Independent Auditor's Report and Financial Statements

December 31, 2023 and 2022



December 31, 2023 and 2022

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Independent Auditor's Report

Board of Directors District Energy Corporation Lincoln, Nebraska

Opinion

We have audited the financial statements of District Energy Corporation as of and for the years ended December 31, 2023 and 2022, and the related notes to the financial statements, which collectively comprise District Energy Corporation's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the financial position of District Energy Corporation, as of December 31, 2023 and 2022, and the changes in financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are required to be independent of District Energy Corporation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about District Energy Corporation's ability to continue as a going concern for 12 months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.



In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 District Energy Corporation's internal control. Accordingly, no
 such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about District Energy Corporation's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis be presented to supplement the basic financial statements. Such information is the responsibility of management and, 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.

FORVIS, LLP

Lincoln, Nebraska April 9, 2024

Management's Discussion and Analysis (Unaudited) December 31, 2023 and 2022

2023 SIGNIFICANT EVENTS

- The city water meter and associated piping at the County/City Thermal Plant were upgraded from 1.5" to 2" to increase condenser water makeup to the cooling towers to ensure reliable chiller operation. The water softener was also replaced for improved water chemistry for the chilled and hot water loops.
- A hot water leak caused by corroded hot water distribution piping under a paved city street was replaced with high temperature polymer piping. Hot water distribution valves were also replaced with improved installation methods to reduce corrosion risk.
- Preventative maintenance and improvements were completed on the West Haymarket Plant's hot water underground distribution system, which included valve replacements, pipe replacements, and improved installation methods. This project reduced risks of corrosion and potential leaks, and addressed items discovered during previous inspections.
- The condensate storage tank was replaced at the State Boiler Plant, which included new pumps and associated control equipment that greatly improved plant reliability.
- The roof at the State Boiler Plant was replaced to maintain long-term integrity of the building structure.
- Several projects were completed to improve safety, security, and customer service at all
 the District Energy Corporation facilities. This included additional card access readers,
 redundant communications for fire system monitoring, and additional customer alarms
 and communications to ensure quicker response times.

FINANCIAL REPORT OVERVIEW

The information provided in the Management's Discussion and Analysis (MD&A) section of the Financial Report explains the activities, plans and events that impacted DEC's financial position and operating results for the years ended December 31, 2023, 2022 and 2021. This overview from management is one of the three components of the Financial Report. The other two components are the Financial Statements and Notes to the Financial Statements. The Financial Report should be read in its entirety to understand the events and conditions impacting District Energy Corporation (DEC).

Balance Sheet - This statement presents assets, deferred outflows of resources, liabilities, deferred inflows of resources and net position. Assets and liabilities are each divided to distinguish current and noncurrent. This statement reveals liquidity, financial flexibility and capital structure.

Statement of Revenues, Expenses and Changes in Net Position - Operating results are separated into operating revenues and expenses and non-operating revenues and expenses. This statement is useful in analyzing financial health.

Statement of Cash Flows - This statement classifies sources and uses of cash summarized by operating, capital and related financing and investing activities.

Notes to Financial Statements - The notes provide additional information to support the Financial Statements.

FINANCIAL POSITION AND OPERATING RESULTS

CONDENSED BALANCE SHEETS

	2023	2022	2021
Current Assets	\$ 9,115,468	\$ 7,373,297	\$ 6,393,835
Noncurrent Assets	4,243,132	5,483,845	5,911,374
Capital Assets, net	59,715,395	62,254,612	64,156,979
Deferred Outflows of Resources	1,109,035	1,172,706	1,236,379
TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES	\$ 74,183,030	\$ 76,284,460	\$ 77,698,567
Current Liabilities	\$ 7,013,298	\$ 5,333,485	\$ 5,187,721
Noncurrent Liabilities	59,117,414	64,764,836	67,976,950
TOTAL LIABILITIES	66,130,712	70,098,321	73,164,671
Net investment in capital assets	(117,312)	(819,025)	(1,921,050)
Restricted for debt service	2,259,503	1,673,000	1,574,422
Unrestricted	5,910,127	5,332,164	4,880,524
NET POSITION	8,052,318	6,186,139	4,533,896
TOTAL LIABILITIES AND NET POSITION	\$ 74,183,030	\$ 76,284,460	\$ 77,698,567
I.		-	

Comparison of 2023 to 2022

Total assets and deferred outflows of resources decreased \$2,101,430 or 2.8 percent in 2023 as compared to 2022. Current assets increased \$1,742,171 or 23.6 percent due primarily to increased interest income and the makeup of the cash and investment balances. Noncurrent assets decreased \$1,240,713 or 22.6 percent, primarily due to payments from the construction fund. Capital assets decreased \$2,539,217 or 4.1 percent, primarily due to routine monthly depreciation. Deferred outflows of resources decreased \$63,671 or 5.4 percent due to the amortization of deferred losses on refunded debt.

Total liabilities decreased \$3,967,609 or 5.7 percent in 2023 compared to 2022. Current liabilities increased \$1,679,813 or 31.5 percent due to increased accounts payable related to the West Haymarket valve project and the line of credit balance being current in 2023 due to stated maturity of August 19, 2024. Noncurrent liabilities decreased \$5,647,442 or 8.7 percent due to premium amortization and principal payments on long-term debt.

