100,000 | Winthrop |
| Collaborative Workspace (CoWork Grant) | Bartlett Station Food Retail Incubator | Community Innovation CoWork Seed Grant | \$25,000 | Boston |
| Collaborative Workspace (CoWork Grant) | Lever, Inc. | Community Innovation CoWork Seed Grant | \$3,000 | North Adams |
| Collaborative Workspace (CoWork Grant) | Cowork Funding | Community Innovation CoWork Seed Grant | \$25,000 | Randolph |
| Collaborative Workspace (CoWork Grant) | Gateway City Arts Collaborative Workspace Grant | TDI CoWork Fit-Out Grant | \$165,000 | Holyoke |
| Collaborative Workspace (CoWork Grant) | SPARK | TDI CoWork Fit-Out Grant | \$64,545 | Holyoke |
| Collaborative Workspace (CoWork Grant) | Maker Innovation Lab Lawrence (MILL) | TDI CoWork Fit-Out Grant | \$18,500 | Lawrence |

| Award Overview | | | | |
|---|---------------------------------------|---|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Collaborative Workspace (CoWork Grant) | Action Worcester | TDI CoWork Fit-Out Grant | \$70,200 | Worcester |
| Collaborative Workspace (CoWork Grant) | MassDiGi at Becker | TDI CoWork Fit-Out Grant | \$35,000 | Worcester |
| Collaborative Workspace (CoWork Grant) | Technocopia | TDI CoWork Fit-Out Grant | \$85,808 | Worcester |
| Military Bond Bill | US Air Force Reserve | Gift to support Air Force microgrid energy project at Joint Base Cape Cod | \$930,000 | Regional |
| Military Bond Bill | US Air Force Reserve | Gift to support energy efficiency improvements at Westover Air Reserve Base | \$930,000 | Regional |
| Military Bond Bill | US Air Force Reserve | Gift to support Umass Aviation Center | \$1,700,000 | Regional |
| Cultural Facilities Fund | Eric Carle Museum of Picture Book Art | Cultural Facilities Fund - Capital Grant | \$52,000 | Amherst |
| Cultural Facilities Fund | Arlington Center for the Arts, Inc. | Cultural Facilities Fund - Capital Grant | \$187,000 | Arlington |
| Cultural Facilities Fund | Double Edge Theatre Productions, Inc. | Cultural Facilities Fund - Capital Grant | \$140,000 | Ashfield |
| Cultural Facilities Fund | Becket Arts Center of The Hilltowns | Cultural Facilities Fund - Capital Grant | \$23,000 | Becket |
| Cultural Facilities Fund | Jacob's Pillow Dance Festival | Cultural Facilities Fund - Capital Grant | \$225,000 | Becket |

| Award Overview | | | | |
|---|--|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | National Association for Armenian Studies | Cultural Facilities Fund - Capital Grant | \$225,000 | Belmont |
| Cultural Facilities Fund | The Cabot Performing Arts Center, Inc. | Cultural Facilities Fund - Capital Grant | \$225,000 | Beverly |
| Cultural Facilities Fund | Artists for Humanity, Inc. | Cultural Facilities Fund - Capital Grant | \$225,000 | Boston |
| Cultural Facilities Fund | Boston Ballet, Inc. | Cultural Facilities Fund - Capital Grant | \$100,000 | Boston |
| Cultural Facilities Fund | Boston Center For The Arts | Cultural Facilities Fund - Capital Grant | \$60,000 | Boston |
| Cultural Facilities Fund | Boston Chinatown Neighborhood Center, Inc. | Cultural Facilities Fund - Capital Grant | \$225,000 | Boston |
| Cultural Facilities Fund | Boston Symphony Orchestra, Inc. | Cultural Facilities Fund - Capital Grant | \$225,000 | Boston |
| Cultural Facilities Fund | Huntington Theatre Company, Inc. | Cultural Facilities Fund - Capital Grant | \$100,000 | Boston |
| Cultural Facilities Fund | Inquilinos Boricuas en Acción | Cultural Facilities Fund - Capital Grant | \$120,000 | Boston |
| Cultural Facilities Fund | John F. Kennedy Library Foundation | Cultural Facilities Fund - Capital Grant | \$100,000 | Boston |

| Award Overview | | | | |
|---|--|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | Museum of Science | Cultural Facilities Fund - Capital Grant | \$212,000 | Boston |
| Cultural Facilities Fund | Roxbury Community College | Cultural Facilities Fund - Capital Grant | \$127,000 | Boston |
| Cultural Facilities Fund | The Institute of Contemporary Art | Cultural Facilities Fund - Capital Grant | \$116,000 | Boston |
| Cultural Facilities Fund | Tower Hill Botanic Garden | Cultural Facilities Fund - Capital Grant | \$17,500 | Boylston |
| Cultural Facilities Fund | Harvard Museums of Science and Culture | Cultural Facilities Fund - Capital Grant | \$100,000 | Cambridge |
| Cultural Facilities Fund | CitySpace, Inc. | Cultural Facilities Fund - Capital Grant | \$135,000 | Easthampton |
| Cultural Facilities Fund | Easthampton Media, Inc. | Cultural Facilities Fund - Capital Grant | \$172,000 | Easthampton |
| Cultural Facilities Fund | Easton Children's Museum, Inc. | Cultural Facilities Fund - Capital Grant | \$7,000 | Easton |
| Cultural Facilities Fund | Narrows Center for the Arts, Inc. | Cultural Facilities Fund - Capital Grant | \$225,000 | Fall River |
| Cultural Facilities Fund | Framingham Public Library | Cultural Facilities Fund - Capital Grant | \$91,000 | Framingham |
| Cultural Facilities Fund | Gloucester Meetinghouse Foundation, Inc. | Cultural Facilities Fund - Capital Grant | \$130,000 | Gloucester |

| Award Overview | | | | |
|---|--|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | Manship Artist Residence and Studios, | Cultural Facilities Fund - Capital Grant | \$207,000 | Gloucester |
| Cultural Facilities Fund | Rocky Neck Art Colony, Inc. | Cultural Facilities Fund - Capital Grant | \$25,000 | Gloucester |
| Cultural Facilities Fund | Apple Tree Arts | Cultural Facilities Fund - Capital Grant | \$219,000 | Grafton |
| Cultural Facilities Fund | Lexington Historical Society | Cultural Facilities Fund - Capital Grant | \$158,000 | Lexington |
| Cultural Facilities Fund | Massachusetts Audubon Society | Cultural Facilities Fund - Capital Grant | \$225,000 | Lincoln |
| Cultural Facilities Fund | Town of Middleborough | Cultural Facilities Fund - Capital Grant | \$28,000 | Middleborough |
| Cultural Facilities Fund | The Bidwell House Museum | Cultural Facilities Fund - Capital Grant | \$125,000 | Monterey |
| Cultural Facilities Fund | Nantucket Historical Association | Cultural Facilities Fund - Capital Grant | \$86,000 | Nantucket |
| Cultural Facilities Fund | Museum of World War II, Inc. | Cultural Facilities Fund - Capital Grant | \$300,000 | Natick |
| Cultural Facilities Fund | Buttonwood Park Zoo | Cultural Facilities Fund - Capital Grant | \$182,000 | New Bedford |
| Cultural Facilities Fund | New Bedford Port Society | Cultural Facilities Fund - Capital Grant | \$150,000 | New Bedford |
| Cultural Facilities Fund | Rotch-Jones-Duff House & Garden Museum | Cultural Facilities Fund - Capital Grant | \$68,000 | New Bedford |

| Award Overview | | | | |
|---|--|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | Northampton Community Arts Trust, Inc. | Cultural Facilities Fund - Capital Grant | \$300,000 | Northampton |
| Cultural Facilities Fund | Manomet Center for Conservation Sciences | Cultural Facilities Fund - Capital Grant | \$120,000 | Plymouth |
| Cultural Facilities Fund | Plimoth Plantation, Inc. | Cultural Facilities Fund - Capital Grant | \$310,000 | Plymouth |
| Cultural Facilities Fund | Provincetown Film Society | Cultural Facilities Fund - Capital Grant | \$69,000 | Provincetown |
| Cultural Facilities Fund | Provincetown Theater Foundation, Inc. | Cultural Facilities Fund - Capital Grant | \$35,937 | Provincetown |
| Cultural Facilities Fund | Peabody Essex Museum, Inc. | Cultural Facilities Fund - Capital Grant | \$40,000 | Salem |
| Cultural Facilities Fund | Heritage Plantation of Sandwich, Inc. | Cultural Facilities Fund - Capital Grant | \$225,000 | Sandwich |
| Cultural Facilities Fund | Thornton W. Burgess Society | Cultural Facilities Fund - Capital Grant | \$10,000 | Sandwich |
| Cultural Facilities Fund | Springfield City Library | Cultural Facilities Fund - Capital Grant | \$100,000 | Springfield |
| Cultural Facilities Fund | Berkshire Botanical Garden | Cultural Facilities Fund - Capital Grant | \$270,000 | Stockbridge |
| Cultural Facilities Fund | Chesterwood Museum and Estate | Cultural Facilities Fund - Capital Grant | \$107,000 | Stockbridge |

| Award Overview | | | | |
|---|---|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | The Norman Rockwell Museum, Inc. | Cultural Facilities Fund - Capital Grant | \$125,000 | Stockbridge |
| Cultural Facilities Fund | Featherstone Center for the Arts, Inc. | Cultural Facilities Fund - Capital Grant | \$125,000 | Tisbury |
| Cultural Facilities Fund | Gore Place Society, Inc. | Cultural Facilities Fund - Capital Grant | \$198,000 | Waltham |
| Cultural Facilities Fund | Commonwealth Shakespeare Company, Inc. | Cultural Facilities Fund - Capital Grant | \$21,502 | Wellesley |
| Cultural Facilities Fund | West Stockbridge Historical Society, Inc. | Cultural Facilities Fund - Capital Grant | \$90,000 | West Stockbridge |
| Cultural Facilities Fund | Sterling and Francine Clark Art Institute | Cultural Facilities Fund - Capital Grant | \$225,000 | Williamstown |
| Cultural Facilities Fund | Woburn Public Library | Cultural Facilities Fund - Capital Grant | \$525,000 | Woburn |
| Cultural Facilities Fund | American Antiquarian Society | Cultural Facilities Fund - Capital Grant | \$225,000 | Worcester |
| Cultural Facilities Fund | Worcester Center for Performing Arts | Cultural Facilities Fund - Capital Grant | \$125,000 | Worcester |
| Cultural Facilities Fund | Worcester Natural History Society d/b/a Ecotarium | Cultural Facilities Fund - Capital Grant | \$122,000 | Worcester |

| Award Overview | | | | |
|---|---|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | Lowell's Maritime Foundation | Cultural Facilities Fund - Feasibility/Technical Grant | \$10,000 | Amesbury |
| Cultural Facilities Fund | Pakachoag Music School of Greater Worcester, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$5,200 | Auburn |
| Cultural Facilities Fund | Tales of Cape Cod | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Barnstable |
| Cultural Facilities Fund | Celebrity Series of Boston, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$26,000 | Boston |
| Cultural Facilities Fund | Chinese Consolidated Benevolence Assn. of NE | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Boston |
| Cultural Facilities Fund | The Norman B. Leventhal Map Center, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$15,000 | Boston |
| Cultural Facilities Fund | Trustees of Eliot School | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Boston |
| Cultural Facilities Fund | Cape Cod Center for the Arts, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Dennis |
| Cultural Facilities Fund | Oakes Ames Memorial Hall Association, Inc | Cultural Facilities Fund - Feasibility/Technical Grant | \$20,000 | Easton |
| Cultural Facilities Fund | Fitchburg Art Museum | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Fitchburg |
| Cultural Facilities Fund | Fitchburg Historical Society | Cultural Facilities Fund - Feasibility/Technical Grant | \$24,250 | Fitchburg |

| Award Overview | | | | |
|---|---|--|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Cultural Facilities Fund | Cape Ann Museum, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Gloucester |
| Cultural Facilities Fund | Drama Studio, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Springfield |
| Cultural Facilities Fund | Old Colony Historical Society | Cultural Facilities Fund - Feasibility/Technical Grant | \$5,200 | Taunton |
| Cultural Facilities Fund | Williamstown Theatre Foundation | Cultural Facilities Fund - Feasibility/Technical Grant | \$8,750 | Williamstown |
| Cultural Facilities Fund | American Repertory Theatre Company, Inc. | Cultural Facilities Fund - Feasibility/Technical Grant | \$29,510 | Worcester |
| Cultural Facilities Fund | Worcester Art Museum | Cultural Facilities Fund - Feasibility/Technical Grant | \$30,000 | Worcester |
| Cultural Facilities Fund | The Guild of Boston Artists | Cultural Facilities Fund - System Replacement Grant | \$7,000 | Boston |
| Cultural Facilities Fund | Manship Artists Residence and Studios, Inc. | Cultural Facilities Fund - System Replacement Grant | \$7,000 | Gloucester |
| Bond | Athol Memorial Hospital | 501(c)3 | \$11,150,000 | Athol |
| Bond | The Arc of Bristol County, Inc. | 501(c)3 | \$2,210,000 | Attleboro |
| Bond | Endicott College | 501(c)3 | \$34,793,000 | Beverly |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|---|------------------------------------|---------------------------|--|
| Bond | Boston Collegiate Charter School Foundation, Inc. | 501(c)3 | \$7,200,000 | Boston |
| Bond | American Youth Hostels-Boston Hostel, Inc. | 501(c)3 | \$17,514,000 | Boston |
| Bond | Boston Medical Center Corporation | 501(c)3 | \$43,500,000 | Boston |
| Bond | Preparatory Foundation, Inc. | 501(c)3 | \$12,000,000 | Boston |
| Bond | CareGroup, Inc. | 501(c)3 | \$432,725,000 | Boston |
| Bond | The Christian Brothers Institute of Massachusetts | 501(c)3 | \$12,800,000 | Boston |
| Bond | The Children's Hospital Corporation | 501(c)3 | \$135,215,000 | Boston |
| Bond | Emerson College | 501(c)3 | \$21,865,000 | Boston |
| Bond | Fisher College | 501(c)3 | \$6,140,000 | Boston |
| Bond | Hope House, Inc. | 501(c)3 | \$4,930,000 | Boston |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|--|------------------------------------|---------------------------|--|
| Bond | Partners HealthCare System, Inc. | 501(c)3 | \$948,105,000 | Boston |
| Bond | Phoenix Multisport, Inc. | 501(c)3 | \$3,150,000 | Boston |
| Bond | Brian P. Kelly and Frank Norton, as Trustees of Pipefitters Local Union No. 537 Education Trust Fund | 501(c)3 | \$28,460,000 | Boston |
| Bond | Emerson College | 501(c)3 | \$96,520,000 | Boston |
| Bond | Tufts Medical Center, Inc. | 501(c)3 | \$150,000,000 | Boston |
| Bond | WGBH Educational Foundation | 501(c)3 | \$51,815,000 | Boston |
| Bond | Whittier Street Health Center Committee Incorporated | 501(c)3 | \$8,000,000 | Boston |
| Bond | Signature Healthcare Corporation | 501(c)3 | \$50,000,000 | Brockton |
| Bond | The Broad Institute, Inc. | 501(c)3 | \$250,235,000 | Cambridge |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|--|------------------------------------|---------------------------|--|
| Bond | Community Charter School of Cambridge Foundation, Inc. | 501(c)3 | \$21,200,000 | Cambridge |
| Bond | Lesley University | 501(c)3 | \$9,905,000 | Cambridge |
| Bond | The Fenn School | 501(c)3 | \$4,700,000 | Concord |
| Bond | The Fenn School | 501(c)3 | \$8,200,000 | Concord |
| Bond | The Charles River School | 501(c)3 | \$10,350,000 | Dover |
| Bond | Berkshire Health Systems, Inc. | 501(c)3 | \$28,000,000 | East Longmeadow |
| Bond | Northeast Center for Youth and Families, Inc. | 501(c)3 | \$3,489,000 | Easthampton |
| Bond | Stonehill College, Inc. | 501(c)3 | \$25,000,000 | Easton |
| Bond | Stonehill College, Inc. | 501(c)3 | \$14,829,024 | Easton |
| Bond | Woods Hole Oceanographic Institution | 501(c)3 | \$75,510,000 | Falmouth |
| Bond | Foxborough Regional Charter School | 501(c)3 | \$25,735,000 | Foxborough |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|--|------------------------------------|---------------------------|--|
| Bond | Christa McAuliffe Charter School Foundation, Inc. | 501(c)3 | \$8,600,000 | Framingham |
| Bond | The Benjamin Franklin Educational Foundation Inc. | 501(c)3 | \$24,550,000 | Franklin |
| Bond | Trustees of Derby Academy | 501(c)3 | \$4,750,000 | Hingham |
| Bond | Lawrence General Hospital | 501(c)3 | \$65,665,000 | Lawrence |
| Bond | Lowell Catholic High School | 501(c)3 | \$10,000,000 | Lowell |
| Bond | Centerboard Inc | 501(c)3 | \$5,900,000 | Lynn |
| Bond | KIPP Lynn Fund, Inc. | 501(c)3 | \$25,450,000 | Lynn |
| Bond | Young Men's Christian Association of Metro North, Inc. | 501(c)3 | \$27,742,100 | Lynn |
| Bond | The Hannah BG Shaw Home, Inc | 501(c)3 | \$13,200,000 | Middleborough |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|---|------------------------------------|---------------------------|--|
| Bond | Criterion Child Enrichment, Inc. | 501(c)3 | \$10,210,000 | Milford |
| Bond | Evergreen Center, Inc. | 501(c)3 | \$16,370,000 | Milford |
| Bond | Charles River Association for Retarded Citizens, Inc. | 501(c)3 | \$5,556,546 | Needham |
| Bond | The Fessenden School | 501(c)3 | \$25,000,000 | Newton |
| Bond | Jewish Community Centers of Greater Boston, Inc. | 501(c)3 | \$10,600,000 | Newton |
| Bond | Suzuki School of Newton, Inc. | 501(c)3 | \$2,362,500 | Newton |
| Bond | The Brimmer And May School | 501(c)3 | \$7,000,000 | Newton |
| Bond | ServiceNet, Inc. | 501(c)3 | \$4,100,000 | Northampton |
| Bond | Wheaton College | 501(c)3 | \$55,110,000 | Norton |
| Bond | The Sisters of Saint Ann d/b/a Anna Maria College | 501(c)3 | \$24,500,000 | Paxton |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|--|------------------------------------|---------------------------|--|
| Bond | CIL Realty of Massachusetts Incorporated | 501(c)3 | \$17,539,164 | Pittsfield |
| Bond | The Gavin Foundation, Inc. | 501(c)3 | \$4,592,000 | Quincy |
| Bond | Austin Preparatory School | 501(c)3 | \$3,000,000 | Reading |
| Bond | East Boston Neighborhood Health Center Corporation | 501(c)3 | \$7,000,000 | Revere |
| Bond | The Berkshire School, Inc. | 501(c)3 | \$3,000,000 | Sheffield |
| Bond | Harrington Memorial Hospital | 501(c)3 | \$30,495,000 | Southbridge |
| Bond | American International College | 501(c)3 | \$10,550,000 | Springfield |
| Bond | Baystate Medical Center, Inc. | 501(c)3 | \$67,060,000 | Springfield |
| Bond | Behavioral Health Network, Inc. | 501(c)3 | \$7,480,000 | Springfield |
| Bond | Western New England University | 501(c)3 | \$55,850,000 | Springfield |
| Bond | Austen Riggs Center | 501(c)3 | \$3,500,000 | Stockbridge |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|---|------------------------------------|---------------------------|--|
| Bond | Willow Hill School, Inc. | 501(c)3 | \$3,400,000 | Sudbury |
| Bond | Bentley University | 501(c)3 | \$19,240,000 | Waltham |
| Bond | Babson College | 501(c)3 | \$33,000,000 | Wellesley |
| Bond | Wellesley College | 501(c)3 | \$96,500,000 | Wellesley |
| Bond | North Suffolk Group Homes, Inc. | 501(c)3 | \$2,400,000 | Winthrop |
| Bond | Trustees of the College of The Holy Cross | 501(c)3 | \$21,540,000 | Worcester |
| Bond | Seven Hills Foundation, Inc. | 501(c)3 | \$20,000,000 | Worcester |
| Bond | UMass Memorial Healthcare, Inc. | 501(c)3 | \$109,865,000 | Worcester |
| Bond | Worcester Polytechnic Institute | 501(c)3 | \$14,435,000 | Worcester |
| Bond | Worcester Polytechnic Institute | 501(c)3 | \$52,990,000 | Worcester |
| Bond | New England Life Flight, Inc. | 501(c)3 Lease | \$29,340,000 | Bedford |
| Bond | Baystate Medical Center, Inc. | 501(c)3 Lease | \$2,937,110 | Springfield |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|--|------------------------------------|---------------------------|--|
| Bond | Zero Waste Solutions, LLC | Environmental | \$33,260,000 | Rochester |
| Bond | South End 10, LLC | For profit Housing | \$7,800,000 | Boston |
| Bond | 61 Heath LLC | For profit Housing | \$9,400,000 | Boston |
| Bond | Wayne At Bicknell, LLC | For profit Housing | \$800,000 | Boston |
| Bond | Wayne at Schuyler, LLC | For profit Housing | \$16,677,252 | Boston |
| Bond | 242 Spencer Limited Partnership | For profit Housing | \$6,885,580 | Chelsea |
| Bond | Boston Street Crossing LLC | For profit Housing | \$3,785,000 | Salem |
| Bond | Harbor Lafayette Homes Limited Partnership | For profit Housing | \$3,448,000 | Salem |
| Bond | AKFH Renovations LLC | For profit Housing | \$8,200,000 | Worcester |
| Bond | Sever Street Development LLC | For profit Housing | \$15,000,000 | Worcester |
| Bond | Needletech Products, Inc. | IDB | \$5,000,000 | Attleboro |
| Bond | CJBW Stamp LLC | IDB | \$1,900,000 | Greenfield |
| Bond | Plenus Group Inc. and 5 GEN 30, LLC | IDB | \$4,563,164 | Lowell |

| Award Overview | | | | |
|---|--|------------------------------------|---------------------------|--|
| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
| Bond | Boylston West Garage, LLC | Infrastructure | \$5,925,000 | Boston |
| Bond | DW NP Property, LLC and Efekta House, Inc. | Infrastructure | \$24,275,000 | Cambridge |
| Bond | Southfield Redevelopment Authority | Infrastructure | \$24,835,000 | Weymouth |
| Bond | The Mount Pleasant Home, Inc. | Non-profit Housing | \$6,200,000 | Boston |
| Bond | NewBridge On The Charles, Inc. | Non-profit Housing | \$236,290,000 | Dedham |
| Bond | Holyoke Retirement Community, Inc. | Non-profit Housing | \$9,095,000 | Holyoke |
| Bond | North Hill Communities, Inc. | Non-profit Housing | \$57,810,000 | Needham |
| Bond | Brooksby Village, Inc. | Non-profit Housing | \$30,000,000 | Peabody |
| Bond | The Somerville Community Corporation, Inc. | Non-profit Housing | \$6,900,000 | Somerville |
| Community Health Center Grant | Duffy Health Center, Inc. | Community Health Center Grant | \$50,000 | Barnstable |
| Community Health Center Grant | Charles River Community Health | Community Health Center Grant | \$50,000 | Boston |

