Town of Aurora Consolidated Financial Statements

December 31, 2005

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Grant Thornton LLP
Chartered Accountants
Management Consultants

Auditors' Report

To the Members of Council, Inhabitants and Ratepayers of The Corporation of the Town of Aurora

We have audited the consolidated statement of financial position of **The Corporation of the Town of Aurora** as at December 31, 2005 and the consolidated statements of financial activities and changes in financial position for the year then ended. These consolidated financial statements are the responsibility of the Town's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Town as at December 31, 2005 and the results of its operations and changes in financial position for the year then ended in accordance with Canadian generally accepted accounting principles.

Budget figures are provided for comparative purposes and have not been subject to audit procedures. Accordingly, we do not express any opinion regarding the budget figures.

Markham, Canada May 5, 2006

Chartered Accountants

15 Allstate Parkway Suite 200 Markham, Ontario L3R 5B4

T (416) 366-0100

F (905) 475-8906

E Markham@GrantThornton.ca

W www.GrantThornton.ca

Town of Aurora Consolidated Statement of Financial Position

As at December 31	2005	2004
Assets Cash and short term investments (Note 2) Taxes receivable User charges receivable Other receivables Investment in Borealis Hydro Electric Holdings Inc. (Note	\$ 58,316,323 6,689,674 2,454,609 3,528,323 3) 1 70,988,930	\$ 27,673,498 4,455,945 1,520,143 1,550,907 27,112,557 62,313,050
Liabilities Payables and accruals Deposits and deferred revenue Deferred revenue - Obligatory reserve funds (Note 4) Employee future benefits obligation (Note 5) Long term debt (Note 6)	11,793,745 4,667,537 1,542,752 552,022 16,915,000 35,471,056	9,777,754 4,452,482 6,810,333 425,646 - 21,466,215
Net Financial Assets	\$ 35,517,874	\$ 40,846,835
Municipal position		
Fund balances Operating fund (Schedule 1) Capital fund (Schedule 2) Reserves and reserve funds (Schedule 3) Equity in Borealis Hydro Electric Holdings Inc. (Note 3)	\$ 1,290,642 8,420,872 42,721,359 1 52,432,874	\$ 869,800 7,178,547 5,685,931 27,112,557 40,846,835
Amounts to be recovered from future revenues	<u>(16,915,000</u>)	
	\$ 35,517,874	\$ 40,846,835
Contingencies (Note 12)		
Approved by:		
Mayor Clerk		

See accompanying notes to the consolidated financial statements.

Town of Aurora Consolidated Statement of Financial Activities

Year Ended December 31	Budget 2005	Actual 2005	Actual 2004
	(Unaudited)		
Revenues Taxation (Note 7) User charges Grants Other (Note 9) Proceeds from sale of Borealis Hydro Electric Holdings Inc. (Note 3) Net income – Borealis Hydro Electric Holdings Inc. (Note 3)	\$ 19,341,077 14,720,135 231,420 4,727,765	\$ 20,152,742 20,340,754 296,242 8,381,048 35,239,528 - 84,410,314	\$ 17,788,102 16,643,811 187,638 7,743,408
Expenditures Operating General government Protection to persons and property Transportation services Environmental services Leisure and cultural services Planning and development	4,735,880 5,913,329 3,186,113 8,415,357 9,070,197 1,095,297 32,416,173	4,729,065 5,851,939 3,523,561 8,464,553 8,965,293 1,043,247 32,577,658	4,367,003 6,816,591 3,099,584 7,619,240 8,022,158 780,058 30,704,634
Capital General government Protection to persons and property Transportation services Environmental services Leisure and cultural services Planning and development	481,515 410,000 4,969,200 650,000 3,959,200 150,000 10,619,915	279,677 - 4,271,460 3,465,559 21,846,703 59,286 29,922,685	616,136 12,900 4,899,302 1,386,874 5,516,768 37,297 12,469,277
Total expenditures (Note 8)	43,036,088	62,500,343	43,173,911
Net revenues (expenditures)	(4,015,691)	21,909,971	(449,886)
Financing and transfers Issuance of long term debt Changes in employee future benefits obligation	- 	16,915,000 (126,376)	(31,000)
Change in fund balances	\$ (4,015,691)	\$ 38,698,595	\$ (480,886)