Comparison of 2022 to 2021

Total assets and deferred outflows of resources decreased \$1,414,107 or 1.8 percent in 2022 as compared to 2021. Current assets increased \$979,462 or 15.3 percent due primarily to increases in the operating fund balance related to increased revenue. Noncurrent assets decreased \$427,529 or 7.2 percent, primarily due to lower financing receivable balances and complete repayment on the SAP project asset balance. Capital assets decreased \$1,902,367 or 3.0 percent, primarily due to routine monthly depreciation. Deferred outflows of resources decreased \$63,673 or 5.1 percent due to the amortization of deferred losses on refunded debt.

Total liabilities decreased \$3,066,350 or 4.2 percent in 2022 compared to 2021. Current liabilities increased \$145,764 or 2.8 percent due to increased accounts payable. Noncurrent liabilities decreased \$3,212,114 or 4.7 percent due to bond principal payments and premium amortization.

CONDENSED STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

	2023	_	2022	-	2021
Operating Revenues	\$ 12,505,413	\$	12,058,862	\$	10,503,724
Operating Expenses	9,644,776		9,038,343		8,774,380
OPERATING INCOME	\$ 2,860,637	\$	3,020,519	\$	1,729,344
Interest Expense	\$ (1,467,826)	\$	(1,461,673)	\$	(1,747,100)
Other Nonoperating Revenues	473,368		93,397		107,025
TOTAL NONOPERATING EXPENSES	(994,458)		(1,368,276)		(1,640,075)
CHANGE IN NET POSITION	\$ 1,866,179	\$	1,652,243	\$	89,269

OPERATING REVENUES

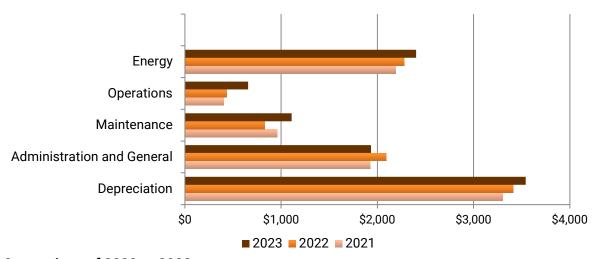
Comparison of 2023 to 2022

Operating revenues for 2023 were \$12,505,413 an increase of \$446,551 or 3.7 percent compared to 2022 operating revenues of \$12,058,862. Operating revenues increased primarily due to an increase in heating rates for all plants.

Comparison of 2022 to 2021

Operating revenues for 2022 were \$12,058,862 an increase of \$1,555,138 or 14.8 percent compared to 2021 operating revenues of \$10,503,724. Operating revenues increased primarily due to a rise in the LES Operations Center Plant demand financing rate.

OPERATING EXPENSES (Dollars in thousands)



Comparison of 2023 to 2022

Operating expenses for 2023 were \$9,644,776, an increase of \$606,433 or 6.7 percent over 2022 operating expenses of \$9,038,343. Energy expenses increased by \$124,257 or 5.5 percent, primarily due to increased water and chemical expenses. Operation and maintenance expenses increased \$505,893 or 40.2 percent, primarily due to increased payroll costs, and costs related to the West Haymarket valve project. Administration and general expenses decreased by \$155,144 or 7.4 percent due to the complete repayment on the SAP project in 2022. Depreciation expense increased \$131,427 or 3.9 percent due to additional depreciable assets added during the year.

Comparison of 2022 to 2021

Operating expenses for 2022 were \$9,038,343, an increase of \$263,963 or 3.0 percent over 2021 operating expenses of \$8,774,380. Energy expenses increased by \$86,612 or 4.0 percent, primarily due to increased natural gas expenses. Operation and maintenance expenses decreased \$99,350 or 7.3 percent, primarily due to a significant decrease in maintenance costs at the West Haymarket Plant due to extensive valve repair costs in 2021. Administration and general expenses increased by \$166,090 or 8.6 percent due to increased management fees and insurance premiums. Depreciation expense increased \$110,611 or 3.4 percent due to additional depreciable assets added during the year.

RATES

DEC's rates are designed using cost of service principles. An annual budget, which includes operating, capital and recommended rates, is approved by the Board. Customers pay the monthly charges as outlined in the Thermal/Energy Service Agreements, which are subject to adjustment by DEC based on cost of service. Additionally, the rates may be modified by DEC at any time with a 60-day written notice to the customer.

CASH AND FINANCING ACTIVITIES

CONDENSED STATEMENTS OF CASH FLOWS

	2023	- 2022 -	- 2021
Cash Flows from Operating Activities	\$ 6,930,886	\$ 7,100,570	\$ 5,312,908
Cash Flows from Capital and Related Financing Activities	(6,767,791)	(6,022,866)	(6,281,099)
Cash Flows from Investing Activities	(685,123)	3,644,347	(3,766,384)
NET CHANGE IN CASH AND CASH EQUIVALENTS	\$ (522,028)	\$ 4,722,051	\$ (4,734,575)
		-	

Cash flows from operating activities contain transactions involving customers and suppliers.

Cash flows from capital and related financing activities contain transactions involving the acquisition and construction of capital assets and the long-term debt related to that capital.

Cash flows from investing activities contain transactions related to interest income and security purchases and maturities.

Comparison of 2023 to 2022

Cash inflows from operating activities for 2023 were \$6,930,886, a decrease of \$169,684 from 2022, primarily due to increases in labor expenses and fuel costs. Cash outflows used for capital and related financing activities for 2023 were \$6,767,791, an increase of \$744,925 from 2022 as there were no draws on the line of credit agreement. Cash outflows from investing activities were \$685,123 in 2023 compared to cash inflows of \$3,644,347 in 2022 for a year-over-year decrease of \$4,329,470. This change is primarily due to increased investment purchases in 2023.