Award Overview

| Name of Award Program - or - Investment | Name of Recipient | Description of Award or Investment | Amount (if applicable) | Municipality of Recipient *if regional or state-wide, please indicate |
|---|--|------------------------------------|---------------------------|--|
| Community Health Center Grant | Dimock Community Health Center | Community Health Center Grant | \$50,000 | Boston |
| Community Health Center Grant | East Boston Neighborhood Health Center Corporation | Community Health Center Grant | \$39,554 | Boston |
| Community Health Center Grant | South End Community Health Center | Community Health Center Grant | \$36,000 | Boston |
| Community Health Center Grant | Upham's Corner Health Center | Community Health Center Grant | \$50,000 | Boston |
| Community Health Center Grant | Family Healthcare At SSTAR | Community Health Center Grant | \$49,948 | Fall River |
| Community Health Center Grant | Community Health Programs, Inc. | Community Health Center Grant | \$50,000 | Great Barrington |
| Community Health Center Grant | Outer Cape Health Services Inc | Community Health Center Grant | \$50,000 | Harwich |
| Community Health Center Grant | Manet Community Health Center, Inc. | Community Health Center Grant | \$50,000 | Quincy |
| Community Health Center Grant | Community Healthlink, Inc. | Community Health Center Grant | \$50,000 | Worcester |

**TECHNICAL ASSISTANCE PROVIDED BY THE AGENCY
DURING FISCAL YEAR 2018**

Overview

| Name of Recipient | Description of Technical Assistance provided | Municipality(ies) of Recipient |
|----------------------------|---|--------------------------------|
| Acton | The Town of Acton owns a 4.5 acre property on Route 27 immediately north of Route 2, adjacent to an existing commercial zone known as Kelley's Corner. The Town formed a re-use committee for the site that met regularly from August 2016 through June 2017. They engaged consulting services to help them visualize some of their top ideas for the property. At a public forum in June 2017 attendees prioritized a scenario that included a boutique hotel and restaurant. The Town is interested in determining the feasibility of this concept. | Acton |
| Plymouth, Dedham, Amesbury | In 2016, revisions to the DIF statute took DIF out of the purview of the Commonwealth's Economic Assistance Coordinating Council (EACC). Absent state-level oversight of the DIF program, several communities have expressed difficulty understanding whether DIF is the appropriate financing strategy, and if so, how to approach implementation. The Town of Dedham, Town of Amesbury, and Town of Plymouth have specifically requested assistance with implementation of DIF. This "How to" guide will be a technical resource for communities as they consider various infrastructure financing alternatives. In addition to the "How to" guide, the consultant would also be asked to work with the three aforementioned communities to establish the feasibility of DIF and, if applicable, the foundation for DIF adoption. | Plymouth; Dedham; Amesbury |
| Millville | The Town of Millville intends to redevelop several town-owned, town center parcels which are part of the Local Priority Development Area (PDA), as defined in work with the Central Massachusetts Regional Planning Commission. The Town is seeking a better understanding of the development opportunities of these sites and what actions to prioritize moving forward. | Millville |
| Northbridge | The Town of Northbridge has a 4.3 acre privately owned 43D site, comprising four separately owned parcels, located at the intersection of Main Street and Route 146. In August of 2017, sewer was extended to these properties, increasing the potential for development on site. The property currently allows for typical retail and services by right in addition to professional business offices. The Town is seeking a better understanding of the development opportunity of this site. | Northbridge |
| Taunton | The City of Taunton has requested technical assistance on a downtown district plan that will address current challenges including vacant storefronts and upper story space, the need for more market rate housing in and near downtown, and the perception that the downtown is not safe even though this is not supported by data. The plan will examine potential redevelopment and re-design options on publicly owned property surrounding the current City Hall redevelopment. The plan will also include economic analysis of some of the vacant properties along Main Street along with strategies to assist in their redevelopment. | Taunton |

| | | |
|-----------|---|-----------|
| Shirley | The Town of Shirley owns an empty lot in the Shirley Village Business District. The Town would like to have a better understanding of the existing opportunities and constraints on the property in order to determine future development potential. | Shirley |
| Westfield | The Elm Street Urban Renewal Plan (URP) area is in the heart of Westfield's downtown at the confluence of State Routes 10,20 and 202. The URP was approved by the Westfield Redevelopment Authority, the Massachusetts Department of Housing and Community Development, and the Westfield City Council in 2013. Following up on that plan, the Westfield Redevelopment Authority has acquired property, demolished buildings, and addressed environmental issues. One third of the project has been addressed with the opening of the Pioneer Valley Transportation Administration Transit Pavilion this year. The next step in the plan is the private development of a mixed use building on Elm Street. The City has invested significantly in this area in order to prepare for private development. MassDevelopment will provide the city with realistic test fit and pro forma work for development of the site as well as the preparation of some concepts that could be included in an RFP. | Westfield |
| Peabody | In March 2016, the City of Peabody applied for an economic development-related Community Compact requesting assistance creating re-use strategies for several vacant or underutilized municipally-owned parcels. The City has requested assistance identifying the redevelopment potential of these sites, followed by help marketing these sites for private development. The City has since narrowed its focus to two parcels: 2 and 10-12 Washington Street, adjacent properties that were acquired by the City in 2016 using Community Preservation Act (CPA) funds. Both parcels are located in the Washington Street Historic District in downtown Peabody. 2 Washington Street is a historic mansion; 10-12 Washington Street is a former church. The City would like to consider strategies for maximizing the economic development benefit of these parcels, either individually or if developed in concert. | Peabody |
| Billerica | The Town of Billerica owns a 14-acre site at 250 Boston Road that is currently used by the Highway Department and Billerica DPW as a laydown yard and for parking. The site is located less than one mile from the North Billerica commuter rail station, and the Town rezoned the area in fall 2016 to allow for mixed-used development along this section of Route 3A. The Town believes the site has a higher and better use, but has struggled to gain traction within the community for relocating the existing uses. The Town has asked MDFA to help create a redevelopment vision for the site to show its redevelopment potential. The Town will use this vision to garner support for relocating the DPW yard so the site can be redeveloped according to the mixed-use overlay. The Town will also use this vision to solicit interest from private sector developers. | Billerica |
| Gardner | The project will build off the results of the North Central Industrial Land Study and support the identification of land suitable for the expansion of an existing or creation of a new industrial park. | Gardner |

| | | |
|------------------------------|---|----------|
| Malden | <p>In June 2015, MassDevelopment convened a national ULI TAP for the Malden/Everett TDI District. The panel's recommendations included the need for a comprehensive economic development and land use plan that spans the Lower Commercial Street corridor. Lower Commercial Street is a light industrial corridor that is experiencing tremendous pressure from developers interested in building residential and mixed-use development. Although the City is open to new development, it would like to see a greater balance of commercial and industrial activity compared to what developers have proposed. Malden has already experienced an influx of new residential development in recent years (primarily in Malden Center), so the City would like to implement zoning that preserves Lower Commercial Street as a job-creating corridor.</p> | Malden |
| Lawrence | <p>The City of Lawrence requested MassDevelopment's assistance analyzing the future reuse of a site with direct access and visibility from I-495. The City is the current owner of the site and is currently working with MassDevelopment staff to address the contamination. In addition to MassDevelopment assistance, the City is awaiting word on the latest round of EPA funding for clean up. The City is committed to selling the property and supporting its redevelopment. In order to support future economic development on the site, the City requested assistance to understand the possibilities for site re-use.</p> | Lawrence |
| Urban Manufacturing Alliance | <p>UMA is a national coalition of 500+ stakeholders interested in preserving and promoting light-scale manufacturing space for use by "maker" economy such as artisanal manufacturers. In May 2017, UMA held its national convening in Boston/Somerville and as part of MassDevelopment's sponsorship, agreed to conduct a research study that evaluates the Greater Boston maker ecosystem, with a specific focus on how real estate trends and land use policies are helping/hindering its growth. UMA has engaged members of its land use committee, as well as Tufts University professor Rosalind Greenstein, to support this research.</p> | |

LOANS, REAL ESTATE LOANS, WORKING CAPITAL LOANS AND GUARANTEES

| Overview | | | |
|---|------------------|-------------|--------------------------------|
| Name of Recipient | Description | Amount | Municipality(ies) of Recipient |
| Notch Tap Room LLC | 100% Export Loan | \$85,000 | Salem |
| New Garden Park, Inc. | Commercial Loan | \$1,500,000 | Worcester |
| The Livestock Institute | Commercial Loan | \$500,000 | Westport |
| Little Leaf Farms, LLC | Commercial Loan | \$250,000 | Devens |
| Hillel Foundation of Cambridge | Commercial Loan | \$122,185 | Cambridge |
| Weissman Real Estate LLC | Commercial Loan | \$500,000 | Fitchburg |
| SPM Kendrick, LLC | Commercial Loan | \$1,388,550 | Wareham |
| YWCA of Central Massachusetts | Commercial Loan | \$402,000 | Worcester |
| 3Dekor, LLC | Equipment Loan | \$640,000 | Lawrence |
| Artifact Cider Project | Equipment Loan | \$276,000 | Everett |
| Down the Road Brewery Inc. | Equipment Loan | \$130,000 | Everett |
| Fleet Machine Co., LLC | Equipment Loan | \$225,000 | Gloucester |
| Founders Science Group LLC | Equipment Loan | \$250,000 | Taunton |
| Greater Good Imperial Brewing Co., Inc. | Equipment Loan | \$800,000 | Worcester |
| Mighty Squirrel Brewing | Equipment Loan | \$900,000 | Waltham |
| Naukabout Beer Company | Equipment Loan | \$350,000 | Mashpee |

| | | | |
|--|-------------------------------|-------------|------------------|
| Riverwalk Brewing Co. | Equipment Loan | \$40,000 | Newburyport |
| Canal District Partners, LLC | Housing Loan | \$1,800,000 | Worcester |
| 138 Cross Street LLC | Housing Loan | \$895,000 | Lowell |
| North Village Lofts, LLC | Housing Loan | \$1,390,855 | Worcester |
| YWCA of Central Massachusetts | Predevelopment loan | \$100,000 | Worcester |
| AACO Realty | Real estate loan | \$650,000 | Holyoke |
| C & M O'Malley LLC | Real estate loan | \$183,000 | Brockton |
| CT EQUITIES 100 LLC | Real estate loan | \$385,000 | Pittsfield |
| Duncan Block Realty Trust | Real estate loan | \$429,199 | North Brookfield |
| Greylock Works LLC | Real estate loan | \$1,100,000 | North Adams |
| Lexvest Chapel, LLC | Real estate loan | \$1,450,000 | Pepperell |
| Little Leaf Farms, LLC | Real estate loan | \$5,000,000 | Devens |
| Springfield Redevelopment Authority | Real estate loan | \$2,700,000 | Springfield |
| Worcester Center For Performing Arts | Real estate loan | \$1,000,000 | Worcester |
| Whitin Memorial Community Association (George Marston) | TechDollars | \$100,000 | Northbridge |
| Outer Cape Health Services Inc | Charitable Trust HCHT | \$500,000 | Harwich |
| Christa McAuliffe Charter School Foundation, Inc. | Charter School Loan Guarantee | \$2,160,000 | Framingham |
| The Benjamin Franklin Educational Foundation Inc. | Charter School Loan Guarantee | \$5,000,000 | Franklin |
| MedMinder Systems, Inc. | Emerging Technology Fund | \$1,500,000 | Needham |

| | | | |
|---|-----------------------------|-------------|------------------|
| Vyasa Analytics, LLC | Emerging Technology Fund | \$1,800,000 | Newburyport |
| 3Dekor, LLC | Export Loan Guarantee - 70% | \$448,000 | Lawrence |
| Artifact Cider Project | Export Loan Guarantee - 70% | \$193,200 | Everett |
| D.W. Clark, Inc. | Export Loan Guarantee - 70% | \$111,000 | East Bridgewater |
| Down the Road Brewery Inc. | Export Loan Guarantee - 70% | \$91,000 | Everett |
| Fleet Machine Co., LLC | Export Loan Guarantee - 70% | \$157,500 | Gloucester |
| Founders Science Group LLC | Export Loan Guarantee - 70% | \$175,000 | Taunton |
| Greater Good Imperial Brewing Co., Inc. | Export Loan Guarantee - 70% | \$560,000 | Worcester |
| Mighty Squirrel Brewing | Export Loan Guarantee - 70% | \$630,000 | Waltham |
| Notch Tap Room LLC | Export Loan Guarantee - 70% | \$59,500 | Salem |
| Plenus Group Inc. and 5 GEN 30, LLC | Export Loan Guarantee - 70% | \$1,000,000 | Lowell |
| Riverwalk Brewing Co. | Export Loan Guarantee - 70% | \$28,000 | Newburyport |
| Weissman Real Estate LLC | Export Loan Guarantee - 70% | \$500,000 | Fitchburg |
| Abercrombie Greenfield LLC | Mortgage Insurance | \$343,500 | Greenfield |
| Behavioral Health Network, Inc. | Mortgage Insurance | \$1,760,000 | Springfield |
| Brian P. Kelly and Frank Norton, as Trustees of Pipefitters Local Union No. 537 Education Trust | Mortgage Insurance | \$1,470,000 | Boston |
| Canal District Partners, LLC | Mortgage Insurance | \$1,600,000 | Worcester |
| Naukabout Beer Company | Mortgage Insurance | \$245,000 | Mashpee |
| NB Hotel, LLC | Mortgage Insurance | \$1,000,000 | New Bedford |

| | | | |
|-------------------------------------|----------------------|-------------|-------------|
| North Village Lofts, LLC | Mortgage Insurance | \$208,628 | Worcester |
| Outer Cape Health Services Inc | Mortgage Insurance | \$788,000 | Harwich |
| Plenus Group Inc. and 5 GEN 30, LLC | Mortgage Insurance | \$600,000 | Lowell |
| ServiceNet, Inc. | Mortgage Insurance | \$450,000 | Northampton |
| The Livestock Institute | Mortgage Insurance | \$1,190,000 | Westport |
| The Trades Mill LLC | Mortgage Insurance | \$170,000 | Amesbury |
| Aegis Energy Services, Inc. | Other loan guarantee | \$250,000 | Holyoke |
| F&M Tool & Plastics, Inc. | Other loan guarantee | \$750,000 | Leominster |
| New England Natural Bakers, Inc. | Other loan guarantee | \$250,000 | Greenfield |
| New England Natural Bakers, Inc. | Other loan guarantee | \$350,000 | Greenfield |

OTHER FINANCIAL ASSISTANCE PROVIDED

Overview

| Name of Recipient | Description | Amount | Municipality of Recipient |
|--|-----------------------------------|--------------|---------------------------|
| AFH Epicenter, Inc. | New Markets Tax Credit Allocation | \$10,900,000 | Boston |
| Athol Memorial Hospital NMTC Holdings, Inc. | New Markets Tax Credit Allocation | \$17,000,000 | Athol |
| Lynn Y Support Inc. | New Markets Tax Credit Allocation | \$10,000,000 | Lynn |

PATENTS & PRODUCTS RESULTING FROM AGENCY-FUNDED ACTIVITIES

Name of Recipient

N/A



OFFICE OF PERFORMANCE MANAGEMENT AND OVERSIGHT
POINT OF CONTACTS

Point of Contact for Head of Agency

Name

Lauren Liss

Title

President & CEO

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617-330-2000

Point of Contact for Performance Reporting Matters

Name

RJ McGrail

Title

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617-330-2000

**Massachusetts Development
Finance Agency**
(A Component Unit of the Commonwealth of
Massachusetts)

**Financial Statements issued in accordance
with Government Auditing Standards**

Year Ended June 30, 2018

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Index
Year Ended June 30, 2018

| | Page(s) |
|--|----------------|
| Independent Auditors Report | 1-2 |
| Management’s Discussion and Analysis (unaudited) | 3-14 |
| Financial Statements | |
| Statement of Net Position..... | 15 |
| Statement of Revenues, Expenses and Changes in Net Position..... | 16 |
| Statement of Cash Flows..... | 17-18 |
| Notes to the Financial Statements..... | 19-55 |
| Supplementary Information (unaudited) | |
| Statement of Departmental Net Position and Statement of Departmental Revenues, Expenses and Changes in Net Position as of June 30, 2018 | 56 |



Independent Auditor's Report

RSM US LLP

Board of Directors
Massachusetts Development Finance Agency

Report on the Financial Statements

We have audited the accompanying financial statements of the business-type activities of the Massachusetts Development Finance Agency (the "Agency"), a component unit of the Commonwealth of Massachusetts, as of and for the year ended June 30, 2018, and the related notes to the financial statements, which collectively comprise the Agency'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 audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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 Agency'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 business-type activities of the Agency as of June 30, 2018, and the changes in the financial position, its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 21 to the financial statements, the Agency's net position at June 30, 2017 has been restated to correct a misstatement of prior period results. 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 on pages 3-14 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 audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Agency's basic financial statements. The Statements of Departmental Net Position and Statements of Departmental Revenues, Expenses and Charges in Net Position are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The Statements of Departmental Net Position and Statements of Departmental Revenues, Expenses and Charges in Net Position are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 12, 2018 on our consideration of the Agency's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Agency's internal control over financial reporting and compliance.

RSM US LLP

Boston, Massachusetts
November 27, 2018

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Management's Discussion and Analysis
June 30, 2018
(unaudited)

As management of the Massachusetts Development Finance Agency (the "Agency"), we offer the readers of the Agency's financial statements this narrative overview and analysis of the financial activities of the Agency for the fiscal years ended June 30, 2018 and 2017. This discussion and analysis should be read in conjunction with the accompanying financial statements. Unless otherwise indicated, years in this discussion refer to the fiscal year ended June 30.

The Agency was created on September 30, 1998 pursuant to Chapter 23G of Massachusetts General Laws (Chapter 289 of the Acts of 1998). The Agency is a body corporate and politic and a public instrumentality and was created from the statutory merger of, and is the legal successor in all respects to, two previous existing instrumentalities, the Massachusetts Government Land Bank (created in 1975 under Chapter 212 of the Acts of 1975) and the Massachusetts Industrial Finance Agency (created in 1978 pursuant to Chapter 23A of the Massachusetts General Laws) and is the legal successor to the Massachusetts Health and Educational Facilities Authority (created pursuant to Chapter 614 of the Acts of 1968). Other powers of the Agency are also set forth in Massachusetts General Laws Chapter 40D (with respect to the issuance of tax-exempt bonds) and Chapter 498 of the Acts of 1993, as amended (with respect to the redevelopment of the former Fort Devens, a former federal military base).