Town of Aurora Consolidated Statement of Changes in Financial Position Year Ended December 31 2005 2004

Increase (decrease) in cash and short term investments

Operating Net revenues (expenditures) \$ 21,909,971 (449,886)Less: Increase in employee future benefits obligation (126,376)(31,000)Increase in equity in Borealis Hydro Electric Holdings Inc. (361,066)21,783,595 (841,952)Uses (972,625)Increase in taxes receivable (2,233,729)Increase in user charges receivable (934,466)(214,888)Increase in other receivables (1,977,416) (484, 457)Decrease in deposits and deferred revenues (916,406)Decrease in obligatory reserve funds (5,267,581)(2,088,315)(10,413,192)(4,676,691)

Sources		
Increase in payables and accruals	2,015,991	4,976,242
Increase in deposits and deferred revenues	215,055	-
Increase in employee future benefits obligation	<u>126,376</u>	31,000
	2,357,422	5,007,242
Net changes in cash from operations	<u> 13,727,825</u>	<u>(511,401</u>)
Financing		

Issuance of long term debt	<u>16,915,000</u>	
Net increase (decrease) in cash during the year	30,642,825	(511,401)
Cash and short term investments, beginning of year	27,673,498	28,184,899
Cash and short term investments, end of year	\$ 58,316,323	\$ 27,673,498

December 31, 2005

Nature of operations

The Town of Aurora [the "Town"] is a municipality in the Province of Ontario. The Town conducts its operations guided by the provisions of provincial statutes such as the Municipal Act, Municipal Affairs Act and related legislation.

1. Summary of significant accounting policies

Basis of presentation

The consolidated financial statements of the Town are the representation of management and have been prepared in accordance with Canadian generally accepted accounting principles for local governments as recommended by the Public Sector Accounting Board ["PSAB"] of The Canadian Institute of Chartered Accountants.

Significant accounting policies adopted by the Town are as follows:

Basis of consolidation

The consolidated financial statements reflect the assets, liabilities, revenues, expenditures and fund balances of the Town, except for government business enterprise which is accounted for by the modified equity basis of accounting, comprise all of the organizations, local board and committees that are accountable for the administration of their financial affairs and resources to the Town and which are owned or controlled by the Town. The Aurora Public Library Board is fully consolidated in these consolidated financial statements. All interorganizational and inter-fund transactions and balances are eliminated.

Accounting for region and school board transactions

The taxation, other revenues, expenditures, assets and liabilities with respect to the Boards of Education within the Regional Municipality of York are not reflected in the Town's consolidated financial statements.

Accrual accounting

Revenues and expenditures are reported on the accrual basis of accounting. The accrual basis of accounting recognizes revenues as they become available and measurable; expenditures are recognized as they are incurred and measurable as a result of receipt of goods or services and the creation of a legal obligation to pay.

Inventories

Expenditures on materials and supplies are reported as an expenditure on the consolidated statement of financial activities in the year of acquisition.

Non-financial assets

Non-financial assets are recorded in the period the goods or services are acquired.

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1. Summary of significant accounting policies (continued)

Capital assets

The historical cost and accumulated amortization of capital assets are not recorded for Town purposes. Capital assets acquired are reported as an expenditure on the consolidated statement of financial activities in the year of acquisition.

Deferred revenue

Deferred revenues represent user charges and fees which have been collected but for which the related services have yet to be performed. These accounts will be recognized as revenues in the fiscal year the services are performed. The Town receives development charges under the authority of provincial legislation and Town by-laws. These funds, by their nature, are restricted in their use and, until applied to specific capital works, are recorded as deferred revenue. Amounts applied to qualifying capital projects are recorded as revenue in the fiscal period they are expended.