Comparison of 2022 to 2021

Cash inflows from operating activities for 2022 were \$7,100,570, an increase of \$1,787,662 from 2021, primarily due to higher customer revenues received. Cash outflows used for capital and related financing activities were \$6,022,866, a decrease of \$258,233 from 2021, due to financing activities during the Series 2021 Bond issuance in the previous year. Cash inflows from investing activities were \$3,644,347 in 2022 compared to cash outflows of \$3,766,384 in 2021 for a year-over-year increase of \$7,410,731. This change is primarily due to increased sales of investments in 2022.

FINANCING

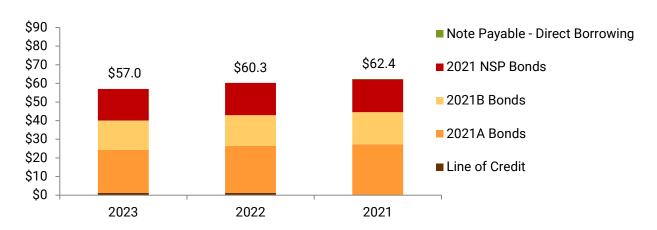
In 2021, DEC entered into a \$5,000,000 line of credit agreement with J.P. Morgan Chase Bank, N.A to provide short-term liquidity as well as interim financing for current and future capital investments. The line of credit agreement allows for both tax-exempt and taxable borrowings with an expiration of August 2024. The amount outstanding under this line of credit was \$1,200,000 as of December 31, 2023 and 2022.

DEC has not issued any long-term debt since 2021.

The following chart shows outstanding debt as of December 31, 2023, 2022 and 2021.

Outstanding Debt

(Dollars in millions)



RATINGS

In establishing an entity's bond rating, bond rating agencies consider an entity's operations, characteristics and financial strength. Fitch Ratings (Fitch) and Standard & Poor's Global Ratings (S&P) assigned ratings for the Series 2021 Bond issuances.

The credit ratings in effect on December 31, 2023, were as follows:

	S&P	Fitch
2021A Facility Revenue Refunding Bonds 2021B Facility Revenue Refunding Bonds 2021 NSP Facility Revenue Bonds	AA+ AA+ AA+	AA+ AA+ AA

DEBT SERVICE COVERAGE

The following table reflects the calculation of the debt service coverage ratio. The ratio reflects DEC's year-end funds available to pay its debt service. DEC's bond resolution establishes a debt service coverage requirement of 1.0.

	2023	2022	-	2021
OPERATING REVENUE	\$ 12,505,413	\$ 12,058,862	\$	10,503,724
Energy	2,403,126	2,278,869		2,192,257
Operations	656,589	432,556		401,223
Maintenance	1,108,520	826,660		957,343
Administration and General	1,934,091	2,089,235		1,923,145
TOTAL OPERATING EXPENSES (EXCLUDING DEPRECIATION)	6,102,326	5,627,320		5,473,968
Net Operating Revenue	6,403,087	6,431,542		5,029,756
Interest Income*	447,021	93,397		58,327
Transfer to Rate Stabilization Fund	(69,000)	(57,000)		(50,000)
Financing Receipts**	238,749	255,385		201,498
AVAILABLE FOR DEBT SERVICE	\$ 7,019,857	\$ 6,723,324	\$	5,239,581
DEBT SERVICE	\$ 5,642,140	\$ 5,640,264	\$	4,282,430
DEBT SERVICE COVERAGE RATIO	1.24	1.19		1.22
			-	

^{*}Interest earned on the rate stabilization fund is excluded within the Interest Income line above for 2023, but included for prior years.

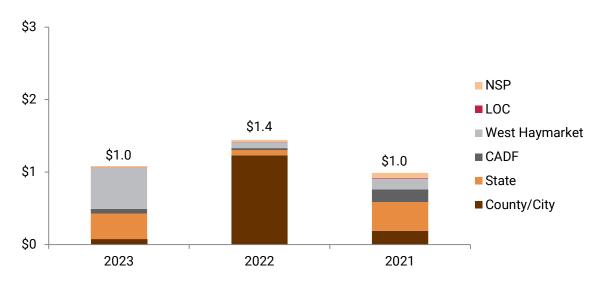
^{**}Financing receipts for energy efficiency projects related to the CADF Thermal Plant and State of Nebraska (see Note 3).

CAPITAL EXPENDITURES

Capital expenditures for 2023, 2022 and 2021 are shown in the chart below.

Capital Expenditures

(Dollars in millions)



Significant projects during 2023 included:

State Boiler Plant

- The original roof that was installed in 1999 was replaced to maintain the integrity of the building structure.
- The condensate storage tank was replaced including the associated pumps and controls, which greatly improved plant reliability.

West Haymarket Plant

 Improvements were completed on the hot water distribution piping and valves. The work was performed between May and September 2023, following an inspection done in 2022.

Significant projects during 2022 included:

County/City Thermal Plant

 Additional ice storage was installed to increase capacity and adequately serve customer demand.

• State Boiler Plant

 An upgrade of the pumps and associated control equipment was performed on the deaerator, which greatly improved reliability and reduced operator callouts.

West Haymarket Plant

A pipe extension was necessary to provide service to the Canopy Park
 Development in the West Haymarket. Design, construction and installation of a

- four-pipe extension started in 2020 and continued into 2022. The Canopy Park Development began taking thermal service late in 2022.
- The underground distribution system was evaluated to investigate potential corrosion after a hot water leak was identified in late 2020. Plans were created to address identified concerns in 2023.