The purpose of the Agency is to stimulate economic growth, increase employment, eradicate blight, promote prosperity and help build communities throughout the Commonwealth of Massachusetts (the "Commonwealth"). It does this through its powers to:

- Issue tax-exempt bonds for the benefit of certain industrial and commercial entities, educational, health care and housing facilities and public bodies;
- Make loans and provide credit to eligible borrowers in accordance with its public purpose;
- Aid public and private enterprises in the redevelopment of surplus federal and state property and other blighted, open, underdeveloped property, and;
- Administer specific statutory programs directed at certain economic development needs in the Commonwealth, such as, the Emerging Technology Program, the Cultural Facilities Program, the Mortgage Insurance Program, the Advanced Manufacturing Futures Program, Military Bond Bill Capital Projects Program, Site Readiness Program, redevelopment of the Belchertown State School, Transformative Development Initiative Program, the Brownfield Redevelopment Program and the Massachusetts Export Finance Program.

The Agency is governed by an eleven member Board of Directors, nine of whom are appointed directly by the Governor and two of whom are public officials, or their designees, serving ex-officio. The Agency is considered a component unit of the Commonwealth for general-purpose financial statement reporting purposes.

Using the Financial Statements

The Agency's annual report includes three basic financial statements: the statements of net position, the statements of revenues, expenses and changes in net position and the statements of cash flows. The basic financial statements are prepared on an accrual basis in accordance with accounting principles generally accepted in the United States of America ("GAAP") as promulgated by the Governmental Accounting Standards Board ("GASB"). The Agency's financial statements are reported as a special purpose business type entity.

The statements of net position reports assets plus deferred outflows of resources, liabilities plus deferred inflows of resources and the difference between them as net position. Net position represents the residual interest in the Agency's assets, plus deferred outflows of resources after liabilities, less deferred inflows of resources and consists of three sections: net investment in capital assets; restricted and unrestricted. The net investment in capital assets component of net position consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction or improvement of those assets. Deferred outflows of resources and deferred inflows of resources that are attributable to the acquisition, construction, or improvement of those assets or related debt are included in this component of net position. Net position is reported as restricted when constraints are imposed by third parties or enabling legislation. The Agency's restricted net position is expendable. All other net position is unrestricted.

Revenues and expenses are categorized as either operating or non-operating based upon management's definition of the Agency's principal ongoing operations.

The Agency restated its fiscal year 2017 beginning net position by an increase of \$528,000. This restatement is the result of implementing the provisions of the GASB No. 53, *Accounting and Financial Reporting for Derivative Instruments* ("GASB 53"), in relation to certain loan agreements which include warrants that qualify as reportable derivative instruments, the fair market value of the warrant investments was retroactively included in noncurrent investments and investment income.

Financial Highlights

Statements of Net Position

| | June 30, 2018 | June 30, 2017 (As restated) |
|---|-----------------------|--------------------------------|
| Assets | | |
| Current assets | \$ 221,528,480 | \$ 197,986,790 |
| Noncurrent assets | 167,453,164 | 171,432,140 |
| Assets held for sale | 10,462,872 | 8,017,114 |
| Capital assets (net of accumulated depreciation) | 163,658,055 | 158,851,304 |
| Total assets | <u>563,102,571</u> | <u>536,287,348</u> |
| Deferred Outflows of Resources | | |
| Total assets and deferred outflows of resources | <u>\$ 563,102,571</u> | <u>\$ 536,302,277</u> |
| Liabilities | | |
| Current liabilities | \$ 43,542,242 | \$ 18,319,822 |
| Noncurrent liabilities | 23,312,021 | 40,598,873 |
| Total liabilities | <u>66,854,263</u> | <u>58,918,695</u> |
| Deferred Inflows of Resources | | |
| Total liabilities and deferred inflows of resources | <u>712,835</u> | <u>-</u> |
| Net Position | | |
| Net investment in capital assets | 152,325,255 | 123,111,548 |
| Restricted | 168,894,792 | 181,440,474 |
| Unrestricted | 174,315,426 | 172,831,560 |
| Total net position | <u>495,535,473</u> | <u>477,383,582</u> |
| Total liabilities, deferred inflows of resources and net position | <u>\$ 563,102,571</u> | <u>\$ 536,302,277</u> |

Assets

The Agency's current assets mainly consist of cash and cash equivalents, short-term investments, current portion of loans receivable, interest receivable and accounts receivable and other assets. The Agency's noncurrent assets mainly consist of long-term cash and cash equivalents and investments, investment in joint ventures, and net loans receivable.

Current assets increased \$23.5 million from 2017 to 2018 mainly due to the combination of \$22.4 million increase in short-term investments, \$6.8 million increase in cash and cash equivalents-restricted for use and \$4.5 million increase in current loans receivable, net. The shift to increased short-term investments is due to timing of investment activity at year end. These increases are offset by a decrease of \$11.2 million in due from the Commonwealth related to increased reimbursements for grant awards and capital activity before year end.

Noncurrent assets decreased \$4.0 million from 2017 to 2018 mainly due to a shift from long-term investments to short-term investments due to timing of investment activity as noted above.

The Agency's operating cash accounts are held with TD Bank, N.A. The majority of the Devens Electric System Utility bond proceeds are held with the trustee at U.S. Bank. The Agency's investments are held with PFM Asset Management ("PFM") as the Agency's investment advisor. The Agency's cash, cash equivalents and investments are recorded at fair value and consist of guaranteed investment contracts, certificates of deposit, demand deposits, money market mutual funds, Short-Term Asset Reserve Fund ("STAR Fund"), and corporate and government obligations.

The Agency is the administrator of the Short Term Asset Reserve ("STAR") Fund. The STAR Fund is a fiduciary investment fund that is managed like a money market fund, invests in short-term, high-quality securities and is available for the investment of bond proceeds of the Agency's client institutions. PFM is the STAR Fund's investment advisor. The STAR Fund is designed to preserve principal, provide daily liquidity, and earn a reasonable rate of return. The Agency's holdings in the STAR Fund on the statements of net position as of June 30, 2018 and 2017, were approximately \$65.4 million and \$75.9 million, respectively. During fiscal year 2017, the Agency moved funds held previously in PFM money market funds into the STAR Fund to earn higher rates of return.

Loans receivable consist of loans issued by the Agency (net of the allowance for loan loss) primarily for the following economic development program types:

- Business loans
- Construction loans
- Permanent real estate loans
- Equipment loans
- Development loans
- Emerging technology loans
- Brownfields redevelopment loans
- Export financing

As of June 30, 2018 and 2017, there were \$93.4 and \$88.1 million, respectively, of net loans receivable.

Net loans receivable increased \$5.3 million from 2017 to 2018. The increase is mainly due to more loan advances as compared to loan repayments during the fiscal year. The total loan advances were approximately \$27.4 million versus loan repayments of approximately \$18.7 million, mainly within the General Operations Program. There was also a \$3.4 million increase in the allowance mainly due to the loan advances during the fiscal year.

Investment in joint ventures includes the Agency's equity investments in Hospital Hill, LLC, the Commonwealth Fund III LLC, and seventeen New Markets Tax Credit ("NMTC") entities as of June 30, 2018. The decrease of approximately \$0.3 from 2017 to 2018 is mainly related to net activity for the investments in the Commonwealth Fund III LLC and Hospital Hill LLC. The Agency invested \$0.2 million in the Commonwealth Fund III LLC and had a share of operating income of \$0.4 million. The Agency invested \$0.1 million in Hospital Hill, LLC, received distributions of \$0.9 million and had a share of operating loss of \$0.2 million.

Accounts receivable and other assets include outstanding amounts at year end related to utility usage at Devens, grants, NMTC management fees and reimbursement of expenses, Devens operating fees, real estate consulting services, lease receivables, prepaid insurance and other miscellaneous receivables. The change from 2017 to 2018 was insignificant.

Due from the Commonwealth represents amounts owed for grant reimbursements or capital activity. The decrease of \$11.2 million from 2017 to 2018 is mainly due to increased reimbursements for the Cultural Facilities Program, Transformative Development Initiative Program and project expenses for the Belchertown redevelopment before the end of fiscal year 2018.

Interest rate swap in the amount of \$0.7 million as of June 30, 2018 represents the possible future receipts related to the unrealized positive market value of a swap agreement with Citizens Bank, N.A. (“Citizens”) in connection with a Credit Agreement related to a construction mortgage also with Citizens. The intention of the swap agreement is to effectively fix the Agency’s variable interest rate on the loan.

Current assets held for sale of \$1.8 million relate to property that is actively being marketed for sale by the Agency. This includes property in Worcester, MA, Holyoke, MA and New Bedford, MA.

Noncurrent assets held for sale of \$8.6 million relate to the Taunton Corp. capital assets. In January 2012, the Agency, in partnership with Taunton Development Corporation, purchased from the Commonwealth the former Dever State School core campus in Taunton, MA. The property consisted of approximately 220 acres with approximately 40 dilapidated buildings and underground tunnels. A new non-profit corporation was formed to take title and redevelop the property. Redevelopment of the property includes expansion of the existing 150 acres of the Myles Standish Industrial Park and development of a life science park including a training/education center. The increase of \$0.6 million from 2017 to 2018 is due to the combination of \$1.2 million in additional infrastructure improvements at the property, offset by a \$0.6 million decrease due to a lot sale during the fiscal year.

Capital assets mainly relate to land, infrastructure and improvements and equipment assets for Agency operations in Devens, Boston and Springfield. The increase of \$4.8 million from 2017 to 2018 is mainly due to infrastructure improvements in Springfield and infrastructure and equipment improvements in Devens.

Liabilities

The Agency’s current liabilities consist of accounts payable and accrued expenses, current portion of bonds payable and loans payable, current advances from the Commonwealth, accrued interest payable, project escrow payables and other current liabilities. Noncurrent liabilities consist of bonds payable, loans payable, advances from the Commonwealth and other noncurrent liabilities.

Current liabilities increased \$25.2 million from 2017 to 2018 mainly due to \$17.8 million in deferred funding received from the Commonwealth for future grant awards, capital projects or project expenses and an increase in accounts payable and accrued expenses mainly due to increased accruals for capital infrastructure improvements at year end.

Noncurrent liabilities decreased \$17.3 million from 2017 to 2018 mainly due to a large principal payment on loans payable at the end of the fiscal year.

Bonds Payable

Bonds payable consist of the following at the end of June 30:

| | 2018 | 2017 |
|--------------------------------------|---------------------|---------------------|
| Devens Electric System Utility bonds | \$ 6,025,000 | \$ 6,395,000 |
| Net premium | 7,335 | 8,525 |
| Net discount | (7,853) | (9,234) |
| | <u>\$ 6,024,482</u> | <u>\$ 6,394,291</u> |

Bonds payable decreased \$0.4 million 2017 to 2018, respectively, due to principal payments on the Devens Electric System Utility bonds during the fiscal year.

Devens Electric System Utility Bond

During fiscal year 2001, the Agency issued Series 2001 Bonds for the Devens project which totaled \$10.6 Million. The Agency acquired the electric transmission and distribution facilities (the “Electric System”) serving Devens from the Army in 1996. The Electric System includes four transmission substations that interconnect Devens with the regional transmission system serving New England, as well as electric distribution facilities serving the area within Devens. The Series 2001 Bonds were used to finance the design, construction, installation and associated costs of certain capital improvements to the Electric System at Devens.

In an effort to lower the weighted average interest rate on the bonds, the Agency refunded the Devens Electric System Revenue Bonds, Series 2001 (“Series 2001 Bonds”) in December 2011 and issued the Devens Electric System Refunding Revenue Bonds, Series 2011 (“Series 2011 Bonds”). Principal of \$8,775,000 was repaid in relation to the Series 2001 Bonds and new principal of \$8,145,000 was issued. The Agency did not issue any new bond debt in fiscal years 2018 or 2017.

The Devens Electric System Utility Bond agreement requires the maintenance of a minimum debt service coverage ratio. Failure to comply with the minimum debt service covenant does not constitute a default as long as the Agency complies with specific requirements included in the agreement. As of June 30, 2018 and 2017 the necessary debt service coverage was met.

See Note 11 to the financial statements for more information on bonds payable.

Loans Payable

Loans payable consist of the following at the end of June 30:

| | 2018 | 2017 |
|---|---------------------|----------------------|
| Buildings acquisition and construction loan | \$ 7,057,827 | \$ 28,066,201 |
| Taunton Development Corporation | 25,000 | 25,000 |
| | <u>\$ 7,082,827</u> | <u>\$ 28,091,201</u> |

Loans payable decreased \$21.0 million from 2017 to 2018 due to principal payments on the building acquisition and construction loan during the fiscal year.

On December 14, 2016, Citizens Bank, N.A. (“Citizens”) issued a \$90.0 million construction mortgage to the Agency for the acquisition and redevelopment of two buildings in Boston, MA in which General Electric (“GE”) will relocate its headquarters and lease the buildings under a twenty year lease. The Agency also received \$125.0 million of Massworks grant commitments from the Commonwealth in support of the acquisition and redevelopment of the buildings.

The Citizens construction mortgage requires the maintenance of a minimum cash liquidity balance as of June 30 and December 31 through June 30, 2020. At June 30, 2018 and 2017, the necessary minimum cash liquidity was met.

See Note 12 to the financial statements for more information on loans payable.

Advances from the Commonwealth

Advances from the Commonwealth consist of the following at the end of June 30:

| | 2018 | 2017 |
|--|---------------------|---------------------|
| Massachusetts Water Abatement Trust Loan | <u>\$ 8,477,352</u> | <u>\$ 9,003,602</u> |

Massachusetts Water Abatement Trust Loan

The Massachusetts Water Abatement Trust issued a loan to the Agency to construct a wastewater treatment facility at Devens. This loan will be paid back to the trust through revenues generated from wastewater processing from Devens and surrounding communities. The Agency and the Commonwealth have entered into a contract providing that the Commonwealth shall pay contract assistance on behalf of the Agency with respect to partial debt service on this loan.

The Massachusetts Water Abatement Trust Loan agreement requires the maintenance of an adequate annual debt service coverage ratio. As of June 30, 2018 and 2017, the necessary debt service coverage was met.

Deferred Inflows of Resources

In accordance with GASB 53 and GASB 65, *Items Previously Reported as Assets and Liabilities* (“GASB 65”), the Agency reported \$0.7 million deferred inflows of resources as of June 30, 2018 which represents the deferral of possible future receipts related to the unrealized positive market value of a swap agreement with Citizens in connection with a Credit Agreement related to a construction mortgage also with Citizens. The intention of the swap agreement is to effectively fix the Agency’s variable interest rate on the loan.

Net Position

Net position represents the residual interest in the Agency’s assets plus deferred outflows of resources after all liabilities plus deferred inflows of resources are deducted. The Agency’s net position was as follows at June 30:

| | 2018 | 2017 (As restated) |
|----------------------------------|-----------------------|-------------------------------------|
| Net investment in capital assets | \$ 152,325,255 | \$ 123,111,548 |
| Restricted net assets | 168,894,792 | 181,440,474 |
| Unrestricted net assets | <u>174,315,426</u> | <u>172,831,560</u> |
| | <u>\$ 495,535,473</u> | <u>\$ 477,383,582</u> |

Net position increased \$18.2 million from 2017 to 2018 mainly due to a combination of an \$18.9 million operating loss and \$18.3 million of grant award disbursements, offset by a \$21.0 million contribution from the Commonwealth and \$32.6 million in capital grant revenue.

Revenues and Expenses

| | 2018 | 2017 (As restated) |
|----------------------------|----------------------|-----------------------|
| Operating revenues | \$ 60,026,400 | \$ 60,790,998 |
| Operating expenses | (78,970,926) | (74,954,107) |
| Operating loss | <u>(18,944,526)</u> | <u>(14,163,109)</u> |
| Nonoperating revenues, net | 1,822,697 | 5,211,225 |
| Capital contributions, net | 35,273,720 | 21,213,751 |
| Increase in net position | <u>\$ 18,151,891</u> | <u>\$ 12,261,867</u> |

Operating Revenues

| | 2018 | 2017 |
|---|----------------------|----------------------|
| Devens operating revenue | \$ 39,180,807 | \$ 36,587,954 |
| Interest and other loan income | 5,720,039 | 6,817,353 |
| Bond issuance and New Markets Tax Credit fees | 11,486,378 | 12,863,439 |
| Other | 3,424,487 | 3,360,258 |
| Gain on share of joint ventures | 214,689 | - |
| Gain on sale of real estate, net | - | 1,136,609 |
| M/SBRC rent and other revenues | - | 25,385 |
| | <u>\$ 60,026,400</u> | <u>\$ 60,790,998</u> |

Operating revenues decreased \$0.8 million from 2017 to 2018 mainly due to losses on sale of real estate, net, decreased New Markets Tax Credits fees and decreased loan interest income, offset by increased Devens operating revenue.

Devens operating revenue, which include utility income and real estate taxes, are an important component of the Agency's operating revenue. The Agency owns the utility systems at Devens and provides electricity, natural gas, water and sewer services to the Devens community. The utility staff works in conjunction with operations and maintenance contractors to maintain, upgrade and expand the utility systems. The current systems consist of five electrical substations, approximately 73 miles of distribution power lines, three miles of transmission power lines, four wells and pumping stations, approximately 50 miles of water line, 32 miles of natural gas pipeline, a wastewater treatment facility, six sewer lift stations and 50 miles of sewer. Devens operating revenue increased \$2.6 million from 2017 to 2018 mainly due to increased commercial real estate tax income as a result of higher assessed property values and increased electric income due to increased usage by a large commercial customer.

Interest and other loan income represents income related to outstanding loans issued by the Agency. The decrease of \$1.1 million from 2017 to 2018 is mainly due to decreased interest income collections in the Emerging Technology Program due to loan repayments within that loan portfolio during the fiscal year.

Bond issuance fees and NMTC fees represent revenue generated by the Agency as a conduit issuer of taxable and tax-exempt bonds or fees related to the allocation of federal New Markets Tax Credits. This revenue decreased \$1.4 million from 2017 to 2018 mainly due to decreased NMTC issuance fees earned at entity closings during the fiscal year.

Other operating income mainly consists of real estate advisory service fees and lease income for leased property in Worcester, Springfield and Devens and other miscellaneous operating revenues. This income was consistent from 2017 to 2018.

Gain on share of joint ventures represents the Agency's share of operating gains on the Agency's joint ventures. The gain on share of joint ventures in 2018 is mainly the combination of a \$0.4 million gain related to the Commonwealth Fund III LLC investment, offset by a \$0.2 million loss related to the Hospital Hill LLC investment during the fiscal year.

The gains on sale of real estate, net of \$1.1 million in fiscal year 2017 mainly relate to the recognition of the gains on sale of properties sold in prior fiscal years for which the recognition of the sales had been deferred due to repurchase and future commitment agreements. These sales had gross proceeds of \$1.8 million, offset by \$0.2 million costs of sale, for net gains of \$1.6 million. These gains were offset by a loss on sale related to the sale of approximately 7 acres in Taunton during fiscal year 2017. This sale had gross proceeds of \$0.9 million, offset by \$1.4 million costs of sale, for a net loss of \$0.5 million.

M/SBRC rent and other revenues is comprised of final tenant reimbursement true ups related to common area charges in fiscal year 2017. The sale of the 100 Cambridge Street property was in March 2015.

Operating Expenses

| | 2018 | 2017 |
|---|----------------------|----------------------|
| Salaries and related employee expenses | \$ 19,863,663 | \$ 19,231,693 |
| Property, maintenance and utilities | 30,778,845 | 27,564,957 |
| General and administrative | 4,004,506 | 4,900,918 |
| Professional, legal and project expenses | 9,039,244 | 9,806,524 |
| Provision for loan loss | 3,352,970 | 94,944 |
| Provision for Predevelopment and Brownfield receivables | 1,599,659 | 4,116,214 |
| Depreciation and amortization | 10,043,552 | 8,698,054 |
| Loss on sale of real estate, net | 288,487 | - |
| Loss on share of joint ventures | - | 540,803 |
| | <u>\$ 78,970,926</u> | <u>\$ 74,954,107</u> |

Operating expenses increased \$3.5 million from 2017 to 2018 mainly due to increased property, maintenance and utilities and provision for loan loss, offset by a decrease in provision for Predevelopment and Brownfield receivables.

Salaries and related employee expenses increased \$0.6 million from 2017 to 2018 mainly due to normal salary increases during the fiscal year.

Property, maintenance and utilities expenses increased \$3.2 million from 2017 to 2018 mainly due to increased gas and electric utility purchases. There was increased gas usage due to extremely cold winter months and increased electric usage by a large commercial customer during the fiscal year.

General and administrative expenses decreased \$0.9 million from 2017 to 2018 mainly due to bad debt recoveries in utilities during the fiscal year and a NMTC exit fee paid in 2017.

Professional, legal and project expenses decreased \$0.8 million from 2017 to 2018 mainly due to decreased project expenses during 2018 as compared to 2017.

Provision for loan loss represents the expense necessary to maintain an adequate allowance for loan losses. Provision expense increased \$3.3 million from 2017 to 2018 mainly due to increased provisions in the General Operations Program due to increased loan advances and the Emerging Technology Program due to increased risk ratings during the fiscal year.

Provision for Predevelopment and Brownfield receivables represents the allowance necessary to absorb probable losses of existing awards that are expected to become uncollectible. The provision decreased \$2.5 million from 2017 to 2018 mainly due to higher loan disbursements in fiscal year 2017 versus 2018.

Depreciation and amortization increased \$1.3 million from 2017 to 2018 mainly due to the purchase of two buildings in Boston in December 2016. Fiscal year 2018 had a full year of depreciation related to these buildings versus half a year in 2017.

The loss on sale of real estate, net of \$0.3 million in fiscal year 2018 mainly relate to the sale of approximately 2.3 acres in Taunton during the fiscal year. This sale had gross proceeds of \$0.4 million, offset by \$0.8 million costs of sale, for net loss of \$0.4 million.

Loss on share of joint ventures represents the Agency's share of operating losses on the Agency's joint ventures. The loss on share of joint ventures in 2017 is mainly the combination of a \$0.4 million gain related to the Commonwealth Fund III LLC investment, offset by a \$1.0 million loss related to the Hospital Hill LLC investment during the fiscal year.

Non-operating Revenues (Expenses)

| | 2018 | 2017 (As restated) |
|------------------------------------|---------------------|-------------------------------------|
| Investment income | \$ 2,840,214 | \$ 6,454,539 |
| Contract assistance | 397,049 | 409,023 |
| Interest expense | (1,320,821) | (1,259,267) |
| Amortization of bond discount, net | (1,381) | (1,562) |
| Financing costs | (92,364) | (391,508) |
| | <u>\$ 1,822,697</u> | <u>\$ 5,211,225</u> |

Non-operating revenues (expenses) consists mainly of investment income, contract assistance, interest expense, amortization of bond discount, net, financing costs and other. Non-operating revenues, net decreased \$3.4 million from 2017 to 2018 mainly due to decreased investment income during the fiscal year.

Investment income decreased \$3.6 million from 2017 to 2018 mainly due to the combination of a \$5.3 million stock warrant transaction within the Emerging Technology Program which resulted in additional investment income in fiscal year 2017, offset by a \$1.0 million increase in investment income mainly related to decreased unrealized losses on investments during fiscal year 2018.

Interest expense of \$1.3 million was recognized in 2018 and 2017, respectively. Interest expense includes interest for the 1) Electric System Utility bonds issued for the acquisition of the electric transmission and distribution facility at Devens, 2) the DEP loan for the construction of the wastewater treatment facility at Devens and 3) the buildings acquisition and construction loan.

Amortization of bond discount, net represents the amortization of the discount for the Electric System Utility bonds over the term of the related bonds.

Financing costs represents the costs associated with the loan payable for the building acquisition and construction loan with Citizens.

Capital Contributions (Distributions)

| | 2018 | 2017 |
|---|----------------------|----------------------|
| Contributions from the Commonwealth of Massachusetts | \$ 20,995,177 | \$ 18,922,355 |
| Disbursement to the Commonwealth of Massachusetts | - | (17,500,000) |
| Capital grant revenue | 32,584,235 | 37,140,288 |
| Predevelopment and Brownfield awards | (790,098) | (897,072) |
| Cultural Facilities grant awards | (9,063,403) | (10,011,171) |
| Advanced Manufacturing grant awards | (802,602) | (991,336) |
| Military Bond Bill grant awards | (2,050,257) | (227,863) |
| Massachusetts Manufacturing Extension Partnership, Inc. grant award | (2,000,000) | (2,000,000) |
| Transformative Development Initiative grant awards | (718,008) | (1,416,551) |
| Other grant awards | (2,881,324) | (1,804,899) |
| | <u>\$ 35,273,720</u> | <u>\$ 21,213,751</u> |

Capital contributions (distributions) increased \$14.1 million from 2017 to 2018 mainly due to no disbursement to the Commonwealth of Massachusetts by the Agency during fiscal year 2018.

Contributions from the Commonwealth of \$21.0 million and \$18.9 million, were recognized in fiscal years 2018 and 2017, respectively. The fiscal year 2018 amounts mainly include \$9.7 million for the Cultural Facilities Program, \$2.1 million for Military Bond Bill Capital Projects Program, \$1.5 million for the Transformative Development Initiative Program, \$1.4 million for the Site Readiness Program and \$1.4 million for the redevelopment of the Belchertown State School. The fiscal year 2017 amounts mainly include \$10.9 million for the Cultural Facilities Program, \$3.4 million for the Transformative Development Initiative Program and \$1.9 million for the redevelopment of the Belchertown State School.

Disbursement to the Commonwealth of \$17.5 million was made to assist in closing a budget shortfall for the Commonwealth of Massachusetts in fiscal year 2017.

Capital grant revenue of approximately \$32.6 million and \$37.1 million was recognized in fiscal years 2018 and 2017. The fiscal year 2018 amount is mainly related to Massworks funding received for the redevelopment of two buildings in Boston, MA. The fiscal year 2017 amounts are mainly comprised of \$31.4 million Massworks funding for the acquisition and redevelopment of two buildings in Boston, MA, \$2.6 million for the Credit Enhancement of Charter School Facilities guarantee program and \$1.8 million for an Office of Economic Adjustment defense sector grant in support of defense sector manufacturers across Massachusetts.

The Agency disbursed \$9.1 million and \$10.0 million in fiscal years 2018 and 2017 to various recipients in support of acquisition, design construction, repair, renovation, rehabilitation or capital improvements or deferred maintenance of a cultural facility.

The Agency disbursed \$0.8 million and \$1.0 million in fiscal years 2018 and 2017 for the purpose of facilitating growth and competitiveness in the field of manufacturing.

The Agency disbursed \$2.1 million and \$0.2 million in fiscal years 2018 and 2017, respectively, to various recipients in support of military installation development projects across Massachusetts.

The Agency disbursed \$2.0 million to the Massachusetts Manufacturing Extension Partnership, Inc. in fiscal years 2018 and 2017, respectively, in support of its mission to invest in the Massachusetts manufacturing economy.

The Agency disbursed \$0.7 million and \$1.4 million in fiscal years 2018 and 2017, respectively, to various recipients in support of the redevelopment of Gateway cities in Massachusetts.

Requests for Information

This financial report is designed to provide a general overview of the Agency's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Office of the Chief Financial Officer, Massachusetts Development Finance Agency, 99 High Street, 11th Floor, Boston, MA, 02110.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Statement of Net Position
June 30, 2018

Assets

Current assets

| | |
|---|---------------|
| Cash and cash equivalents | \$ 20,536,198 |
| Cash and cash equivalents-restricted for use | 97,559,749 |
| Investments | 71,089,749 |
| Loans receivable, net | 16,440,180 |
| Interest receivable | 642,307 |
| Accounts receivable and other assets (net of allowance of \$218,093 at June 30, 2018) | 8,531,298 |
| Due from the Commonwealth of Massachusetts | 5,319,205 |
| Project escrow deposits | 1,409,794 |
| Assets held for sale | 1,837,821 |
| Total current assets | 223,366,301 |

Noncurrent assets

| | |
|---|----------------|
| Cash and cash equivalents restricted for capital use | 11,596,400 |
| Cash and cash equivalents-restricted for use | 4,438,619 |
| Investments | 66,046,093 |
| Investment in joint ventures | 6,814,798 |
| Loans receivable (net of allowance of \$11,481,576 at June 30, 2018) | 76,987,563 |
| Predevelopment and Brownfield receivables (net of allowance of \$12,190,060 at June 30, 2018) | 856,856 |
| Interest rate swap | 712,835 |
| Assets held for sale | 8,625,051 |
| Capital assets, net | 163,658,055 |
| Total noncurrent assets | 339,736,270 |
| Total assets | \$ 563,102,571 |

Liabilities, Deferred Inflows of Resources and Net Position

Current liabilities

| | |
|---|---------------|
| Accounts payable and accrued expenses | \$ 18,094,345 |
| Current portion of bonds payable | 380,000 |
| Current portion of loans payable | 5,000,000 |
| Advances from the Commonwealth of Massachusetts | 542,849 |
| Accrued interest payable | 228,851 |
| Project escrow payable | 1,528,074 |
| Other liabilities | 17,768,123 |
| Total current liabilities | 43,542,242 |

Noncurrent liabilities

| | |
|---|------------|
| Bonds payable | 5,644,482 |
| Loans payable | 2,082,827 |
| Advances from the Commonwealth of Massachusetts | 7,934,503 |
| Other liabilities | 7,650,209 |
| Total noncurrent liabilities | 23,312,021 |
| Total liabilities | 66,854,263 |

Deferred inflows of resources

| | |
|-------------------------------------|---------|
| Interest rate swap | 712,835 |
| Total deferred inflows of resources | 712,835 |

Net position

| | |
|---|----------------|
| Net investment in capital assets | 152,325,255 |
| Restricted | 168,894,792 |
| Unrestricted | 174,315,426 |
| Total net position | 495,535,473 |
| Total liabilities, deferred inflows of resources and net position | \$ 563,102,571 |

The accompanying notes are an integral part of these financial statements.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Statement of Revenues, Expenses and Changes in Net Position
Year Ended June 30, 2018

Revenues

| | |
|---|-------------------|
| Operating revenues | |
| Devens operating revenue | \$ 39,180,807 |
| Interest and other loan income | 5,720,039 |
| Bond issuance and New Markets Tax Credit fees | 11,486,378 |
| Other | 3,424,487 |
| Gain on share of joint ventures | 214,689 |
| Total operating revenues | <u>60,026,400</u> |

Expenses

| | |
|---|-------------------|
| Operating expenses | |
| Salaries and related employee expenses | 19,863,663 |
| Property, maintenance and utilities | 30,778,845 |
| General and administrative | 4,004,506 |
| Professional and legal fees | 9,039,244 |
| Provision for loan loss | 3,352,970 |
| Provision for Predevelopment and Brownfield receivables | 1,599,659 |
| Depreciation and amortization | 10,043,552 |
| Loss on sale of real estate, net | 288,487 |
| Total operating expenses | <u>78,970,926</u> |
| Operating loss | (18,944,526) |

Nonoperating revenues (expenses)

| | |
|---|------------------|
| Investment income | 2,840,214 |
| Contract assistance | 397,049 |
| Interest expense | (1,320,821) |
| Amortization of bond discount, net | (1,381) |
| Financing costs | (92,364) |
| Nonoperating revenues, net | <u>1,822,697</u> |
| Loss before capital contributions (distributions) | (17,121,829) |

Capital contributions (distributions)

| | |
|---|-------------------|
| Contributions from the Commonwealth of Massachusetts | 20,995,177 |
| Capital grant revenue | 32,584,235 |
| Predevelopment and Brownfield grant awards | (790,098) |
| Cultural Facilities grant awards | (9,063,403) |
| Advanced Manufacturing grant awards | (802,602) |
| Military Bond Bill grant awards | (2,050,257) |
| Massachusetts Manufacturing Extension Partnership, Inc. grant award | (2,000,000) |
| Transformative Development Initiative grant awards | (718,008) |
| Other grant awards | (2,881,324) |
| Total capital contributions, net | <u>35,273,720</u> |
| Increase in net position | 18,151,891 |

Net position

| | |
|--|-----------------------|
| Net position - beginning of year (restated, See Note 21) | 477,383,582 |
| Net position - end of year | <u>\$ 495,535,473</u> |

The accompanying notes are an integral part of these financial statements.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Statement of Cash Flows
Year Ended June 30, 2018

| | |
|--|-----------------------|
| Cash flows from operating activities | |
| Receipts from interest on loans | \$ 5,498,014 |
| Receipts from Devens operating income | 38,575,921 |
| Receipts from bond issuance fees | 12,164,108 |
| Receipts from other operating income | 3,743,783 |
| Payment of salaries and related employees expenses | (19,981,029) |
| Payment of rent, maintenance and utilities | (30,491,799) |
| Payment of general and administration expenses | (4,121,877) |
| Payment of professional and legal fees | (7,952,577) |
| Project escrows, draws | (440,926) |
| Project escrows, deposits | 441,206 |
| Net cash used in operating activities | <u>(2,565,176)</u> |
| Cash flows from capital and related financing activities | |
| Acquisition of capital assets | (14,051,898) |
| Principal payments on debt obligations | (30,808,482) |
| Principal advances on debt obligations | 8,991,626 |
| Payment of financing costs | (80,601) |
| Proceeds from sale of capital assets | 257,775 |
| Receipts from capital contributions | 32,353,192 |
| Payment of Predevelopment and Brownfield grant awards | (690,098) |
| Payment of Cultural Facilities grant awards | (9,063,403) |
| Payment of Advanced Manufacturing grant awards | (554,510) |
| Payment of Military Bond Bill grant awards | (1,120,257) |
| Payment of Massachusetts Manufacturing Extension Partnership, Inc. grant award | (2,000,000) |
| Payment of Transformative Development Initiative grant awards | (406,768) |
| Payment of capital grant | (2,661,229) |
| Receipts of contributions from the Commonwealth of Massachusetts | 53,795,527 |
| Payment of interest | (1,060,408) |
| Net cash provided by capital and related financing activities | <u>32,900,466</u> |
| Cash flows from investing activities | |
| Purchases of investments | (99,342,000) |
| Sales of investments | 84,698,060 |
| Investments in joint venture | (345,655) |
| Distributions from joint ventures | 866,131 |
| Disbursements of loans | (27,407,718) |
| Collections and recoveries of loans | 18,711,057 |
| Payment of Predevelopment and Brownfield receivables | 599,945 |
| Advance of Predevelopment and Brownfield receivables | (1,482,017) |
| Receipts of investment income | 3,041,081 |
| Net cash used in investing activities | <u>(20,661,116)</u> |
| Net increase in cash and cash equivalents | 9,674,174 |
| Cash and cash equivalents at beginning of year | 124,456,792 |
| Cash and cash equivalents at end of year | <u>\$ 134,130,966</u> |
| Supplemental disclosure of noncash activity: | |
| Contract assistance | \$ 397,049 |
| Contributions from the Commonwealth | 21,613,123 |
| Capital grant revenue | 655,000 |
| Interest expense | 309,280 |
| Grant awards in accounts payable | (1,809,427) |
| Unrealized loss on investments | (247,204) |
| Capital additions included in accounts payable | 4,041,551 |

(continued)

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Statement of Cash Flows
Year Ended June 30, 2018

Cash flows from operating activities

Operating loss \$ (18,944,526)

Adjustments to reconcile operating loss to net cash used in operating activities:

Bad debt (150,281)

Depreciation and amortization 10,043,552

Losses on sale of real estate, net 288,487

Provision for loan loss and

Predevelopment and Brownfield receivables, net 4,952,629

Gain on share of joint ventures (214,689)

Changes in assets and liabilities:

Project escrows - asset (440,926)

Interest receivable (61,075)

Accounts receivable and other assets 866,217

Accounts payable and accrued expenses 1,108,830

Project escrows - liability 441,206

Other liabilities (454,600)

Total adjustments 16,379,350

Net cash used in operating activities \$ (2,565,176)

(concluded)

The accompanying notes are an integral part of these financial statements.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

1. Authorizing Legislation

Massachusetts Development Finance Agency (the “Agency” or “MDFFA”) was created on September 30, 1998 pursuant to Chapter 23G of Massachusetts General Laws (“MGL”) (Chapter 289 of the Acts of 1998). The Agency is a body corporate and politic instrumentality and was created from the statutory merger of, and is the legal successor in all respects to, two previous existing instrumentalities, the Massachusetts Government Land Bank (“Land Bank”) (created in 1975 under Chapter 212 of the Acts of 1975) and the Massachusetts Industrial Finance Agency (“MIFA”) (created 1978 pursuant to chapter 23A of the Massachusetts General Laws). Other powers of the Agency are also set forth in Massachusetts General Law’s Chapter 40D (with respect to the issuance of taxable and tax-exempt bonds) and chapter 498 of the Acts of 1993, as amended (with respect to the redevelopment of the former Fort Devens (“Devens”), a closed federal military base). The purpose of the Agency is to stimulate economic growth, increase employment, eradicate blight, promote prosperity and help build communities throughout the Commonwealth (the “Commonwealth”). It does this through its powers to issue taxable and tax-exempt bonds for the benefit of industrial and commercial entities, institutions, health care and housing facilities, public bodies and other non-profit organizations; making loans and providing credit to eligible borrowers in accordance with its public purposes; and aiding public and private enterprises in the redevelopment of surplus federal and state property and other blighted, open, underdeveloped property. It also administers specific statutory funds directed at certain economic development needs in the Commonwealth, such as, the Emerging Technology Fund, the Cultural Facilities Fund, the Credit Enhancement of Charter School Facilities Program, the Brownfields Redevelopment Fund, the Massachusetts Export Finance Fund the Military Bond Bill Capital Projects Fund and the Transformative Development Initiative Fund. The Agency also has the power to issue debt for the redevelopment of Devens.

The Agency is governed by an eleven member Board of Directors (the “Board”), nine of whom are appointed directly by the governor and two of whom are public officials, or their designees, serving ex-officio.

In accordance with the requirements of Governmental Accounting Standards Board (“GASB”) Statement No. 14, *The Financial Reporting Entity*, GASB Statement No. 39, *Determining Whether Certain Organizations Are Component Units - an Amendment of GASB Statement 14*, and GASB Statement No. 61, *the Financial Reporting Entity: Omnibus - an amendment of GASB Statements No. 14 and No. 34*, the financial statements must present the Agency and its component units. The Agency, itself, is considered a component unit of the Commonwealth and, accordingly, its financial statements are incorporated into the financial statements of the Commonwealth. The Agency has the following blended component units:

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Taunton Development MassDevelopment Corporation

In January 2012, the Agency, in partnership with Taunton Development Corporation (“TDC”), purchased from the Commonwealth the former Dever State School core campus in Taunton, MA. The property consists of approximately 220 acres with approximately 40 dilapidated buildings and underground tunnels. A new non-profit corporation called Taunton Development MassDevelopment Corporation (“TDMDC”) was formed to own and redevelop the property. Redevelopment of the property includes expansion of the existing 150 acres of the Myles Standish Industrial Park and development of a life science park including a training/education center. Grants have been provided by the Commonwealth through MassWorks and by the United States Department of Commercial Economic Development Administration. TDMDC is included in the financial statements of the Agency as the majority of the TDMDC board members are executives of the Agency. The Agency also provides consultant services related to the redevelopment of the property and financial services for TDMDC. The net position of TDMDC was approximately \$11.8 million as of June 30, 2018.

2. Significant Accounting Policies

Accounting and Reporting Standards

These financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”), as prescribed by the GASB, which establishes standards for defining and reporting on the financial reporting entity.

The GASB defines the basic financial statements of a business type activity as the statement of net position, the statement of revenues, expenses and changes in net position, the statement of cash flows, and management’s discussion and analysis as required supplementary information. The statement of net position is presented to illustrate both the current and noncurrent balances of each asset, deferred outflow, liability and deferred inflow. All revenues and expenses are classified as either operating or nonoperating activities in the statement of revenues, expenses and changes in net position.

Operating activities are those that support the mission and purpose of the Agency. Nonoperating activities represent transactions that are capital, investing, legislative or regulated in nature.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Net position represents the residual interest in the Agency's assets plus deferred outflows of resources after liabilities plus deferred inflows of resources are deducted and consist of: net investment in capital assets, restricted, and unrestricted, as follows:

- **Net Investment in Capital Assets**
The net investment in capital assets component of net position consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction or improvement of those assets plus unspent bond proceeds. Deferred outflows of resources and deferred inflows of resources that are attributable to the acquisition, construction, or improvement of those assets or related debt are included in this component of net position.
- **Restricted**
Net position is reported as restricted when there are third party limitations (statutory, contractual or bond covenant) on its use.

Nonexpendable – Net position subject to externally imposed stipulations such that the Agency maintains them permanently. For the year ended June 30, 2018, the Agency did not have any nonexpendable restricted net position.