CONTACT INFORMATION

This financial report is designed to provide a general overview of DEC's financial status for 2023, 2022 and 2021. Questions concerning any information provided in this report or requests for additional financial information can be addressed to the DEC Chief Financial Officer at Lincoln Electric System 9445 Rokeby Road, Lincoln, NE 68526 or by email at finance@les.com.

Balance Sheets

Years Ended December 31, 2023 and 2022

	2023	2022
Assets and Deferred Outflows of Resources		
Current Assets		
Cash and cash equivalents	\$ 4,499,273	\$ 2,653,625
Investments	575,932	1,278,092
Restricted cash, cash equivalents and investments	3,267,925	2,842,744
Accounts receivable	263,830	208,940
Financing receivables	191,360	238,749
Inventory	143,120	131,147
Prepaid expenses	24,438	20,000
Other current assets	149,590	-
Total current assets	9,115,468	7,373,297
Noncurrent Assets		
Restricted cash, cash equivalents and investments	2,928,401	3,900,318
Financing receivables, net	876,267	1,067,627
Costs recoverable from future billings	438,464	515,900
Total noncurrent assets	4,243,132	5,483,845
Capital Assets		
Utility plant	90,737,247	88,530,482
Accumulated depreciation	(31,460,392)	(27,917,942)
Construction work in progress	438,540	1,642,072
Total capital assets	59,715,395	62,254,612
Deferred Outflows of Resources		
Deferred loss on refunded debt	1,109,035	1,172,706
Total assets and deferred outflows of resources	\$ 74,183,030	\$ 76,284,460
Liabilities and Net Position		
Current Liabilities		
Accounts payable	\$ 1,293,324	\$ 792,311
Current portion of long-term debt	4,605,000	3,290,000
Accrued interest payable	1,114,974	1,181,174
Unearned revenue	-	70,000
Total current liabilities	7,013,298	5,333,485
Long-term Debt, Net	59,117,414_	64,764,836
Total liabilities	66,130,712	70,098,321
Net Position		
Net investment in capital assets	(117,312)	(819,025)
Restricted for debt service	2,259,503	1,673,000
Unrestricted	5,910,127	5,332,164
Total net position	8,052,318	6,186,139
Total liabilities and net position	\$ 74,183,030	\$ 76,284,460
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See Notes to Financial Statements		12

Statements of Revenues, Expenses, and Changes in Net Position Years Ended December 31, 2023 and 2022

2023	2022
\$ 12,505,413	\$ 12,058,862
2,403,126	2,278,869
656,589	432,556
1,108,520	826,660
1,934,091	2,089,235
3,542,450	3,411,023
9,644,776	9,038,343
2,860,637	3,020,519
(1,467,826)	(1,461,673)
473,368	93,397
(994,458)	(1,368,276)
1,866,179	1,652,243
	4,533,896
	\$ 6,186,139
	\$ 12,505,413 2,403,126 656,589 1,108,520 1,934,091 3,542,450 9,644,776 2,860,637 (1,467,826) 473,368

Statements of Cash Flows Years Ended December 31, 2023 and 2022

	2023	2022
Operating Activities		
Received from sales to customers and users	\$ 12,658,983	\$ 12,476,312
Paid to suppliers for goods and services	(5,728,097)	(5,375,742)
Net cash provided by operating activities	6,930,886	7,100,570
Capital and Related Financing Activities		
Capital expenditures for utility plant	(1,042,451)	(1,442,245)
Principal payments on long-term debt	(3,290,000)	(3,281,688)
Interest payments on long-term debt	(2,435,340)	(2,498,933)
Advances on line of credit		1,200,000
Net cash used in capital and related financing activities	(6,767,791)	(6,022,866)
Investing Activities		
Net (purchases) and sales of investments	(1,118,780)	3,568,708
Interest received	433,657	75,639
Net cash provided by (used in) investing activities	(685,123)	3,644,347
Net Change in Cash and Cash Equivalents	(522,028)	4,722,051
Cash and Cash Equivalents - Beginning of Year	6,739,647	2,017,596
Cash and Cash Equivalents - End of Year	\$ 6,217,619	\$ 6,739,647
Pagenciliation of Cook and Cook Equivalents		
Reconciliation of Cash and Cash Equivalents to the Balance Sheets		
Cash and cash equivalents	4,499,273	2,653,625
Restricted cash, cash equivalents and investments - current	3,267,925	2,842,744
Restricted cash, cash equivalents and investments - current	2,928,401	3,900,318
•	•	
Total cash, cash equivalents and investments	10,695,599	9,396,687
Less: investments not classified as cash equivalents	(4,477,980)	(2,657,040)
Total cash and cash equivalents	\$ 6,217,619	\$ 6,739,647

Statements of Cash Flows - Continued Years Ended December 31, 2023 and 2022

	2023	2022
Reconciliation of Operating Income To	 	
Net Cash Provided By Operating Activities		
Operating income	\$ 2,860,637	\$ 3,020,519
Noncash items included in operating income		
Depreciation	3,542,450	3,411,023
Changes in operating assets and liabilities		
Accounts receivable	(15,181)	162,064
Inventory	(11,973)	(11,014)
Prepaid expenses	(4,438)	(1,065)
Financing receivable	238,749	255,385
Accounts payable	540,232	131,970
Unearned revenue	(70,000)	-
Other current assets	(149,590)	-
Other noncurrent assets	 -	 131,688
Net cash provided by operating activities	\$ 6,930,886	\$ 7,100,570
Supplemental Non-cash Activities		
Capital asset acquisitions included in accounts payable	\$ 41,177	\$ 80,395
Bond premium amortization	1,042,422	1,122,114
Amortization of deferred loss on refunding	63,671	63,673

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Note 1: Summary of Significant Accounting Policies

Reporting Entity

District Energy Corporation (DEC) was established in 1989 as an inter-local entity with the primary function to own, operate, maintain and finance the heating and cooling facilities utilized by certain City of Lincoln, Lancaster County and State of Nebraska buildings.