Expendable – Net position whose use by the Agency is subject to externally imposed stipulations that can be fulfilled by actions of the Agency pursuant to those stipulations or that expire by the passage of time. Such assets include the Agency's bond construction funds on hand.

- **Unrestricted**
Net position that is not subject to externally imposed stipulations. Unrestricted net position may be designated for specific purposes by action of management or the Board or may otherwise be limited by contractual agreements with outside parties.

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.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Basis of Accounting

The financial statements were prepared using the accrual basis of accounting in conformity with GAAP. Under the accrual basis, revenue is recognized when earned and expenses are recognized when obligations are incurred or when benefits are received.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash on hand and highly liquid investments with maturities of three months or less at acquisition. Current cash and cash equivalents consist of unrestricted funds available for general operating purposes for the General Operations Program and TDMDC. Current cash and cash equivalents-restricted for use consist of available funds for current operations related to the Devens Electric Utility Division and available funds for loan, guarantee, grant or capital activity for restricted programs. Noncurrent cash and cash equivalents restricted for capital use consist of funds available for future capital improvements. Noncurrent cash and cash equivalents-restricted for use consist of funds available for future debt service payments, project reserves and future operations when there are not sufficient funds available from current operations. Cash and cash equivalents includes the Agency's investments in the Short Term Asset Reserve Fund ("STAR Fund"), which is a short-term money market portfolio which seeks to preserve principal and maintain liquidity. Under GASB 79, *Certain External Investment Pools and Pool Participant*, the STAR Fund is a qualifying external investment pool that measures for financial reporting purposes all of its short-term money market portfolio at amortized cost. See Note 4 for more information related to the STAR Fund.

STAR Fund

The Agency is also the administrator of the STAR Fund. The STAR Fund is an investment fund that is managed like a money market fund and invests in short-term, high-quality securities, and is available for the investment of bond proceeds of the Agency's client institutions. The STAR Fund is designed to preserve principal, provide daily liquidity, and earn a reasonable rate of return. The STAR Fund operates on a calendar year-end basis and is audited annually by a third party. Except for the Agency's investments in the STAR Fund, the accounts and investment results of the STAR Fund are not included in the Agency's financial statements.

Investments

The Agency's investments are reported at fair value using quoted market price as defined by GASB Statement No. 72, *Fair Value Measurement and Application*, except for guaranteed investment contracts ("GIC"), which are reported at contract value. Contract value represents contributions made under the contract plus accrued interest. GASB 72 also establishes a hierarchy of inputs to valuation techniques used to measure fair value. The hierarchy has three levels. Level 1 inputs are quoted prices in active markets for identical assets or liabilities. Level 2 inputs are inputs that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs, such as management's assumptions.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The Agency has loan agreements within the Emerging Technology Program (“ETP”), established under Sections 27 and 28 of MGL Chapter 23G. Certain loan agreements include warrants that qualify as reportable derivative instruments under GASB No. 53, *Accounting and Financial Reporting for Derivative Instruments* (“GASB 53”). The value of these loan agreements is ultimately dependent upon the fair value of the companies which have issued the warrants. The ETP is a loan program designed to promote economic development in the emerging technologies sector of the Massachusetts economy. These loans are generally issued to companies that are otherwise unable to obtain market based financing. The majority of these companies are pre-revenue start-up operations which are being incubated through the ETP to promote economic development in the Commonwealth. The Agency has developed a reliable estimate of the fair value of the related warrants using a comparable company analysis and last round of financing approach. See Note 4 for more information related to these derivative instruments.

All investment income, including changes in the fair value of investments, is reported as revenue in the accompanying statements of revenue, expenses and changes in net position.

The primary objectives of the Agency’s investment policy are to ensure preservation of capital, to grow funds available to meet the expanding needs of lending capital in the Commonwealth, to ensure liquidity of investments to meet current and estimated cash flow needs by investing in instruments with structured maturities that are readily marketable and to provide maximum yield while maintaining safety and liquidity. The maturities of investments range from less than one year to greater than five years. Investments may include money market funds with maturities of three months or less. These money market funds are classified as investments since they are held for the primary purpose of meeting some of the Agency’s investment objectives and are due to restrictions placed on the related programs.

Loans Receivable and Predevelopment and Brownfield Receivable, net

Loans receivable consist of loans issued by the Agency for various economic development programs. Predevelopment and brownfield receivable consist of loans issued by the Agency to finance early stage project costs (i.e. architectural and engineering costs) which are necessary to advance a project to the development stage.

These loans receivable are stated at principal amount outstanding, net of a provision for loan loss. Loans are charged against the provision for loan loss when the Agency believes the collectability of the principal is unlikely. The provision for loan loss is an amount that the Agency believes will be adequate to absorb possible loan losses of existing loans that may become uncollectible.

Investment in Joint Ventures

The Agency accounts for its participating interest in its joint ventures using the equity method of accounting. Under the equity method, the investment is carried at cost and adjusted for the Agency’s share of net income or loss, cash contributions or distributions to and from its joint ventures as well as impairment losses on the joint ventures. Any impairment loss represents a write down to carrying value of the investment as projections related to the investment show that it is not probable that the investment balance will be recoverable from distributions generated by future sales.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Impairment Loss on Joint Ventures

Management analyzes its investments in joint ventures to determine whether the amounts are considered to be permanently impaired based upon its best estimates of the cash flows from the investment. If a permanent impairment in carrying value exists, a provision to write down the investment to the estimated cash flows realizable from the investment will be recorded in the Agency's financial statements. There were no impairment losses recognized during fiscal year 2018.

Accounts Receivable and Other Assets

The Agency evaluates the collectability of leases, utility and other accounts receivable after considering payment history. Although collection efforts continue, the Agency charges off any receivable balance that is deemed unlikely to be collected.

Interest Receivable

Interest receivable represents the amount of interest revenue that was earned, but not yet received by the end of the fiscal year in relation to loans receivable and investments.

Interest income on loans is recognized as earned. For loans receivable with interest payments in arrears, the Agency continues to accrue interest until such time as the loan agreement is restructured or the interest receivable is deemed to be uncollectible. When loans are restructured, interest payments in arrears, net of any amounts deemed uncollectible, are typically aggregated with the outstanding principal balance and interest is accrued on the new principal balance.

Project Escrows

The Agency holds funds consisting of cash and investments as collateral for mortgages receivable and as a source of payment for borrowers' obligations including tax and insurance payments. These amounts are recorded at market value and are held in separate bank accounts under the borrowers' tax identification numbers.

Interest Capitalization

The Agency early implemented GASB No. 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*. This standard establishes accounting requirements for interest cost incurred before the end of a construction period. The adoption of this standard did not have a significant impact on the Agency's financial statements.

Due From the Commonwealth

Due from the Commonwealth represents amounts owed from the Commonwealth as of June 30, 2018, totaling \$5,319,205. The balance due from the Commonwealth mainly represents reimbursements due to the Agency for Cultural Facilities grant expenses, Transformative Development Initiative equity investment projects, community innovation grant expenses and military initiative project expenses incurred during the fiscal year.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Interest Rate Swap

Interest rate swap totaling \$712,835 represents the possible future receipts related to the unrealized positive market value of a swap agreement with Citizens Bank, N.A. (“Citizens”) in connection with a Credit Agreement related to a construction mortgage also with Citizens. The intention of the swap agreement is to effectively fix the Agency’s variable interest rate on the loan.

Capital Assets, Net

Capital assets are carried at cost less accumulated depreciation. The Agency’s threshold for classification of a capital asset is \$5,000. Depreciation is recorded for using the straight-line method over the estimated useful life of the asset ranging from 1 to 40 years as noted below:

| | Depreciable Years |
|------------------------------------|----------------------|
| Land | N/A |
| Building | 20-40 |
| Buildings/land/tenant improvements | 1-20 |
| Infrastructure | 5-20 |
| Equipment | 3-10 |
| Office equipment | 3-5 |
| Construction in progress | N/A |
| Assets held for sale | N/A |

Maintenance and repairs are charged to expense when incurred while betterments and additions are capitalized. When assets are sold or retired, their cost and related accumulated depreciation are removed from the Agency’s accounts and any gain or loss is recognized.

Assets Held for Sale

Certain properties are redeveloped with the intent to ultimately sell the asset to a third party. When such assets are substantially complete and ready for sale, the capitalized investment is reclassified to assets held for sale.

The Agency assesses the carrying value of property, whenever events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable in accordance with GAAP. Impairment losses are recorded on real estate assets held for sale when indicators of impairment are present and the future undiscounted cash flows estimated to be generated by those assets are less than the assets’ carrying amount. The Agency recognizes impairment losses to the extent the carrying amount exceeds the fair value of the property. The Agency did not record any impairment charges related to its property as of June 30, 2018.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Accounts Payable and Accrued Expenses

The Agency accrues expenses on a monthly basis based on current contracts and invoices. The Agency accrues amounts for compensated absences as earned up to certain limitations which represent vacation amounts payable to employees upon termination of employment.

Other liabilities

Other liabilities consists of unearned revenues received from the Commonwealth for future grants or project expenses, deferred rent, deferred gains on property sales, unearned insurance premiums and miscellaneous liabilities.

Bonds Payable

Bonds are recorded at date of issuance, net of related premium or discount amounts. Bond premiums and discounts are amortized or accreted, respectively, over the term of the related bond and these amounts are recorded as a component of non-operating expense.

Deferred Inflows of Resources

In accordance with GASB 53 and GASB No. 65, *Items Previously Reported as Assets and Liabilities*, the \$0.7 million deferred inflows of resources as of June 30, 2018 represents the deferral of possible future receipts related to the unrealized positive market value of a swap agreement with Citizens in connection with a Credit Agreement related to a construction mortgage also with Citizens.

Revenue Recognition

Application and processing fees for both tax-exempt and taxable bonds are recorded as bond issuance fee revenue on the date of closing on the bond. Debt servicing fees are recorded as revenue upon receipt. These are fees that are collected for Agency assistance in bond closings.

Organizational fee income for the New Markets Tax Credit (“NMTC”) programs is recognized as NMTC fees on the date of the closing of the related NMTC program. This fee is a one-time cost associated with setting up and organizing the program. Management fee income for the NMTC programs is recorded as services related to managing the operations of the NMTC programs are performed.

Rental income is recognized on a straight-line basis for facility space rentals as it is earned. Advanced receipts of rental income are classified as liabilities until earned. All leases are operating leases. Rental income consists of base rent and reimbursements for certain operating expenses. Rental income is mainly related to properties located in Taunton, Devens, Worcester and Springfield. Rental income is included in the statements of revenues, expenses and changes in net position operating revenues as Devens operating revenue and other line items.

Guarantee fees received for loans guaranteed by the Agency are reported as unearned and recognized ratably over the term of the guarantee agreement.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Capital grant revenue is recognized depending on the terms of the related grant. The Charter School grant revenue is recognized as Charter School loan guarantees are issued. The MassWorks Office of Housing and Economic Development (“MassWorks”) grant for the redevelopment of buildings in Boston is recognized upon receipt of funds. The Belchertown MassWorks grants, Department of Homeland Security grants, Office of Economic Adjustment grants, Environmental Protection Agency grants and Economic Development Administration grants are recognized as funds are disbursed for the related grant project.

Contributions from the Commonwealth are recognized according to the terms of the related agreement. Most are reimbursement type grants and are recognized as qualifying expenses are incurred.

Devens operating revenue consists of fees received for utilities, municipal services and leased space and are recognized as earned.

The Agency accrues monthly principal and interest reimbursements due under its contract with the Commonwealth for debt service payments associated with the Massachusetts Department of Environmental Protection (“DEP”) loan and records these amounts as contract assistance which is included in non-operating revenue.

Generally, gains on sales of real estate are recognized as earned. Certain purchase and sale agreements include a repurchase clause; therefore, these gains on sales are not recognized until the conditions in the repurchase clauses are satisfied.

Provision for Loan Loss (Recovery)

Provision for loan loss (recovery) represents the necessary expense (recovery) to maintain an adequate allowance for estimated loan losses. In determining the provision, the Agency evaluates each loan and considers past performance history, collateral value, financial stability of the borrower and the likelihood for foreclosure and such other factors as deemed necessary. The loan portfolio and the Agency’s loan loss rating system are evaluated annually by management and an independent consulting firm.

Provision for Predevelopment and Brownfield Receivables, net

Provision for predevelopment and brownfield receivables, net, represents the expense necessary to maintain an adequate allowance for estimated losses of receivables that may become uncollectible.

New Accounting Pronouncements

Accounting Standards Effective in Current Year

In March 2017, the GASB issued GASB No. 85-*Omnibus 2017*. The objective of this standard is to address practice issues that have been identified during implementation and application of certain GASB Statements. This standard addresses a variety of topics such as issues related to blending component units, goodwill, fair value measurement and application and postemployment benefits. This standard is effective for financial statements for fiscal years beginning after June 15, 2017. The adoption of this standard did not have a significant impact on the Agency’s financial statements.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

In May 2017, the GASB issued GASB No. 86-*Certain Debt Extinguishment Issues*. This standard establishes standards of accounting and financial reporting for certain debt extinguishments. This standard is effective for financial statements for fiscal years beginning after June 15, 2017. The adoption of this standard did not have a significant impact on the Agency's financial statements.

In June 2018, the GASB issued GASB No. 89-*Accounting for Interest Cost Incurred before the End of a Construction Period*. This objective of this standard is to establish accounting requirements for interest cost incurred before the end of a construction period. This standard is effective for financial statements for fiscal years beginning after December 15, 2019. Earlier application is encouraged. The requirements of this standard should be applied prospectively. The Agency early implemented this standard and the adoption of this standard did not have a significant impact on the Agency's financial statements.

New Accounting Standards Not Yet Effective

In November 2016, the GASB issued GASB No. 83-*Certain Asset Retirement Obligations* ("AROs"). This standard addresses accounting and financial reporting for certain asset retirement obligations. The objective of this standard is to enhance comparability of financial statements among governments by establishing uniform criteria for governments to recognize and measure certain AROs. This standard is effective for financial statements for fiscal years beginning after June 15, 2018. Earlier application is encouraged. The adoption of this standard is not expected to have a significant impact on the Agency's financial statements.

In January 2017, the GASB issued GASB No. 84-*Fiduciary Activities*. This standard establishes criteria for identifying fiduciary activities of all state and local governments. The objective of this standard is to improve guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how those activities should be reported. This standard is effective for financial statements for fiscal years beginning after December 15, 2018. Earlier application is encouraged. The adoption of this standard is not expected to have a significant impact on the Agency's financial statements, but may require additional disclosures in the financial statements by the Agency.

In June 2017, the GASB issued GASB No. 87-*Leases*. This standard establishes standards of accounting and financial reporting for leases by lessees and lessors. The objective of this standard is to better meet the informational needs of financial statement users by improving accounting and financial reporting for leases by governments. This standard is effective for financial statements for fiscal years beginning after December 15, 2019. Earlier application is encouraged. The Agency is in the process of reviewing how the adoption of this standard will impact the Agency's financial statements.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

In March 2018, the GASB issued GASB No. 88-*Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*. This objective of this standard is to improve consistency in information that is disclosed in notes to the financial statements related to debt, including direct borrowings and direct placements, and to provide essential information about debt. This standard is effective for financial statements for fiscal years beginning after June 15, 2018. Earlier application is encouraged. The Agency is in the process of reviewing how the adoption of this standard will impact the Agency's financial statements.

In August 2018, the GASB issued GASB No. 90-*Majority Equity Interests*. The objective of this standard is to improve the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and to improve the relevance of financial statement information for certain component units. This standard is effective for financial statements for fiscal years beginning after December 15, 2018. Earlier application is encouraged. The requirements of this standard should be applied retroactively. The Agency is in the process of reviewing how the adoption of this standard will impact the Agency's financial statements.

3. Programs of the Agency

The following describes certain programs or divisions of the Agency. Please also refer to the Supplemental Information on page 56.

General Operations Program

The General Operations Program supports five major programs of the Agency: direct lending, investment banking, development/redevelopment of properties, consulting/technical assistance to communities and support of the defense sector in the Commonwealth. The Agency's lending programs consist of business loans, real estate mortgages, equipment loans and development loans. Lending programs generate fee income at closings and interest income. Investment banking acts as a conduit issuer for tax-exempt bond financing for a variety of borrowers. Investment banking generates fee income from bond issuances.

The Agency invests funds in real estate developments in support of development/redevelopment of blighted and/or surplus public properties within the Commonwealth. The Agency is actively involved in the development and/or ongoing operations of such properties in Devens, Springfield, Northampton, Belchertown, Taunton and Massachusetts state piers. The Agency provides technical assistance to communities through various programs including loans and consulting services. The Agency also devotes staff time toward defense sector work. Current defense sector projects include economic analysis of the importance of the Commonwealth military installations and work on the Commonwealth's Military Asset and Security Strategy Task Force. The net position of the General Operations Program was approximately \$248.9 million as of June 30, 2018.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Devens Operations Program

The Devens Operations Program was established under Chapter 498 of the Acts of 1993, as amended (with respect to the redevelopment of Devens, a former federal military base). With financial support from the Commonwealth, the Agency purchased the property and has been redeveloping Devens, a 4,400 acre mixed-use community located in Devens, MA, by creating a sustainable and diverse residential and business community. The Agency currently provides municipal services, education, environmental protection, redevelopment and property leasing services at Devens. The net position of the Devens Operations Program was approximately \$67.4 million as of June 30, 2018.

Brownfield Redevelopment Program

The Brownfield Redevelopment Program (“Brownfield”) was established in 1998 as part of the Commonwealth’s Brownfield Act to encourage reuse of environmentally contaminated property in economically distressed areas of the Commonwealth rather than open space for new economic development. This program is administered by the Agency and must be invested according to an established Agency investment policy related to restricted funds. All related interest income must be utilized for the administration of the program. The Agency had approximately \$1.9 million of gross Brownfield loans receivable with loan loss reserves of approximately \$0.1 for net Brownfield loans receivable of approximately \$1.8 million outstanding as of June 30, 2018. The Agency also issued approximately \$0.8 million of grant awards during fiscal year 2018. As of June 30, 2018, approximately \$10.5 million, was available for disbursement. The restricted net position of this program was approximately \$12.6 million as of June 30, 2018.

Emerging Technology Program

The ETP was established under Sections 27 and 28 of MGL Chapter 23G. ETP leverages private financing to provide capital for businesses, which develop or commercialize emerging technologies. The Agency had approximately \$4.3 million of gross ETP loans receivable with loan loss reserves of approximately \$1.9 million for net ETP loans receivable of approximately \$2.4 million outstanding as of June 30, 2018.

As of June 30, 2018, the Agency had approximately \$35.0 million, available for disbursement. The restricted net position of this program was approximately \$42.9 million as of June 30, 2018. The Agency assets at risk due to outstanding ETP guarantees, including commitments, at June 30, 2018, were \$0.6 million.

The Agency has also committed an additional \$5.0 million to an equity investment in the Commonwealth Fund III LLC Fund from the ETP. As of June 30, 2018, a total of \$3.9 million had been contributed to the Fund.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Cultural Facilities Program

The Cultural Facilities Program was established under section 42 of the MGL chapter 23G, effective July 13, 2006. The purpose of the Cultural Facilities Program is to make grants or loans for the acquisition, design, construction, repair, renovation, rehabilitation or other capital improvement or deferred maintenance of a cultural facility. All related interest income must be utilized for the administration of the program. New funds are given to the Agency on a reimbursement basis as grants are awarded. The Agency awarded approximately \$9.1 million of grant awards during fiscal year 2018. As of June 30, 2018, approximately \$2.7 million is on hand and available for disbursement. The restricted net position of this program was approximately \$3.0 million as of June 30, 2018.

Massachusetts Export Development Program

This program serves as a guarantee to lending institutions for their working capital loans to Massachusetts exporters. These funds are administered by the Agency and must be invested in securities issued by the Treasury of the United States Government or the Commonwealth. All related investment income must be utilized for the administration of this program. The Agency had designated approximately \$3.4 million at June 30, 2018, for this program. Total Agency assets at risk due to Massachusetts Export Development Program guarantees outstanding, including commitments, aggregated approximately \$8.4 million at June 30, 2018. The restricted net position of this program was approximately \$2.7 million as of June 30, 2018. This program is included in the Other column in the Supplemental Information on page 56.

Mortgage Insurance Program

The purpose of the Mortgage Insurance Program (“MIP”) is to encourage private sector investment by guaranteeing a portion of bank loans or bond issues. Premium income received and other monies made available to the program are credited thereto. This premium income is amortized over the loan guarantee period. The approved leverage policy for this program is 1) for loans secured by first liens on real estate or equipment three times the cash balance in the program backing such guarantees and 2) for loans secured by second liens on capital assets or first liens on other business assets, no more than one and a half times the cash balance in the program backing such guarantees. The Agency had designated approximately \$13.1 million at June 30, 2018, for the MIP and are considered restricted funds.

Total Agency assets at risk due to mortgage insurance in force, including commitments, under the Guaranteed Loan Program, aggregated approximately \$20.0 million at June 30, 2018. The restricted net position of this program was approximately \$12.5 million as of June 30, 2018.

Charitable Institutional Trust

The Charitable Institutional Trust (“Trust”) was established on July 8, 1997 as an irrevocable trust. The Trust’s net position is subject to restrictions regarding its use. The Trust is authorized to make payments to charitable organizations or governmental entities such as public colleges and universities to assist in the form of gifts, grants, and loans. The General Operations Program may be eligible to receive the income and up to 10% of the principal from the Trust at the trustees’ direction. All payments to the General Operations Program shall be used by the Agency only to reduce charges it would otherwise have to impose upon institutions using the Agency’s

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

services, and all payments to charitable institutions or governmental entities must be for their charitable and governmental purposes, respectively.

During the year ended June 30, 2018, the Trust awarded grants of \$499,345, to charitable institutions. The Trust also started issuing loans beginning with fiscal year 2014. The net loan receivable balance as of June 30, 2018 was \$163,395. As of June 30, 2018, approximately \$9.1 million is available for future payments. The grants are reported as other grant awards in the accompanying statements of revenues, expenses and changes in net position. The restricted net position of the Trust was approximately \$9.3 million as of June 30, 2018.

Credit Enhancement of Charter School Facilities Program

In 2005, the Agency was awarded \$10,025,000 from the U.S. Department of Education (“U.S. DOE”) to enable the Agency to facilitate the financing of charter schools through the issuance of loan guarantees. This program currently has a total capitalization of \$45,025,000 derived from four grant awards from the U.S. DOE, matching private guarantees from The Boston Foundation and Local Initiatives Support Corporation and matching guarantees from the Agency’s General Fund. The first tier of the 2005 funding includes the \$10,025,000 from the U.S. DOE and a \$500,000 matching guarantee provided by the Agency’s General Fund. The second tier of the 2005 funding includes a \$2,000,000 guarantee from Local Initiatives Support Corporation, a \$4,000,000 guarantee from The Boston Foundation and a \$500,000 guarantee from the Agency’s General Fund. During fiscal year 2014, the Agency was awarded another \$5,000,000 towards this program by the U.S. DOE and the Agency’s General Fund may provide up to \$5,000,000 match funding for guarantees. During fiscal years 2015 and 2016, the Agency was awarded another \$3,900,000, and \$1,100,000, respectively, under one grant, and the Agency’s General Fund may provide up to \$5,000,000 match funding for guarantees. During fiscal year 2018, the Agency was awarded another \$8,000,000 towards this program by the U.S. DOE and the funds were received in September 2018. Interest and certain fees earned on this program remain in the program funds.

As of June 30, 2018, approximately \$21.6 million are available for loan guarantees, respectively. Total Agency assets at risk due to outstanding guarantees, including commitments, aggregated approximately \$30.8 million at June 30, 2018. The restricted net position of this program was approximately \$21.0 million as of June 30, 2018.

Advanced Manufacturing Futures Program

The Advanced Manufacturing Futures Program (“Futures Program”) was established pursuant to Chapter 38 Acts of 2013 under section 45 of the MGL chapter 23G. The purpose of this program is to support Commonwealth companies engaged in manufacturing in all regions of the Commonwealth. The program (1) promotes the development of advanced manufacturing through supporting technical assistance for small and mid-sized manufacturers; (2) fosters collaboration and linkages among larger manufacturing companies and smaller supplier manufacturers; (3) advances workforce development initiatives through training, certification, and education programs and (4) encourages development of innovative products, materials and production technologies by manufacturers through the transfer of technological innovations and partnerships with research universities, colleges and laboratories and promoting regional approaches through sector strategies that allow for various programs, resources and strategies to

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

be aligned and leveraged. The Agency provides grants or loans and administers the program for the purpose of facilitating growth and competitiveness in the field of manufacturing. During fiscal year 2018, the Futures Program awarded grants of \$0.8 million to eligible manufacturing entities. As of June 30, 2018, approximately \$3.3 million was available for disbursement. The restricted net position of this program was approximately \$3.1 million as of June 30, 2018.

Devens Electric Utility Division

In February 2001, the Agency issued Electrical System Revenue Bonds, Series 2001 for the purpose of financing the design, construction, installation and associated costs of the electrical system at Devens, as part of its Devens operations. As required by Section 609 of the Master Trust Indenture by and between the Agency and the Trustee, the Agency accounts for all related revenues and expenditures associated with the electric utilities at Devens as a separate division within the Agency. Net position of the Devens Electric Utility Division was approximately \$20.7 million as of June 30, 2018. Please also refer to Footnote 18 Segment Reporting.

Devens Gas, Water and Wastewater Utility Divisions

Devens also provides natural gas, water and sewer services to the residents and businesses of Devens, MA, as part of its Devens operations. The utility divisions pursue programs aimed at increasing energy supply, reliability and efficiency while limiting costs. The Agency tracks each utility division as a separate and distinct program. The net position of these utility divisions was approximately \$21.4 million as of June 30, 2018.

Military Bond Bill Capital Projects Program

The Military Bond Bill Capital Projects Program (“MBB”) was established pursuant to Massachusetts General Law chapter 6, section 216. The purpose of this program is to establish a military asset and security task force and provides that the Agency oversee and implement military installations mission improvement and expansion projects or base realignment preparation and mitigation projects, including, the acquisition, management and disposition of all or any portion of military installations, buildings and utility systems, equipment and personal property, as well as, acquire title to land, buildings and improvements that comprise all or any portion of military installations upon the transfer or disposition of any portion of the military installations by the federal government. During fiscal year 2018, MBB awarded grants totaling \$2.1 million. The restricted net position of this program was \$0 as of June 30, 2018. The MBB is included in the Other column in the Supplemental Information on page 56.

Transformative Development Initiative Program

The Transformative Development Initiative Program (“TDI”) was established pursuant to Massachusetts General Law chapter 287, acts of 2014. The purpose of this program is to redevelop Gateway cities to enhance local public-private engagement and community identity; stimulate an improved quality of life for residents; and spur increased investment and economic activity. As of June 30, 2018, approximately \$9.0 million was available for disbursement. During fiscal years 2018, TDI awarded grants totaling \$0.7 million and had \$0.8 million worth of direct project expenses. The restricted net position of this program was approximately \$12.9 million as of June 30, 2018.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Bond Issuance Program

The Bond Issuance Program allows the Agency to offer debt financing by acting as a conduit bond issuer and usually on a tax-exempt basis for diverse types of borrowers including but not limited to colleges, hospitals and other non-profits, affordable rental housing developments, manufacturing companies, solid waste disposal facilities, and public infrastructure. Bonds are purchased by banks or other types of investors. Conduit bonds are payable by the underlying borrowers. Bonds may or may not carry private credit enhancement and are not obligations of the Agency, although in some cases a separate loan guarantee may have been provided by the Agency to a bank purchaser from one of the Agency’s Loan Guarantee programs.

4. Cash, Cash Equivalents and Investments

The following summarizes the cash and cash equivalents of the Agency and identifies certain types of investment risk as defined by GASB Statement No. 40, (*Deposit and Investment Risk Disclosures*) at June 30.

| June 30, 2018 | Carrying Amount |
|----------------------|----------------------------|
| Cash Deposits | <u>\$ 134,130,966</u> |

The primary objectives of the Agency’s formal investment policy, approved by the Board, is to ensure preservation of capital, to grow funds available to meet the expanding needs of lending capital in the Commonwealth, to ensure liquidity of investments to meet current and estimated cash flow needs by investing in instruments with structured maturities that are readily marketable and to provide maximum yield while maintaining safety and liquidity.

General Operations Program allowable investments include: U.S. Treasuries, U.S. government agency issues, bank certificates of deposit or time deposits, banker’s acceptance, short-term corporate obligations, repurchase agreements, asset backed securities, and money market funds. The maximum maturity of any investment is 5 years with the exception of floating rate notes, with 10% of the portfolio always being available in one day.

Restricted Operations Programs allowable investments include: bonds, notes and similar debt instruments issued by corporations, trusts, partnerships, and limited liability companies; commercial paper; U.S. time deposits, certificates of deposit and banker’s acceptances; fixed, variable and indexed rate notes; repurchase agreements; and securities issued by companies, trusts and other entities registered under the 1940 Act or exempt from the 1940 Act under Section 3(c). The maximum allowable dollar-weighted average maturity is 90 days. The maximum maturity of any investment is 397 days, with 10% of the portfolio always being available in one day.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Depository Accounts

| | |
|-----------|-----------------------|
| | June 30, 2018 |
| Insured | \$ 51,445,143 |
| Uninsured | 82,685,823 |
| | <u>\$ 134,130,966</u> |

At June 30, 2018, investments of approximately \$56.2 million were designated for purposes such as specific loan, guarantee or grant programs and are included in investments in the statements of net position.

At June 30, 2018, current investments included approximately \$56.8 million of restricted investments. Noncurrent restricted investments were approximately \$7.0 million as of June 30, 2018.

The Agency invests some of its funds in the STAR Fund. The STAR Fund is designed to comply with all Massachusetts statutes and regulations for the allowable investment of funds by the Agency. The Agency's STAR Fund holdings as of June 30, 2018 were approximately \$65.4 million. The Agency's investments in the STAR Fund in 2018 qualified to be reported as cash equivalents as the STAR Fund adheres to GASB Statement No. 79, *Certain External Investment Pools and Pool Participants*, which establishes accounting and financial reporting standards for state and local governments that participate in a qualifying external investment pool that measures for financial reporting purposes all of its investments at amortized cost. A copy of the financial statements of the STAR Fund can be obtained from the Office of the Chief Financial Officer, Massachusetts Development Finance Agency, 99 High Street, 11th Floor, Boston, MA 02110.

As of June 30, 2018, the Agency's investments by maturity are summarized as follows:

| Investment Type | Investment Maturities (in years) | | | | Level Inputs (1, 2, 3) |
|---|----------------------------------|----------------------|----------------------|---------------------|---------------------------|
| | Fair Value | Less Than 1 | 1 to 5 * | More Than 5 | |
| U.S. Treasury Bonds | \$ 37,514,438 | \$ 4,638,361 | \$ 32,876,077 | \$ - | 1 |
| Federal Agency Bonds/Notes | 15,896,813 | 7,635,718 | 8,261,095 | - | 2 |
| Corporate Notes | 9,207,894 | 9,207,894 | - | - | 2 |
| Commercial Paper | 13,937,188 | 13,687,255 | 249,933 | - | 2 |
| Certificates of Deposit | 22,000,522 | 10,871,679 | 11,128,843 | - | 2 |
| Asset Backed Securities | 11,309,257 | - | 11,309,257 | - | 2 |
| PFM Government Money Market Fund | 21,657,062 | 21,657,062 | - | - | 2 |
| US Bank First American U.S. Treasury Fund | 3,391,780 | 3,391,780 | - | - | 2 |
| Other Guarantee Investment Contracts | 240,709 | - | - | 240,709 | N/A |
| Stock Warrants | 1,137,000 | - | - | 1,137,000 | 3 |
| Common Stock | 843,179 | - | - | 843,179 | 1 |
| | <u>\$ 137,135,842</u> | <u>\$ 71,089,749</u> | <u>\$ 63,825,205</u> | <u>\$ 2,220,888</u> | |

* This rating category includes a structured investment vehicle in commercial paper. This investment has been adjusted to reflect fair market value.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The Devens Electric Utility Division’s investments has GICs with multiple providers who maintain the contributed investments. These amounts are credited with earnings on the underlying investments and charged for withdrawals and expenses. The providers are contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Devens Electric Utility Division. The contract value represents contributions made under the contract, plus earnings, less withdrawals and administrative expenses. In accordance with GASB No. 72, these investments are measured at such contract value outside of the fair value hierarchy. As of June 30, 2018, the Agency’s investments by quality rating are summarized as follows:

| Investment Type | Quality Ratings | | | | |
|---|-----------------------|----------------------|----------------------|----------------------|---------------------|
| | Fair Value | AAA | AA | A | Unrated * |
| U.S. Treasury Bonds | \$ 37,514,438 | \$ - | \$ 37,514,438 | \$ - | \$ - |
| Federal Agency Bonds/Notes | 15,896,813 | - | 15,896,813 | - | - |
| Corporate Notes | 9,207,894 | - | 1,997,944 | 7,209,950 | - |
| Commercial Paper | 13,937,188 | - | - | 13,687,255 | 249,933 |
| Certificates of Deposit | 22,000,522 | - | 4,869,366 | 17,131,156 | - |
| Asset Backed Securities | 11,309,257 | 11,309,257 | - | - | - |
| PFM Government Money Market Fund | 21,657,062 | 21,657,062 | - | - | - |
| US Bank First American U.S. Treasury Fund | 3,391,780 | 3,391,780 | - | - | - |
| Other Guarantee Investment Contracts | 240,709 | - | - | 240,709 | - |
| Stock Warrants | 1,137,000 | - | - | - | 1,137,000 |
| Common Stock | 843,179 | - | - | - | 843,179 |
| | <u>\$ 137,135,842</u> | <u>\$ 36,358,099</u> | <u>\$ 60,278,561</u> | <u>\$ 38,269,070</u> | <u>\$ 2,230,112</u> |

* This rating category includes a structured investment vehicle in commercial paper. This investment has been adjusted to reflect fair market value.

The Agency has loan agreements within the Emerging Technology Program (“ETP”). The ETP is a loan program designed to promote economic development in the emerging technologies sector of the Massachusetts economy. These loans are generally issued to companies that are otherwise unable to obtain market based financing. The majority of these companies are pre-revenue start-up operations which are being incubated through the ETP to promote economic development in the Commonwealth. Certain loan agreements include warrants that qualify as reportable derivative instruments under Statement No. 53 of the Governmental Accounting Standards Board, *Accounting and Financial Reporting for Derivative Instruments*. The value of these loan agreements is ultimately dependent upon the fair value of the companies which have issued the warrants. The objective of including a warrant in the loan agreement is for the ETP to share in any success the company may achieve if there is an initial public offering or sale of the company. Any successful warrant exercised essentially serves as a yield enhancement to the ETP and any proceeds are deposited back into the ETP.

The Agency has developed a reliable estimate of the fair value of the related warrants using a comparable company analysis and last round of financing approach or Black-Scholes method. Privately held warrant and equity-related securities are valued based on an analysis of various factors including, but not limited to: 1) the related company’s operating performance and financial condition, 2) general economic and industry trends, 3) the company’s latest round of financing; 4) price to enterprise value or price to equity ratios, and discounted cash flow, and 5) valuation comparisons to comparable public companies or other industry benchmarks. When an external

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

event occurs, such as a purchase transaction, public offering, or subsequent equity sale, the pricing indicated by that external event is utilized to corroborate the valuation of the warrant and equity-related securities. The Agency periodically reviews the valuation of its portfolio companies that have not been involved in a qualifying external event to determine if the value of the portfolio company may have increased or decreased since the last valuation measurement date.

As of June 30, 2018, the Agency had the following derivative instruments outstanding which are included in noncurrent investments:

| Type | Effective Date | Maturity Date | Terms | Valuation Technique | Fair Value |
|-------------------------------------|----------------|---------------|--|--|---------------------|
| Series B Preferred Share Warrants | 6/30/2017 | 6/30/2027 | 35,616 shares with exercise price of \$3.65 | Comparable Company Analysis & Last Round of Financing Analysis | \$ 27,000 |
| Series D Warrants | 8/30/2012 | 8/30/2022 | 301,858 shares with exercise price of \$0.32 | Market Comparable Method | 60,000 |
| Series B Preferred Stock Warrants | 7/8/2015 | 7/8/2025 | 5,066 shares with exercise price of \$12.83 | Comparable Company Analysis & Last Round of Financing Analysis | 187,000 |
| Series A-1 Warrants | 2/22/2017 | 2/22/2027 | 128,458 shares with exercise price of \$1.27 | Comparable Company Analysis & Last Round of Financing Analysis | 65,000 |
| Series A3 Warrants | 5/11/2018 | 5/11/2028 | 32,420 shares with exercise price of \$3.47 | Comparable Company Analysis & Last Round of Financing Analysis | 24,000 |
| Series A12 Preferred Stock Warrants | 12/12/2014 | 12/12/2024 | 141,593 shares with exercise price of \$2.19 | Comparable Company Analysis & Last Round of Financing Analysis | - |
| Series A Preferred Warrants | 3/30/2012 | 3/30/2022 | 158,730 shares with exercise price of \$0.63 | Comparable Company Analysis & Last Round of Financing Analysis | 22,000 |
| Series A2 Preferred Warrants | 1/26/2012 | 1/26/2022 | 54,167 shares with exercise price of \$3.00 | Comparable Company Analysis & Last Round of Financing Analysis | 735,000 |
| Series Seed Preferred Warrants | 8/18/2014 | 8/18/2024 | 93,333 shares with exercise price of \$0.45 | Comparable Company Analysis & Last Round of Financing Analysis | 15,000 |
| Common Stock Warrants | 6/28/2011 | 6/28/2021 | 16,000 shares with exercise price of \$6.00 | Black-Scholes | - |
| Common Stock Warrants | 10/5/2012 | 10/5/2019 | 243 shares with exercise price of \$166.00 | Black-Scholes | - |
| Equity Equivalent Units | 6/27/2018 | None | 4,400 units with exercise price of \$1.00 | Comparable Company Analysis | 2,000 |
| Total | | | | | <u>\$ 1,137,000</u> |

Custodial Credit Risk-Deposits

The custodial credit risk for deposits is the risk that in the event of a bank failure, the Agency's deposits may not be recovered. The Agency's cash, cash equivalents and investments are held by reputable financial institutions, whose credit has been reviewed by management.

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Agency manages its exposure to interest rate risk by investing operating funds primarily in short term investments.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Additionally, the STAR Fund maintains a dollar-weighted average maturity of not greater than ninety days; requires that any investment securities purchased by the STAR Fund have remaining maturities of 397 days or less at the time of purchase (except for variable rate notes issued by the United States government or its agencies or instrumentalities, which must have remaining maturities of 762 days or less); and limits the remaining maturity of any commercial paper purchased by the STAR Fund to 270 days or less.

Credit Risk

Credit risk is the risk that the Agency’s investments will be negatively impacted due to the default of the Agency’s investments. According to the Agency’s investment policy, investments must be prime quality and rated no less than A by either Moody’s, Standard and Poor’s, or Fitch.

Concentration of Credit Risk

Concentration of credit risk is assumed to arise when the amount of cash and investments that the Agency has with any one issuer exceeds five percent of the total value of the Agency’s investments. As of June 30, 2018, the cash, cash equivalents and investments held in any one issuer over five percent of the total value of the Agency’s investments included \$21.7 million invested in a government money market fund (15.8%) and \$7.0 million in a U.S. Treasury Bond (5.1%).

Foreign Currency Risk

The investment policy of the Agency limits the Agency’s foreign currency risk by excluding foreign investments as an investment option.

5. Investments in Joint Ventures

The Agency has a participating interest in nineteen joint ventures, which are accounted for on the equity method. Upon dissolution of the respective joint venture, proceeds will be distributed according to the terms of the joint venture agreements of each respective member.

The following is a summary of the Agency’s investment in joint ventures at June 30:

| | Capital | | Impairment | Share of | | |
|---|---------------------|-------------------|---------------------|------------------|-------------------|---------------------|
| | June 30, 2017 | Contributions | Loss | Operating (Loss) | June 30, 2018 | |
| | | Distributions | | Income | | |
| Investment in Hospital Hill LLC | \$ 3,148,484 | \$ 134,426 | \$ (858,394) | \$ - | \$ (181,311) | \$ 2,243,205 |
| Investment in Commonwealth Fund III LLC | 3,951,499 | 207,439 | - | - | 395,493 | 4,554,431 |
| Investments in NMTC entities | 20,602 | 3,790 | (7,737) | - | 507 | 17,162 |
| | <u>\$ 7,120,585</u> | <u>\$ 345,655</u> | <u>\$ (866,131)</u> | <u>\$ -</u> | <u>\$ 214,689</u> | <u>\$ 6,814,798</u> |

The Agency is a 73.099% participant and the managing member in Hospital Hill LLC (the “LLC”). The LLC was formed to acquire and redevelop the former Northampton State Hospital site in Northampton, Massachusetts.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The redevelopment effort focuses on office/light industrial space, mixed use space and retail space, approximately 300 housing units consisting of both multi-family housing units and single-family houses and 83 assisted living units. No separate financial statements are issued for this LLC.