The Board of Directors of DEC consists of five members: two appointed by the Lancaster County Board of Commissioners; two by the Mayor of Lincoln, who must be confirmed by the Lincoln City Council; and one by Lincoln Electric System (LES).

Basis of Accounting and Presentation

DEC's activities are accounted for on the economic resources measurement focus and use the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability is incurred or economic asset used. Revenues, expenses, gains, losses, assets and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange transaction takes place. DEC prepares its financial statements as a business-type activity in conformity with applicable pronouncements of the Governmental Accounting Standards Board (GASB).

DEC's accounting policies follow the provisions of GASB Codification Section Re10, *Regulated Operations*, which permits an entity with cost-based rates and Board authorization to include certain revenues or costs in a period other than the period in which revenues or costs would be reported by an unregulated entity to the extent that the rate-regulated entity is recovering or expects to recover such amounts in rates charged to its customers. This guidance applies to DEC because DEC's rates are established and approved by the DEC Board of Directors.

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, liabilities and deferred inflows and outflows of resources and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues, expenses and other changes in net position during the reporting period. Actual results could differ from those estimates.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Cash Equivalents

DEC considers all highly liquid investments with an original maturity of three months or less at the date of purchase to be cash equivalents. On December 31, 2023 and 2022, cash equivalents consisted of money market funds, certain short-term U.S. agency obligations and certain short-term U.S Treasury securities.

Investments and Investment Income

DEC's investments in money market mutual funds are carried at cost, which approximates fair value. All other investments are carried at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair value is based on quoted market prices. Investment income includes interest income and the net change for the year in the fair value of investments.

Revenue Recognition and Accounts Receivable

Revenues are recorded based on the period of customer usage and billings for revenues are rendered on a monthly basis. As all receivables are from member governments, no allowance for uncollectible accounts is considered necessary at December 31, 2023 and 2022.

Inventory

Inventories are valued at the lower of cost or market utilizing the average cost method.

Costs Recoverable from Future Billings

Certain income and expense items which would be recognized during the current period are deferred and not included in the determination of the change in net position until such costs are expected to be recovered through rates charged to customers, in accordance with the provisions of GASB Codification Section Re 10, *Regulated Operations*. At December 31, 2023 and 2022, costs recoverable from future billings are comprised of costs incurred in relation to DEC's debt issuances.

Capital Assets

Capital assets are recorded at historical cost. Major outlays for utility plant are capitalized as projects are constructed. Routine maintenance, repairs and minor replacement costs are charged as expenses when incurred. Utility plant in service is depreciated using the straight-line method over a five to thirty-year period.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

DEC records all assets for which it has primary responsibility for managing. Accounting guidance states, "governments that have the primary responsibility for managing an infrastructure asset should report the asset." Accordingly, it has been determined that if DEC bears the primary responsibility under an agreement to maintain and operate assets, these assets should be recorded on DEC's books. If, however, the customer is responsible for maintaining the asset, then the agreement should be a financing transaction and DEC records a receivable rather than a capital asset. There are certain facilities which DEC has funded, are maintained and operated by DEC, but which the customer has an option to purchase in the future. These options have never been exercised and the chances of ownership transfer taking place via this option are considered unlikely, therefore these facilities are considered assets of DEC.

Deferred Loss on Refunded Debt

Costs incurred in connection with the refinancing of various bond issuances are being amortized over the remaining life of the old bonds or the life of the new bonds, whichever is shorter. Amortization is recorded as a component of interest expense within non-operating expenses. The deferred loss on refunded debt balance was \$1,109,035 and \$1,172,706 as of December 31, 2023 and 2022, respectively.

Unearned Revenue

Unearned revenue relates to the fixed portion of the annual fee charged to the State of Nebraska for the contract to provide thermal services, which is amortized over the 12-month period relating to the contract. As of December 31, 2023, the contract has been fulfilled, which resulted in unearned revenue balance of \$0 and \$70,000 for 2023 and 2022, respectively.

Net Position Classification

Net position is required to be classified into three components, which are net investment in capital assets, restricted and unrestricted. These classifications are defined as follows:

Net investment in capital assets - This component of net position consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings attributable to the acquisition, construction, or improvement of those assets. Deferred outflows of resources and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets or related debt are also included in this component of net position. If there are significant

Notes to Financial Statements Years Ended December 31, 2023 and 2022

unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds is not included in the calculation of net investment in capital assets.

Restricted - This component of net position consists of constraints placed on net position use through external constraints imposed by creditors (such as through debt covenants), contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted - This component of net position consists of the net amount of the assets and liabilities that do not meet the definition of "restricted" or "net investment in capital assets."

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

Classification of Revenues and Expenses

Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with DEC's principal ongoing operations. The principal operating revenues of DEC are charges to customers for services. Operating expenses include the cost of services, administrative expenses and depreciation of capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Income Taxes

DEC is exempt from federal and state income taxes as it is a body corporate and politic of the State of Nebraska.

Note 2: Deposits and Investments

Deposits

State statutes require banks to give a bond, letter of credit, or pledge government securities to DEC in the amount of all deposits. The statutes allow pledged securities to be reduced by the amount of the deposit insured by the Federal Deposit Insurance Corporation (FDIC). DEC's cash deposits are insured up to \$250,000 by the FDIC.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Investments

DEC may invest in U.S. Government securities and agencies, federal instrumentalities, repurchase agreements, corporate issues, money market mutual funds, interest bearing time deposits or savings accounts, state and/or local government taxable and/or taxexempt debt and other fixed term investments as required by state law and designated in the DEC investment policy.

Fair Value Measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs supported by little or no market activity and are significant to the fair value of the assets or liabilities.

Money market mutual funds are carried at cost and thus are not included within the fair value hierarchy.

The following tables present the fair value measurements of DEC's assets recognized in the accompanying financial statements measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at year-end.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

As of December 31, 2023 and 2022, DEC had the following investments:

		 Maturitie	s in Y	ears	_	
December 31, 2023	Carrying Value	Less Than 1		1-5	Credit Ratings Moody's / S&P	Fair Value Hierarchy Level
Money market mutual funds	\$ 3,383,935	\$ 3,383,935	\$	-	Aaa/AAAm	N/A
U.S. Treasury securities	2,968,604	2,968,604		-	Aaa/AA+	2
U.S. Agency obligations	2,780,967	2,780,967		-	Aaa/AA+	2
	\$ 9,133,506	\$ 9,133,506	\$	-	=	
		Maturitie	s in Y	ears		
December 31, 2022	Carrying Value	Less Than 1		1-5	Credit Ratings Moody's / S&P	Fair Value Hierarchy Level
Money market mutual funds	\$ 4,173,277	\$ 4,173,277	\$	-	Aaa/AAAm	N/A
U.S. Agency obligations	4,706,903	4,706,903		-	Aaa/AA+	2
-	\$ 8,880,180	\$ 8,880,180	\$	-	_	

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. DEC's principal investment strategy is to buy and hold securities to maturity, which reduces interest rate risk.

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations per DEC investment guidelines. Corporate issues, state and/or local government taxable and/or tax-exempt debt and money market funds are the only current investment types that require a minimum specific rating. All such investments held as of December 31, 2023 and 2022 met minimum credit ratings as required by DEC's investment policy.

Custodial Credit Risk

For an investment, custodial credit risk is the risk that, in the event of a failure of the counterparty, DEC would not be able to recover the value of its investment securities that are in the possession of an outside party. All investments are held in DEC's name, as required by the investment policy.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Concentration of Credit Risk

Concentration of credit risk is the risk associated with the amount of investments DEC has with any one issuer that exceeds 5 percent or more of its total investments. Investments issued or explicitly guaranteed by the U.S. Government are excluded from this requirement. DEC's investment policy places the following limits on the amount that may be invested in any one type of investment and/or issuer.

		Limits of	
	Portfolio	Individual	Maturity
Investment Type	Composition	Issuers	Limitations
U.S. Government securities	100%	None	10 years
U.S. Government agencies	100%	None	10 years
Federal instrumentalities	100%	None	10 years
Instrumentalities of the U.S.	20%	5%	10 years
Interest-bearing time deposit or	100%	15%	5 years
savings accounts	100.0	10.0	•
Repurchase agreements	50%	15%	90 days
Corporate issues	50%	5%	
Banker's acceptances			180 days
Commercial paper			270 days
Corporate notes			5 years
Money market mutual funds	100%	25%	N/A
State and/or local government taxable and/or tax-exempt debt	30%	5%	3 years
Other fixed term investments	25%	25%	5 years

At December 31, 2023 and 2022 DEC had the following investment concentrations:

Portfolio Composition December 31,

	2023	2022
U.S. sponsored agency obligations		_
Federal Home Loan Bank	30.45%	47.32%
Federal Home Loan Mortgage Corp	0.00%	5.68%

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Summary of Carrying Values

The carrying values of cash deposits and investments as of December 31, 2023 and 2022 were as follows:

	2023	2022
Cash Deposits Investments	\$ 2,138,025 9,133,506	
	\$ 11,271,53	1 \$ 10,674,779
Current Assets Cash and cash equivalents Operating funds	\$ 4,399,156	5 \$ 2,581,860
Rate Stabilization Fund	100,117	
Total	4,499,273	3 2,653,625
Investments Operating funds Rate Stabilization Fund	- 575,932	773,292 2 504,800
Total	575,932	2 1,278,092
Restricted cash, cash equivalents and investments Bond principal and interest funds	3,267,92	5 2,842,744
Nonurrent Assets Restricted cash, cash equivalents and investments Bond reserve funds Construction funds	2,928,40	1 2,837,597 - 1,062,721
Total	2,928,40	1 3,900,318
	\$ 11,271,53	1 \$ 10,674,779

Rate Stabilization Fund

The DEC Board of Directors established a Rate Stabilization Fund (RSF) in 2004. The RSF was established to pay for operating and maintenance expenses and extraordinary renewals, replacements, or repairs. Funds can be deposited or withdrawn with Board approval. The target for the RSF is 25 percent of the current year's budgeted energy expense. The Board approved transfers to the RSF of \$69,000 and \$57,000 in 2023 and 2022, respectively. The RSF transfers help make progress toward meeting the intended target.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Note 3: Financing Receivables

DEC has purchased and installed certain energy efficiency equipment for Lancaster County, Nebraska (the County) at the County Adult Detention Facility's (CADF) Thermal Energy Facility. The County maintains this equipment and is responsible for the costs of operation and maintenance of the equipment. Under an agreement between DEC and the County, DEC is being reimbursed by the County for the original cost of this equipment with the final payment scheduled for March 1, 2031. The County makes monthly payments to DEC of \$12,330, which includes interest at a rate of 1.3 percent.