The Agency is a 98% member in the Commonwealth Fund III LLC Fund. The managing member is Massachusetts Technology Development Corporation. The primary purpose of the Fund is to invest in entities broadly related to the technology industry such as robotics, instrumentation, telecom, computers, software, healthcare information technology and mobile applications. The Agency has committed a total of \$5.0 million to the Fund investment from ETP. As of June 30, 2018, \$3,915,672 had been contributed to the Fund.

The Agency has a 0.01% to 0.10% investment allocation in the Investments in NMTC entities. The Agency, via subsidiary entity MassDevelopment New Markets LLC (“MDNM”) was awarded, since the inception of the program, the right to allocate federal NMTC’s against \$341.0 million of its investors’ investments by the United States Department of the Treasury.

NMTC’s have been made available to banks, corporations, partnerships and funds that invest in MDNM. The proceeds of their investments will be reinvested in business and commercial development in low-income census tracts. As of June 30, 2018, the Agency had investments in seventeen such entities. See Note 19.

6. Loans Receivable

The following is a summary of the Agency’s loans receivable as of June 30:

| | June 30, 2017 | Disbursements/ Assumptions (Provisions, net) | (Collections)/ Write-offs | June 30, 2018 |
|-------------------------------|----------------------|---|--------------------------------------|----------------------|
| Loans receivable | \$ 96,210,920 | \$ 27,407,718 | \$ (18,709,319) | \$ 104,909,319 |
| Less: allowance for loan loss | <u>(8,126,868)</u> | <u>(3,352,970)</u> | <u>(1,738)</u> | <u>(11,481,576)</u> |
| | <u>\$ 88,084,052</u> | <u>\$ 24,054,748</u> | <u>\$ (18,711,057)</u> | <u>\$ 93,427,743</u> |

Most loans are collateralized by a first or shared first position in the underlying collateral. As of June 30, 2018, 17 loans totaling \$8.0 million are collateralized by second positions in the underlying property. Also, as of June 30, 2018, three loans totaling \$0.8 million are collateralized by third and fourth positions. As of June 30, 2018, one loan totaling \$0.1 million is unsecured.

There were approximately \$2.0 million net loans receivable that were considered nonaccrual loans as of June 30, 2018. All payments received from borrowers for nonaccrual loans are applied to the principal balance of the loan.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

7. Interest Receivable

The following is a summary of the Agency's interest receivable at June 30:

| | 2018 |
|---------------------|-------------------|
| Investment interest | \$ 344,951 |
| Loan interest | <u>297,356</u> |
| | <u>\$ 642,307</u> |

Interest receivable includes amounts earned but not received on both investments and loans, net of an allowance for doubtful accounts. When the Agency believes the collectability of the interest is unlikely, a reserve against interest is charged as a component of the allowance for doubtful accounts. As of June 30, 2018, no allowance was deemed necessary.

8. Predevelopment and Brownfield Receivables

The following is a summary of the Agency's predevelopment and brownfield receivables as of June 30:

| | June 30, 2017 | Disbursements (Provision, net) | (Collections)/ Write-offs | June 30, 2018 |
|---|----------------------|---|--------------------------------------|----------------------|
| Predevelopment and Brownfield receivables | \$ 12,164,844 | \$ 1,482,017 | \$ (599,945) | \$ 13,046,916 |
| Less: accumulated provision | <u>(10,590,401)</u> | <u>(1,597,059)</u> | <u>(2,600)</u> | <u>(12,190,060)</u> |
| | <u>\$ 1,574,443</u> | <u>\$ (115,042)</u> | <u>\$ (602,545)</u> | <u>\$ 856,856</u> |

Predevelopment and Brownfield receivables represent amounts advanced to organizations for the purpose of conducting market analysis and feasibility studies for expansion of operations.

Advanced funds are recovered in accordance with individual terms as stated in the memoranda of agreement and evaluation of collectability.

In addition to the advances noted above, the Agency awarded approximately \$0.8 million of Predevelopment and Brownfield grant awards during fiscal year 2018, which are included in the statements of revenues, expenses and changes in net position.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

9. Capital Assets

A summary of changes in capital assets for the years ending June 30, respectively, is as follows:

| | Useful Life Range in Years | June 30, 2017 | Additions/ (Transfers) | Disposals/ Transfers | June 30, 2018 |
|------------------------------------|-------------------------------------|-----------------------|---------------------------|-------------------------|----------------------|
| Capital: | | | | | |
| Land | N/A | \$ 7,482,822 | \$ (794,064) | \$ (21,012) | \$ 6,667,746 |
| Building | 20-40 | 98,058,257 | 83,550 | (18,598) | 98,123,209 |
| Buildings/land/tenant improvement | 1-20 | 5,035,068 | | (17,299) | 5,017,769 |
| Infrastructure | 5-20 | 142,834,236 | 698,738 | (2,750) | 143,530,224 |
| Equipment | 3-10 | 5,162,759 | 653,762 | (67,481) | 5,749,040 |
| Office equipment | 3-5 | 4,353,829 | 191,483 | - | 4,545,312 |
| Construction in progress | | 5,824,671 | 14,040,710 | - | 19,865,381 |
| Assets held for sale | | 8,017,114 | 3,098,867 | (653,109) | 10,462,872 |
| Subtotal | | <u>276,768,756</u> | <u>17,973,046</u> | <u>(780,249)</u> | <u>293,961,553</u> |
| Less: accumulated depreciation | | | | | |
| Building | | (27,307,298) | (4,337,415) | 18,598 | (31,626,115) |
| Buildings/land/tenant improvements | | (4,383,166) | (49,133) | 16,018 | (4,416,281) |
| Infrastructure | | (69,697,513) | (5,233,695) | 1,167 | (74,930,041) |
| Equipment | | (4,446,031) | (250,387) | 67,481 | (4,628,937) |
| Office equipment | | (4,066,330) | (172,922) | - | (4,239,252) |
| | | <u>(109,900,338)</u> | <u>(10,043,552)</u> | <u>103,264</u> | <u>(119,840,626)</u> |
| Total | | <u>\$ 166,868,418</u> | <u>\$ 7,929,494</u> | <u>\$ (676,985)</u> | <u>\$174,120,927</u> |

Devens

As of June 30, 2018, the Agency had cumulative net costs associated with the development of Devens, including utilities, of approximately \$83.8 million, which are included in capital assets. The related depreciation expense for the year ended June 30, 2018 was approximately \$6.3 million.

The Agency had one lot sale at Devens during fiscal year 2018 resulting in gross sales proceeds of \$629,881 and a net gain of \$615,585. The gain on sale was deferred and reported as other liabilities at June 30, 2018 as the conditions in the repurchase clause had not been satisfied at year end.

Boston

The Agency purchased two buildings in Boston, MA in December 2016 for a purchase price of \$57.4 million. The buildings are being redeveloped and General Electric will relocate its headquarters and rent the buildings under a twenty year lease. The Agency has cumulative net costs associated with these buildings of approximately \$71.3 million as of June 30, 2018, which are included in capital assets. The related depreciation expense for the year ended June 30, 2018 was approximately \$2.9 million. The Agency was awarded two grant commitments totaling \$125.0 million from the Commonwealth in support of the acquisition and redevelopment of the buildings. Approximately \$31.1 million in grant income was recognized during the fiscal year in relation to the redevelopment.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Springfield

The Agency purchased a building at 1550 Main Street in Springfield, Massachusetts in September 2009 for a purchase price of \$2.5 million. The Agency has cumulative net costs associated with 1550 Main Street of approximately \$5.5 million as of June 30, 2018, which is included in capital assets. The related depreciation expense for the year ended June 30, 2018 was \$662,596.

Taunton

In January 2012, the Agency, in partnership with TDC, purchased from the Commonwealth the former Dever State School core campus in Taunton, MA. The Agency has cumulative net redevelopment capital on the property of approximately \$8.6 million as of June 30, 2018, which is included in assets held for sale.

During fiscal year 2018, the Agency had one lot sale of approximately 2.97 acres at the Taunton property with gross proceeds of \$436,850 and a net loss of \$359,110 as of June 30, 2018 which was recognized during the fiscal year.

Leases

The Agency leases (leased) office, commercial, and retail space at Springfield, Devens and Taunton. At June 30, 2018, the Agency had minimum future rental income, under long-term non-cancelable operating leases with various expiration dates through fiscal year 2062, for facilities over the next five years as follows:

Operating Leases

| Fiscal Year | Rental Income |
|--------------------|----------------------|
| 2019 | \$ 1,631,179 |
| 2020 | 1,459,356 |
| 2021 | 1,015,160 |
| 2022 | 920,815 |
| 2023 | 652,286 |
| Total | <u>\$ 5,678,796</u> |

10. Outstanding Loans, Commitments and Revenue Bonds Issued

The Agency issued loans under its economic development programs aggregating \$27.4 million during fiscal year 2018. The Agency has committed to issuing an additional \$19.4 million of loans as of June 30, 2018.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Leases

At June 30, 2018, the Agency had minimum future rental commitments under long-term non-cancelable operating leases for facilities as follows:

| Fiscal Year | Rent Expense |
|--------------------|---------------------|
| 2019 | \$ 1,535,835 |
| 2020 | 1,511,055 |
| 2021 | 1,514,433 |
| 2022 | 1,377,917 |
| 2023 | 1,336,287 |
| 2024-2025 | <u>2,598,706</u> |
| Total | <u>\$ 9,874,233</u> |

The Agency leases office space in Boston and Devens, Massachusetts and various other cities for regional offices throughout Massachusetts. Rent expense included in the accompanying statements of revenues, expenses and changes in net position was approximately \$1.6 million for fiscal year 2018.

Bond Issuance Program

The Agency's Bond Issuance Program assisted in the issuance of taxable and tax-exempt bonds and lease transactions on behalf of client institutions through its bond financing program on 96 projects aggregating approximately \$4.0 billion during fiscal year 2018. These debt obligations are conduit transactions and do not constitute a debt or liability of the Agency, therefore, these financing transactions are not included in the accompanying consolidated financial statements. The Agency earned bond issuance fee revenues related to these financings of approximately \$8.1 million in fiscal year 2018 and are included as a component of bond issuance and new markets tax credit fees in the statements of revenues, expenses and changes in net position.

Commitments

The Devens Electric Utility Division uses Master Power Supply Agreements to procure necessary power supply requirements from time to time as market and load growth conditions dictate. Currently, the Devens Electric Utility Division has secured 75% of its 2018 power supply requirements with confirmations in place with BP Energy, Exelon, NextEra and Shell Energy. Additional confirmation transactions are in place with these same providers in varying quantities to secure between 30% - 75% of the load requirements from 2019 through 2023. An additional 10% of power supply needs are met through long-term contracts in place with several solar providers and one wind turbine provider. Total secured power supply for Devens with all combined resources is between 40% - 85% of total power supply needs with a diversified portfolio of qualified suppliers through 2023. The balance of the load requirements is purchased in the ISO New England managed real time and day ahead markets at market pricing.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The Agency has concluded that the contracts noted above are not subject to GASB 53. The hedging contracts noted above entered into by the Devens Electric Utility Division are considered normal purchases and sales contracts for utilities as part of the ongoing operations of the Devens Electric Utility Division. These activities are subject to the normal use exclusion provided for in GASB 53 and are not required to be reported as derivative instruments.

The Devens Electric Utility Division has also entered into an Operation and Maintenance Agreement with the town of Wellesley, MA for the management and operation of the Electric System. The current agreement expires March 31, 2019.

11. Bonds Payable

The following is a summary of the Agency's bonds payable activity for the years ended June 30:

| | Weighted Average Interest Rate at June 30, 2018 | June 30, 2017 | Principal Payments/ Amortization | June 30, 2018 | Current Portion |
|---|--|----------------------|---|----------------------|----------------------------|
| Devens Electric System Utility Bond | 3.76% | \$ 6,395,000 | \$ (370,000) | \$ 6,025,000 | \$ 380,000 |
| Plus | | | | | |
| Premium | | 8,525 | (1,190) | 7,335 | - |
| Less | | | | | |
| Devens Electric System Utility Bonds Discount | | (9,234) | 1,381 | (7,853) | - |
| | | <u>\$ 6,394,291</u> | <u>\$ (369,809)</u> | <u>\$ 6,024,482</u> | <u>\$ 380,000</u> |

Electric System Utility Bond

During fiscal 2001, the Agency issued Electric System Revenue Bonds, Series 2001 for the Devens project which totaled approximately \$10.6 million. The Series 2001 Bonds were used to finance the design, construction, installation and associated costs of certain capital improvements to the Electric System at Devens.

In an effort to lower the weighted average interest rate on the bonds, the Agency refunded the bonds in December 2011 and issued Devens Electric System Refunding Revenue Bonds, Series 2011 ("Series 2011 Bonds"). Principal of \$8,775,000 was repaid in relation to the Series 2001 Bonds and new principal of \$8,145,000 was issued.

The Series 2011 Bonds are collateralized by a pledge of the Electric System's revenues and certain funds and accounts established under the bond. The Series 2011 Bonds carry a long-term Standard & Poor's rating of A. The credit rating was upgraded from A- to A as part of the issuance of the bonds during fiscal year 2012. Total principal and interest remaining on the bonds is approximately \$7,744,828, payable through June 30, 2031. For the current fiscal year, principal and interest paid was \$603,131 and total funds and debt service related accounts of the Devens Electric Utility System were \$4,429,829. Total revenues of the Devens Electric Utility System were \$19,279,162 for the current fiscal year.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The bond documents require the maintenance of certain funds of the Project. Below are certain funds balances as of June 30, 2018:

- The Revenue Fund had a balance of \$4,182,950. All revenues generated by the Electric System, exclusive of interest income, are deposited into the Revenue Fund. Funds are transferred from the Revenue Fund to other funds of the Electric System according to the bond resolution agreement.
- The Capital Upgrade Reserve Fund had a balance of \$5,369,742. The Capital Upgrade Reserve Fund may be used to fund capital improvements to the Electric System. If excess funds exist in the Capital Upgrade Reserve Fund these excess funds may be used to cover any operating shortfalls. In fiscal year 2018, \$2,000,000 was transferred to the Capital Upgrade Reserve Fund from the Revenue Fund to ensure funding for future capital improvements.
- The Operating/Rate Stabilization Reserve Fund had a balance of \$3,232,290. There were no transfers during fiscal year 2018. The Operating/Rate Stabilization Reserve Fund may be used to fund operating expenses of the Electric System when there are not sufficient funds available from operations. No funds were used in fiscal year 2018 for this purpose.

Excess balances in the Revenue Fund may be transferred to the Agency, free and clear of the lien of the bond resolution, if all funding requirements are met and the debt service coverage requirement of 1.5 has been met, cumulatively, during the twelve consecutive months prior to the transfer date.

Principal payments are due annually through 2030. Interest expense related to this bond was \$233,131 for the year ended June 30, 2018.

The Devens Electric System Utility Bond agreement requires the maintenance of a minimum debt service coverage ratio. Failure to comply with the minimum debt service covenant does not constitute a default, as long as the Agency complies with specific requirements included in the agreement. As of June 30, 2018, the necessary debt service coverage was met.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Scheduled principal (excluding discounts and premiums) and estimated interest payments on all the bonds payable are shown below.

| Fiscal Year | Principal | Interest | Total Debt Service |
|--------------------|---------------------|---------------------|---------------------------|
| 2019 | \$ 380,000 | \$ 222,806 | \$ 602,806 |
| 2020 | 390,000 | 211,256 | 601,256 |
| 2021 | 400,000 | 199,406 | 599,406 |
| 2022 | 410,000 | 187,256 | 597,256 |
| 2023 | 425,000 | 173,934 | 598,934 |
| 2024-2028 | 2,360,000 | 614,045 | 2,974,045 |
| 2029-2031 | 1,660,000 | 111,125 | 1,771,125 |
| | <u>\$ 6,025,000</u> | <u>\$ 1,719,828</u> | <u>\$ 7,744,828</u> |

12. Loans Payable

The following is a summary of the Agency's loans payable activity for the years ended June 30:

| | <u>2017</u> | <u>Advances</u> | <u>Repayments</u> | <u>2018</u> | <u>Current Portion</u> |
|---|----------------------|---------------------|-----------------------|---------------------|------------------------|
| Buildings acquisition and construction loan | \$ 28,066,201 | \$ 8,991,626 | \$(30,000,000) | \$ 7,057,827 | \$ 5,000,000 |
| Taunton Development Corporation | 25,000 | - | - | 25,000 | - |
| | <u>\$ 28,091,201</u> | <u>\$ 8,991,626</u> | <u>\$(30,000,000)</u> | <u>\$ 7,082,827</u> | <u>\$ 5,000,000</u> |

On December 14, 2016, Citizens issued a \$90.0 million construction mortgage commitment to the Agency for the acquisition and redevelopment of two buildings in Boston, MA in which GE will relocate its headquarters and rent the buildings under a twenty year lease. The Agency also received two Massworks grant commitments totaling \$125.0 million from the Commonwealth in support of the acquisition and redevelopment of the buildings which will be used to repay the loan. The loan is considered a LIBOR rate loan with interest calculated based on the LIBOR borrowing rate for each monthly interest period plus 65 basis points (2.63031% as of June 30, 2018). Combined with the interest rate swap (see Note 13), the loan is effectively fixed at a rate of 2.33%. The loan is collateralized by the first mortgage on the buildings, an assignment of the lease of the building to GE and an assignment of the rights to the proceeds of the grant commitment. The loan matures on August 1, 2020.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The loan has scheduled mandatory payment dates as follows:

| | |
|----------------|-----------------|
| August 1, 2018 | \$ 30,000,000 * |
| August 1, 2019 | \$ 25,000,000 |
| August 1, 2020 | \$ 30,000,000 |

* The Agency prepaid \$25,000,000 in June 2018

Interest expense related to this loan was \$651,272 for the year ended June 30, 2018. The Agency also pays an unused commitment fee in an amount equal to 0.15% of the unused committed amount of the loan. The unused commitment fee paid was \$89,365 for the year ended June 30, 2018 and is included as part of financing costs in the statements of revenues, expenses and changes in net position.

The loan credit agreement requires the maintenance of a minimum cash liquidity amount as of June 30 and December 31 through June 30, 2020. As of June 30, 2018, the necessary minimum cash liquidity was met.

13. Interest Rate Swap

In December 2016, the Agency entered into an interest rate swap agreement (“Swap”) with Citizens (the “Counterparty”), in connection with the \$90.0 million construction mortgage commitment also provided by Citizens. The intention of the Swap was to effectively fix the Agency’s variable interest rate on the loan.

Under the Swap, the Agency pays Citizens an annual fixed interest rate of 1.67675% and receives variable rate payments based upon LIBOR (1.98246% as of June 30, 2018). At inception, the Swap had a notional amount of \$42.4 million and the associated loan had a \$42.4 million principal amount.

The loan matures on August 1, 2020 and the related interest rate Swap terminates on August 1, 2020.

The fair value of the Swap had an unrealized positive fair value of \$712,835 as of June 30, 2018. In accordance with GASB 53, the \$712,835 deferral of possible future receipts relating to the unrealized positive fair value is shown as an interest rate swap asset in the Agency’s statement of net position as of June 30, 2018. The offsetting, \$712,835 unrealized positive fair value of the Swap is shown as a deferred inflow interest rate swap liability in the Agency’s statement of net position as of June 30, 2018.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

14. Advances from the Commonwealth

The following is a summary of the Agency’s Advances from the Commonwealth as of June 30:

| | <u>2017</u> | <u>Repayments</u> | <u>2018</u> | <u>Current Portion</u> |
|---|--------------|-------------------|--------------|----------------------------|
| Massachusetts Dept. of Environmental Protection | \$ 9,003,602 | \$ (526,250) | \$ 8,477,352 | \$ 542,849 |

During the year ended June 30, 1998, the DEP approved loans to the Agency. In addition, The Massachusetts Water Abatement Trust (“MWAT”) issued loans to the Agency. Collectively, these loans were advanced to construct a wastewater treatment facility at Devens. These loans are being paid back to the trust through revenues generated from wastewater usage at Devens and surrounding communities. These loans are part of a pooled loan program bond within the MWAT. The Agency and the Commonwealth have entered into a contract providing that the Commonwealth shall pay contract assistance on behalf of the Agency with respect to partial debt service on these loans. Repayment of the loans began on February 1, 2002.

The loans mature in August 2024 and February 2031. Interest expense related to these loans was \$435,051 for the year ended June 30, 2018.

The MWAT loan agreement requires the maintenance of an adequate annual debt service coverage ratio. As of June 30, 2018, the necessary debt service coverage was met.