The minimum payments expected to be received from the County over the term of this agreement at December 31, 2023, are as follows:

Year Ending December 31,	Р	rincipal
2024	\$	135,553
2025		137,335
2026		139,141
2027		140,970
2028		142,824
2029-2031		315,997
Total	\$	1,011,820

DEC has financed certain energy efficiency projects for the building acquired by the State of Nebraska (the State), located at 1526 "L" Street, in Lincoln, Nebraska. The State maintains the building and is responsible for the costs of operation and maintenance of such improvements. The State is reimbursing DEC for the original cost of this project over the term of the related debt service, which matures July 1, 2024. The State makes monthly payments to DEC of \$8,997, which includes interest at a rate of 2.7 percent.

The minimum payments expected to be received from the State over the term of this agreement at December 31, 2023, are as follows:

Year Ending December 31,	Pı	rincipal
2024		55,807
Total	\$	55,807

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Note 4: Utility Plant

Utility plant activity for the years ended December 31, 2023 and 2022 was as follows:

			2023		
	January 1,	Increases	Decreases	Transfers	December 31,
Construction work in progress					
(not depreciated)	\$ 1,642,072	\$ 1,003,233	\$ -	\$ (2,206,765)	\$ 438,540
Utility Plant	88,530,482	-	-	2,206,765	90,737,247
Less: Accumulated depreciation	(27,917,942)	(3,542,450)			(31,460,392)
Totals	\$ 62,254,612	\$ (2,539,217)	\$ -	\$ -	\$ 59,715,395
			2022		
	January 1,	Increases	Decreases	Transfers	December 31,
Construction work in progress					
(not depreciated)	\$ 4,331,175	\$ 1,508,656	\$ -	\$ (4,197,759)	\$ 1,642,072
Utility Plant	84,332,723	-	-	4,197,759	88,530,482
Less: Accumulated depreciation	(24,506,919)	(3,411,023)	-	-	(27,917,942)
Totals	\$ 64,156,979	\$ (1,902,367)	\$ -	\$ -	\$ 62,254,612

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Note 5: Long-Term Debt

Long-term debt consisted of the following at December 31, 2023 and 2022:

	Date Callable	2023	2022
Revenue Bonds			
Series Bonds			
Series 2021A facility revenue refunding bonds, 5.00%,			
due annually through July 1, 2032	2031	20,110,000	22,215,000
Series 2021B facility revenue refunding bonds, 0.26% t	0		
2.19%, due annually through July 1, 2031	N/A	5,620,000	6,385,000
Series 2021 NSP facility revenue bonds, 5.00%, due			
annually through July 1, 2040	2031	11,405,000	11,825,000
Term Bonds			
Series 2021A facility revenue refunding bonds, 2.00%,			
due July 1, 2036	N/A	1,280,000	1,280,000
Series 2021A facility revenue refunding bonds, 2.25%,			
due July 1, 2040	N/A	1,380,000	1,380,000
Series 2021A facility revenue refunding bonds, 2.375%	ı		
due July 1, 2043	N/A	400,000	400,000
Series 2021B facility revenue refunding bonds, 2.39%,			
due July 1, 2036	N/A	3,830,000	3,830,000
Series 2021B facility revenue refunding bonds, 3.02%,			
due July 1, 2043	N/A	6,275,000	6,275,000
Series 2021 NSP facility revenue bonds, 4.00%, due			
July 1, 2045	2031	5,480,000	5,480,000
Total Revenue Bonds	_	55,780,000	59,070,000

Revenue and Refunding Bonds

There were no bond issuances during the fiscal years ending December 31, 2023 and 2022.

All revenues (after payment of operations and maintenance expenses) of DEC are pledged to secure the revenue bonds. Proceeds from all bonds issued are used to finance capital construction costs.

Bond reserves are set in accordance with terms stated upon issuance. All reserves are fully funded.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

Line of Credit

In 2021, DEC entered into a \$5,000,000 line of credit agreement with J.P. Morgan Chase Bank, N.A to provide short-term liquidity as well as interim financing for current and future capital investments. The line of credit agreement allows for both tax-exempt and taxable borrowings. Tax-exempt borrowings on this line bear interest at 80 percent of the onemonth SOFR rate, plus a contractually agreed-upon spread. Taxable borrowings bear interest at 100 percent of the one-month SOFR rate, plus a contractually agreed-upon spread. Interest is payable monthly and principal is due upon the expiration of the agreement, which is August 19, 2024. The amount outstanding under the line of credit was \$1,200,000 as of December 31, 2023 and 2022.

Note Payable - Direct Borrowing

During 2019, DEC entered into an agreement with LES to migrate business processes to the SAP Enterprise Software to create operational and administrative efficiencies. Costs incurred totaled \$555,423. Under the agreement, costs incurred in relation to this migration were financed by LES at an interest rate equivalent to LES' weighted average cost of capital, which was 2.44% for 2022. Monthly principal and interest payments of \$18,482 began in January 2020 and continued through August 2022, at which time the financed amount was paid in full.

Notes to Financial Statements Years Ended December 31, 2023 and 2022

The debt activities and balances at December 31, 2023 and 2022 were as follows:

	 January 1, 2023	 Additions	ı	Reduction	De	ecember 31, 2022	_	ue Within One Year
Revenue bonds	\$ 59,070,000	\$ -	\$	(3,290,000)	\$	55,780,000	\$	3,405,000
Bond issuance premiums	7,784,836	-		(1,042,422)		6,742,414		-
Line of credit	 1,200,000	 -				1,200,000		1,200,000
Totals	\$ 68,054,836	\$ -	\$	(4,332,422)	\$	63,722,414	\$	4,605,000
	 January 1, 2022	Additions	ı	Reduction	De	ecember 31, 2021	_	ue Within One Year
Revenue bonds	\$ • •	\$ Additions -	<u> </u>	Reduction (3,150,000)	D e		_	
Revenue bonds Bond issuance premiums	 2022	Additions - -				2021		One Year
	 2022 62,220,000	Additions 1,200,000		(3,150,000)		2021 59,070,000		One Year
Bond issuance premiums	 2022 62,220,000	- -		(3,150,000)		2021 59,070,000 7,784,836		One Year

Debt service requirements including sinking fund requirements for DEC's revenue bonds as of December 31, 2023, were as follows:

_	Bond Year Ending July 31,	Principal	Interest	Total
	2024	\$ 3,405,000	\$ 2,229,948	\$ 5,634,948
	2025	3,430,000	2,093,128	5,523,128
	2026	3,585,000	1,947,896	5,532,896
	2027	3,730,000	1,793,972	5,523,972
	2028	3,895,000	1,630,728	5,525,728
	2029-2033	15,030,000	5,677,022	20,707,022
	2034-2038	9,620,000	3,452,393	13,072,393
	2039-2043	10,760,000	1,604,093	12,364,093
	2044-2045	2,325,000	140,400	2,465,400
	Total	\$ 55,780,000	\$ 20,569,580	\$76,349,580

Note 6: Related Party Transactions

The Board of Directors, under an amended and restated 5-year management agreement, has appointed LES to supervise and manage the system and business affairs of DEC. The management agreement is effective for five years beginning April 18, 2019 and thereafter remains in effect for successive five-year terms unless and until either party provides notice of non-renewal at least one year prior to the end of the then current term. In addition, either party has the right, with twenty-four-month notice, to terminate the agreement any time after DEC is free of indebtedness. LES is reimbursed for these

Notes to Financial Statements Years Ended December 31, 2023 and 2022

management services based on the allocated actual cost of services provided. LES also provides electric energy to DEC in accordance with LES electric rate schedules. The total payments to LES for management, operations and maintenance services were approximately \$2,537,000 and \$2,203,000 in 2023 and 2022, respectively. The total payments to LES for electric service were approximately \$940,000 and \$888,000 in 2023 and 2022, respectively. DEC fulfilled its repayment obligation for the SAP project with the final payments to LES totaling approximately \$151,000 in 2022. Accounts payable to LES were approximately \$198,000 or 15 percent and \$204,000 or 26 percent of the total accounts payable balance at December 31, 2023 and 2022, respectively.

DEC has entered into service agreements with the City of Lincoln, Lancaster County, State of Nebraska, West Haymarket Joint Public Agency, Lincoln Electric System and Nebraska Department of Corrections to provide heating and cooling services. These agreements expire when all debt associated with property and equipment is paid and can then be renewed on a year-to-year basis by agreement between both parties. The agreements can be terminated with a one- to two-year advance notice by either party.

All of DEC's heating and cooling service revenues were generated from six customers in 2023 and 2022: The State of Nebraska, City of Lincoln, Lancaster County, West Haymarket Joint Public Agency, Lincoln Electric System and the Nebraska Department of Corrections.

Note 7: Risk Management

DEC is exposed to various risks of loss related to general liability and property. DEC carries commercially available insurance, subject to certain limits and deductions, to reduce the financial impact of claims arising from such matters. Claims have not exceeded this coverage in any of the three preceding years.

Note 8: Segment Information

DEC has issued revenue bonds to finance capital projects for the Nebraska State Penitentiary. Summary financial information for this facility for the years ended December 31, 2023 and 2022 are presented as follows:

Notes to Financial Statements Years Ended December 31, 2023 and 2022

CONDENSED BALANCE SHEETS

	2023	2022
Assets		
Current Assets	\$ 1,940,977	\$ 1,752,449
Noncurrent Assets	777,401	771,958
Capital Assets	19,278,823_	20,008,850
Total Assets	\$ 21,997,201	\$ 22,533,257
Liabilities		
Current Liabilities	\$ 990,712	\$ 989,811
Noncurrent Liabilities	19,960,280_	20,676,568
Total Liabilities	20,950,992	21,666,379
Net Position		
Net Investment in Capital Assets	(504,732)	(1,673,701)
Restricted for Debt Service	245,653	1,473,694
Unrestricted	1,305,288_	1,066,885
Total Net Position	1,046,209	866,878
Total Liabilities and Net Position	\$ 21,997,201	\$ 22,533,257

CONDENSED STATEMENTS OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION

	2023	2022
Operating Revenues	\$ 2,803,860	\$ 2,670,930
Operating Expenses	2,171,844	2,011,279
Operating Income	632,016	659,651
Interest Expense	(534,798)	(548,849)
Other Non-Operating Revenues	82,113_	19,499
Total Non-Operating Expenses	(452,685)	(529,350)
Change in Net Position	179,331	130,301
Net Position - Beginning of Year	866,878_	736,577
Net Position - End of Year	\$ 1,046,209	\$ 866,878

CONDENSED STATEMENTS OF CASH FLOWS

	2023	2022
Cash Flows from Operating Activities	\$ 1,304,821	\$ 1,706,083
Cash Flows from Capital and Related Financing Activities	(1,243,741)	(1,293,981)
Cash Flows from Investing Activities	(325,979)	787,788
Net Change in Cash and Cash Equivalents	(264,899)	1,199,890
Cash and Cash Equivalents - Beginning of Year Cash and Cash Equivalents - End of Year	1,796,181 \$ 1,531,282	596,291 \$ 1,796,181