The scheduled principal and interest payments on the DEP loans at June 30, 2018, are as follows:

| Fiscal Year | Principal | Interest | Total Debt Service |
|--------------------|---------------------|---------------------|-------------------------------|
| 2019 | \$ 542,849 | \$ 398,186 | \$ 941,035 |
| 2020 | 559,449 | 347,292 | 906,741 |
| 2021 | 580,195 | 308,430 | 888,625 |
| 2022 | 596,793 | 303,095 | 899,888 |
| 2023 | 617,541 | 289,265 | 906,806 |
| 2024-2028 | 3,405,318 | 700,493 | 4,105,811 |
| 2029-2031 | 2,175,207 | 246,853 | 2,422,060 |
| | <u>\$ 8,477,352</u> | <u>\$ 2,593,614</u> | <u>\$ 11,070,966</u> |

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

15. Tax Incremental Financing Agreements/Special Tax Assessments

The Agency is committed to providing a supportive environment for business and economic development in the Devens Regional Enterprise Zone established by Chapter 498 of the Massachusetts Acts of 1993, as amended. The Agency may agree to temporary exemptions of incremental property taxes (“TIF”) or special tax assessments (“STA”) with businesses which agree to locate or expand in Devens. The Agency has two TIF agreements and one STA agreement outstanding as of June 30, 2018:

| Purpose | Percentage of Tax Reduction | Value |
|--|--|---------------------|
| Tax Incremental Financing: | | |
| Biopharmaceutical company to construct and operate large scale cell culture facility | 60% | \$ 1,586,356 |
| Renovate office, manufacturing, research and development facility | 100% * | 61,079 |
| Special Tax Assessment: | | |
| Construct and operate an auto parts distribution center | 50%/25% ** | <u>24,418</u> |
| | | <u>\$ 1,671,853</u> |

* TIF percentage is based on qualifying project incremental value for the fiscal year (change in value each fiscal year only)

** STA percentage was 25% for first quarter FY2018 and then 0% for second-fourth quarters of FY2018

Each TIF agreement was negotiated under provisions of MGL Chapter 59, section 5, clause 51 and MGL Chapter 40, section 59 allowing the Agency to grant temporary incremental property tax exemptions. The STA was granted in accordance with Chapter 23A, Section 3E of the MGL, allowing the Agency to grant special tax assessments.

The Agency uses the TIF and STA agreements as an economic development incentive at Devens. The execution of such agreements is intended to promote the creation or retention of full-time jobs in Devens, increase the Devens tax and revenue base and enhance the overall quality of life in Devens. All agreements contain annual reporting requirements to the Agency on employment levels. If a business fails to comply with its obligations under an agreement, the Agency will give written notice of such failure and provide an opportunity to meet with the Agency to discuss such failure. Continued failure to comply with obligations could result in the revocation of the related agreement.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

16. Other Related Party Transactions

The following related party transactions are not reflective of consideration of what these arrangements might have been if they occurred in an arms-length transaction.

The Agency oversees the management and development of the Jodrey State Fish Pier (the “Pier”) facilities, which are leased to the Agency by the Department of Conservation and Recreation (representing the Commonwealth). The Pier reimburses the Agency for salaries and other direct costs paid by the Agency, which amounted to \$188,939 for the year ended June 30, 2018. The Agency incurred \$55,304 for the year ended June 30, 2018 of staff time and direct costs for which the Agency billed the Pier.

The Agency also oversees management services for Cape Ann Fisheries Development Corporation (“Cape Ann”), a non-profit corporation formed for construction and management of a multi-tenant seafood processing facility at the State Fish Pier in Gloucester. In fiscal year 2001, the Agency provided two loans to Cape Ann in the amounts of \$2.3 million and \$500,000 for construction expenses and remediation of environmental conditions at the seafood processing facility. In fiscal year 2013 these loans were refinanced into four separate notes (Notes A and B for each loan). The balance on the Notes A loans receivable, net of allowance for loan loss, as of June 30, 2018 was \$553,757 and \$153,744. The Agency wrote off both Notes B during fiscal year 2013 as they were deemed uncollectible.

In September 2009, the Agency refinanced another Cape Ann loan in the amount of \$2.7 million. In fiscal year 2013 this loan was refinanced into two separate notes (Notes A and B). The balance on the Note A loan receivable, net of allowance for loan loss, was \$883,928 as of June 30, 2018. The Agency wrote off Note B during fiscal year 2013 as it was deemed uncollectible.

The Agency donated approximately \$20,665 of Agency staff time and \$33,342 of Pier staff time and direct costs to Cape Ann during fiscal years 2018. These donated costs covered management services provided to Cape Ann during the fiscal year.

The Agency is eligible to receive an administrative fee of up to 0.09% of the average daily assets of the STAR Fund. The Agency’s STAR Fund holdings held on its own account as of June 30, 2018, were approximately \$65.4 million and are included in cash and cash equivalents in the statements of net position. During the year ended June 30, 2018, the Agency received administrative fees of \$358,506 from the STAR Fund. The administrative fees are reported in bond issuance and new markets tax credit fees in the statements of revenues, expenses and changes in net position.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

17. Benefit Plans

The Agency contributed approximately \$1.7 million to employee benefit plans described below during the years ended June 30, 2018.

Deferred Compensation Plan

The Agency offers its employees a deferred compensation plan created in accordance with Internal Revenue Code (“IRC”) Section 457. The plan, available to all employees of the Agency, permits employees to defer a portion of their salaries. The Agency matches employees’ deferrals up to 5% of the participants’ salary, which are contributed to the 401(a) defined contribution plan. The participants’ rights to the Agency contributions vest immediately. The deferred compensation is not available to employees until termination, retirement, death or unforeseeable emergency. All contributions made under the plan, all property and rights purchased with those amounts, and all income attributable to those amounts, property or rights are held in trust for the exclusive benefit of the participants and their beneficiaries.

Effective December 31, 1997, Section 401(a) of the IRC was amended by Section 1448 of the Small Business Job protection Act of 1996 which provides that governmental deferred compensation plans must hold all assets and income of the plan in trust for the exclusive benefit of participants and their beneficiaries. In accordance with the legislation described above, the vested assets and associated liability of the deferred compensation plan assets are not included in the statements of net position.

401(a) Defined Contribution Plan

The Agency provides for retirement through a contribution to a 401(a) plan for eligible employees. The contribution is equal to a percentage of the employee’s gross compensation earned each pay period. Currently, the Agency’s contribution is 7.5% of the employee’s gross compensation. Employees who began employment with the Agency on or after January 1, 1999 are subject to a three-year vesting schedule. Certain employees of the Agency are eligible to participate in the Commonwealth State Retirement Systems Pension Plan (the “State Plan”) under a special funding situation where the Commonwealth is the non-employer sole contributor under GASB Statement 68. An Actuarial valuation has been performed for the State Plan. The Agency’s employees were included in the actuarial analysis and a net pension liability of \$3,945,023 as of June 30, 2018 which is owed by the Commonwealth and noted as part of the total State Plan’s net pension liability. The State Plan’s net pension liability and the State Plan’s net position are disclosed in the footnotes and other required supplementary information of the Comprehensive Annual Financial Report of the Commonwealth as there are no liabilities to be recorded in the Agency’s statements. The Agency has not included all required GASB Statement 68 disclosures as GASB Statement 68 is deemed immaterial to the Agency. Employees participating in the State Plan are not eligible for the contribution to the 401(a) plan.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Employees may borrow up to 50% of their vested accrued balance in the 401(a) account. Otherwise, the vested balance is not available to employees until termination, retirement, permanent disability, or death.

The unvested portion of the 401(a) plan is recorded as an asset on the statements of net position. The total unvested portion of the 401(a) plan as of June 30, 2018 was approximately \$427,700.

As discussed in Note 1, in 1998, Land Bank and MIFA merged to create the Agency. Prior to this merger, all Land Bank employees were participants in the State Plan; MIFA employees were not. All former Land Bank employees were given the option to stay in the State Plan or take part in the retirement plans being offered by the Agency. Any new employees hired after the merger were not eligible to participate in the State Plan, except for the union firefighters at Devens. The State Plan provides benefits including retiree health benefits to qualifying retirees. The programs are carried out by the Commonwealth. There are currently 24 employees in the State Plan. Neither the Land Bank nor the Agency have ever been charged for post-retirement benefits for its current employees or its retirees from the Commonwealth Group Insurance Commission. The Agency's management has reviewed the requirements of GASB 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions ("OPEB")*, and believes the Agency is not liable for OPEB costs for current active or retired employees due to the following: there is no statutory requirement holding the Agency liable for OPEB costs; the Agency has never been billed by the Group Insurance Commission for any OPEB costs; and it is the legal opinion of the Agency's outside attorney that no evidence exists that indicates that the Agency is liable for these costs.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

18. Segment Reporting

Devens Electric Utility Division

A separate financial statement for the Devens Electric Utility Division is published and is available upon request.

Summary financial information for the Devens Electric Utility Division is presented below:

Statement of Net Position as of June 30:

| | 2018 |
|---|-----------------------------|
| Assets | |
| Current assets | \$ 6,839,414 |
| Noncurrent assets | 8,848,911 |
| Capital assets, net | <u>13,077,398</u> |
| Total assets | <u><u>28,765,723</u></u> |
| Liabilities and Net Position | |
| Current liabilities | 1,951,214 |
| Due to Massachusetts Development Finance Agency | 461,855 |
| Noncurrent liabilities | <u>5,637,145</u> |
| Total liabilities | <u>8,050,214</u> |
| Net position | |
| Net investment in capital assets | 7,078,095 |
| Restricted | <u>13,637,414</u> |
| Total net position | <u>20,715,509</u> |
| Total liabilities and net position | <u><u>\$ 28,765,723</u></u> |

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

Condensed Statement of Revenues, Expenses and Changes in Net Position for the year ended June 30:

| | 2018 |
|-----------------------------------|-----------------------------|
| Operating revenues | \$ 19,126,274 |
| Operating expenses | 16,975,598 |
| Depreciation | <u>1,313,196</u> |
| Operating income | 837,480 |
| Nonoperating expenses, net | <u>(81,624)</u> |
| Increase in net position | 755,856 |
| Net position at beginning of year | <u>19,959,653</u> |
| Net position at end of year | <u><u>\$ 20,715,509</u></u> |

Condensed Statement of Cash Flows for the years ended June 30:

| | 2018 |
|---|-----------------------------|
| Net cash provided by operating activities | \$ 1,566,068 |
| Net cash used in capital and related financing activities | (893,667) |
| Net cash provided by investing activities | <u>147,829</u> |
| Net increase in cash and cash equivalents | 820,230 |
| Cash and cash equivalents at beginning of year | <u>12,194,370</u> |
| Cash and cash equivalents at end of year | <u><u>\$ 13,014,600</u></u> |

19. New Markets Tax Credit Program

The Agency has accounted for its 0.01% to 0.10% ownership interests in the NMTC entities using the equity method of accounting. The total amount invested in these NMTC entities was \$17,162 as of June 30, 2018.

As part of the closing of the NMTC entities, the Agency receives sub-allocation fees from the capitalized funds and such fees are included in bond issuance and NMTC fees in the statement of revenues, expenses and changes in net position as of June 30, 2018. The Agency receives such fees as organizational fees for structuring and organizing the sub-allocation of the new markets tax credits of the NMTC entities. The sub-allocation fees recognized during fiscal year 2018 were \$1,518,497.

Massachusetts Development Finance Agency
(A Component Unit of the Commonwealth of Massachusetts)
Notes to Financial Statements

The Agency receives an annual management fee for services related to managing the operations of the NMTC entities, including accounting, legal, management, technical and other services, as needed by the NMTC entities. Total management fees earned for fiscal years 2018 were \$1,018,626. As of June 30, 2018, management fees of \$469,075 remain unpaid to the Agency, and are included in accounts receivable and other assets on the statements of net position.

The Agency may, from time to time, loan operating cash to the NMTC entities for professional services and be reimbursed at a later date. As of June 30, 2018, \$64,665 remains unpaid to the Agency.

20. Legal Matters

The Agency is subject to various legal proceedings and claims that arise in the ordinary course of business. Management believes that the final outcome of such matters will not have a material adverse effect on the financial position, results of operations or liquidity of the Agency.

21. Restatement of Balances

The Agency restated its fiscal year 2017 beginning net position by an increase of \$528,000 due to the fiscal year 2018 implementation of GASB No. 53, in relation to certain loan agreements which include warrants that qualify as reportable derivative instruments, the fair market value of the warrant investments was retroactively included in noncurrent investments and investment income.

22. Subsequent Events

Management has evaluated subsequent events through November 27, 2018, the date the financial statements were available for issuance, noting no additional material events to disclose other than the items noted below.

On September 4, 2018, the Agency received an advance grant funding of \$24,200,000 from the MassWorks Office of Housing and Economic Development for the redevelopment of buildings in Boston. Due to the receipt of these funds, the Agency paid down the outstanding principal balance and related accrued interest on the Citizens building acquisition and construction loan on September 10, 2018 in the amounts of \$10,297,330 and \$32,341, respectively.

**Massachusetts Development Finance Agency
Supplementary Information
June 30, 2018
(unaudited)**

Statements of Departmental Net Position

| | General Operations | Brownfield Redevelopment | Emerging Technology | Cultural Facilities | Mortgage Insurance | Charitable Institutional Trust | Charter School Facilities | Advanced Manufacturing | Transformative Development Initiative | Devens | Devens Electric Utility Division | Devens Gas, Water, Wastewater Utility Divisions | Other | Taunton Corp. | Eliminations | Total |
|---|--------------------|--------------------------|---------------------|---------------------|--------------------|--------------------------------|---------------------------|------------------------|---------------------------------------|---------------|----------------------------------|---|---------------|---------------|-----------------|----------------|
| Assets | | | | | | | | | | | | | | | | |
| Current assets | \$ 57,975,937 | \$ 10,922,422 | \$ 36,015,478 | \$ 5,513,448 | \$ 13,198,283 | \$ 3,394,827 | \$ 21,701,099 | \$ 3,337,641 | \$ 9,657,826 | \$ 18,414,208 | \$ 6,839,414 | \$ 6,015,059 | \$ 28,066,525 | \$ 3,225,113 | \$ (2,748,800) | \$ 221,528,480 |
| Noncurrent assets | 138,842,789 | 2,137,753 | 7,042,975 | - | (452,214) | 5,910,092 | (568,486) | - | - | 8,878,949 | 8,848,911 | 5,556,447 | 620,472 | - | (9,364,524) | 167,453,164 |
| Capital assets, net | 78,048,660 | - | - | - | - | - | - | - | 3,606,154 | 43,357,577 | 13,077,398 | 27,406,087 | - | 8,625,051 | - | 174,120,927 |
| Total assets | \$ 274,867,386 | \$ 13,060,175 | \$ 43,058,453 | \$ 5,513,448 | \$ 12,746,069 | \$ 9,304,919 | \$ 21,132,613 | \$ 3,337,641 | \$ 13,263,980 | \$ 70,650,734 | \$ 28,765,723 | \$ 38,977,593 | \$ 28,686,997 | \$ 11,850,164 | \$ (12,113,324) | \$ 563,102,571 |
| Liabilities | | | | | | | | | | | | | | | | |
| Current liabilities | \$ 22,032,271 | \$ 465,748 | \$ 800 | \$ 2,553,318 | \$ - | \$ 4,363 | \$ - | \$ 248,172 | \$ 343,964 | \$ 2,012,323 | \$ 2,413,069 | \$ 1,059,350 | \$ 16,044,981 | \$ 23,245 | \$ (3,659,362) | \$ 43,542,242 |
| Noncurrent liabilities | 3,270,071 | 11,645 | 179,977 | - | 265,879 | - | 88,795 | - | - | 1,263,218 | 5,637,145 | 16,487,782 | 4,500,000 | 50,000 | (8,442,491) | 23,312,021 |
| Total liabilities | 25,302,342 | 477,393 | 180,777 | 2,553,318 | 265,879 | 4,363 | 88,795 | 248,172 | 343,964 | 3,275,541 | 8,050,214 | 17,547,132 | 20,544,981 | 73,245 | (12,101,853) | 66,854,263 |
| Deferred inflows of resources | | | | | | | | | | | | | | | | |
| Interest rate swap | 712,835 | - | - | - | - | - | - | - | - | - | - | - | - | - | - | 712,835 |
| Net position | | | | | | | | | | | | | | | | |
| Net investment in capital assets | 71,007,449 | - | - | - | - | - | - | - | 3,606,154 | 43,357,577 | 7,078,095 | 18,679,165 | - | 8,568,735 | 28,080 | 152,325,255 |
| Restricted | 431,820 | 12,582,782 | 42,877,676 | 2,960,130 | 12,480,190 | 9,300,556 | 21,043,818 | 3,089,469 | 9,313,862 | 24,017,616 | 13,637,414 | 2,751,296 | 7,747,369 | 3,208,184 | 3,452,610 | 168,894,792 |
| Unrestricted | 177,412,940 | - | - | - | - | - | - | - | - | - | - | - | 394,647 | - | (3,492,161) | 174,315,426 |
| Total net position | 248,852,209 | 12,582,782 | 42,877,676 | 2,960,130 | 12,480,190 | 9,300,556 | 21,043,818 | 3,089,469 | 12,920,016 | 67,375,193 | 20,715,509 | 21,430,461 | 8,142,016 | 11,776,919 | (11,471) | 495,535,473 |
| Total liabilities, deferred inflows of resources and net position | \$ 274,867,386 | \$ 13,060,175 | \$ 43,058,453 | \$ 5,513,448 | \$ 12,746,069 | \$ 9,304,919 | \$ 21,132,613 | \$ 3,337,641 | \$ 13,263,980 | \$ 70,650,734 | \$ 28,765,723 | \$ 38,977,593 | \$ 28,686,997 | \$ 11,850,164 | \$ (12,113,324) | \$ 563,102,571 |

Statements of Departmental Revenues, Expenses and Changes in Net Position

| | General Operations | Brownfield Redevelopment | Emerging Technology | Cultural Facilities | Mortgage Insurance | Charitable Institutional Trust | Charter School Facilities | Advanced Manufacturing | Transformative Development Initiative | Devens | Devens Electric Utility Division | Devens Gas, Water, Wastewater Utility Divisions | Other | Taunton Corp. | Eliminations | Total |
|--|--------------------|--------------------------|---------------------|---------------------|--------------------|--------------------------------|---------------------------|------------------------|---------------------------------------|---------------|----------------------------------|---|--------------|---------------|----------------|----------------|
| Operating revenues | \$ 18,129,037 | \$ 204,059 | \$ 584,850 | \$ - | \$ 524,931 | \$ 733 | \$ 154,244 | \$ - | \$ 58,400 | \$ 10,812,548 | \$ 19,126,274 | \$ 12,077,855 | \$ 130,254 | \$ (311,254) | \$ (1,968,707) | \$ 59,523,224 |
| Operating expenses | (21,465,949) | (2,260,201) | (1,234,611) | (603,496) | (434,726) | (94,754) | (386,107) | (300,828) | (3,549,874) | (14,359,060) | (18,288,794) | (11,571,319) | (4,814,072) | (79,399) | 975,440 | (78,467,750) |
| Operating income (loss) | (3,336,912) | (2,056,142) | (649,761) | (603,496) | 90,205 | (94,021) | (231,863) | (300,828) | (3,491,474) | (3,546,512) | 837,480 | 506,536 | (4,683,818) | (390,653) | (993,267) | (18,944,526) |
| Nonoperating revenues (expenses) | (87,598) | 176,387 | 960,731 | 35,609 | 50,502 | 36,238 | 251,866 | 56,403 | 159,310 | 257,796 | (81,624) | (56,779) | 94,674 | (2,154) | (28,664) | 1,822,697 |
| Capital contributions (distributions) | 29,731,503 | (266,066) | - | 612,362 | (50,502) | (499,345) | - | (802,602) | 766,557 | 516,737 | - | (959,960) | 5,214,576 | - | 1,010,460 | 35,273,720 |
| Increase (decrease) in net position | 26,306,993 | (2,145,821) | 310,970 | 44,475 | 90,205 | (557,128) | 20,003 | (1,047,027) | (2,565,607) | (2,771,979) | 755,856 | (510,203) | 625,432 | (392,807) | (11,471) | 18,151,891 |
| Net position-beginning of year | 222,545,216 | 14,728,603 | 42,566,706 | 2,915,655 | 12,389,985 | 9,857,684 | 21,023,815 | 4,136,496 | 15,485,623 | 70,147,172 | 19,959,653 | 21,940,664 | 7,516,584 | 12,169,726 | - | 477,383,582 |
| Net position-end of year | \$ 248,852,209 | \$ 12,582,782 | \$ 42,877,676 | \$ 2,960,130 | \$ 12,480,190 | \$ 9,300,556 | \$ 21,043,818 | \$ 3,089,469 | \$ 12,920,016 | \$ 67,375,193 | \$ 20,715,509 | \$ 21,430,461 | \$ 8,142,016 | \$ 11,776,919 | \$ (11,471) | \$ 495,535,473 |