Employee future benefits

The present value of the cost of providing employees with future benefit programs is expensed as employees earn these entitlements through service. The cost of the benefits earned by employees is actuarially determined using the projected benefit method prorated on service and management's best estimate of retirement ages of employees and expected health care and dental costs. Vacation entitlements are accrued for as entitlements are earned. The Town also estimates future benefits relating to accumulated sick credits and overtime as they are earned.

Reserves and reserve funds

Certain amounts, as approved by the Town Council, are set aside in reserves and reserve funds for future operating and capital purposes. Transfer to/from reserves and reserve funds are an adjustment to the respective fund when approved.

Subdivision infrastructure

Subdivision streets, lighting, sidewalks, drainage and other infrastructure are required to be provided by subdivision developers. Upon completion they are turned over to the municipality. The municipality is not involved in the construction and does not budget for either the contributions from the developer or the capital expenditure.

Investment income

Investment income earned on surplus operating funds, capital funds, and reserves and reserve funds are reported as revenue in the period earned. Investment income earned on development charges (obligatory reserve funds) is added to the fund balance and forms part of the deferred revenue balance.

December 31, 2005

1. Summary of significant accounting policies (continued)

Government transfers

Government transfers are recognized in the financial statements as revenues in the year in which events giving rise to the transfer occur, providing the transfers are authorized, any eligibility criteria have been met, and reasonable estimates of the amount can be made.

Use of estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the period. Actual results could differ from these estimates.

Budget figures

The approved operating and capital budgets for 2005 are reflected on the consolidated statement of financial activities. The budgets established for the capital fund operations are on a project-oriented basis, the costs of which may be carried out over one or more years and, therefore, may not be comparable with the current year actuals.

2. Short term investments

Short term investments, recorded at cost of \$43,883,545 (2004 - \$4,922,037), have a market value approximating cost. These investments consist of interest-bearing certificates that are liquid in nature and are included as part of cash and short-term investments.

3. Investment in Borealis Hydro Electric Holdings Inc.

The following represents condensed financial information for Borealis Hydro Electric Holdings Inc. which has been accounted for on a modified equity basis consistent with the generally accepted accounting principles as recommended by PSAB for government business enterprises.

On October 31, 2005 the Town sold its investment in Aurora Hydro Connections Limited. The amount received has been applied in the following manner:

2005

Repayment of promissory note Redemption of outstanding shares Dividend received	\$ -	12,736,000 12,385,600 10,117,928
	\$	35,239,528

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3. Investment in Borealis Hydro Electric Holdings Inc. (continued)

The Town of Aurora's investment in Borealis Hydro Electric Holdings Inc. at December 31, 2005 is reported as follows:

·				
		2005		2004
Share capital				
Borealis Hydro Electric Holdings Inc 1,000 common sha	ares \$	1	\$	12,385,600
Retained earnings		-		1,990,957
Long term debt – unsecured promissory note	_	<u>-</u>		12,736,000
Total investment	\$_	1	\$	27,112,557
Details of the continuity of the investment are as follows:		2005		2004
		<u>2005</u>		<u>2004</u>
Balance, beginning of year	\$ 2	7,112,557	\$	26,751,491
Net income for the year		8,126,972	,	361,066
Proceeds on sale of Hydro investment		5,239,528)		
Balance, end of year	\$ _	1	\$	27,112,557
The following provides condensed financial information i	in respe	ct of Boreali	s H	vdro Electric
Holdings Inc.:	птооро	ot or boroam	· · ·	yaro Liootiio
		<u>2005</u>		<u>2004</u>
Financial Position				
Assets				
Current	\$	1	\$	11,495,055
Capital		-		20,757,031
Other		_		<u>1,636,389</u>
	_	1		33,888,475
Liabilities				
LIAVIIILIES				

5,895,582 880,336

12,736,000 19,511,918

\$ 14,376,557

Long term debt to Town of Aurora

Current

Net assets

December 31, 2005

3. Investment in Borealis Hydro Electric Holdings Inc. (continued)

Results of Operations

	<u>2005</u>	<u>2004</u>
Revenues Operating expenses Income before interest and amounts in lieu of income taxes Interest and amounts in lieu of income taxes	\$ 34,563,745 30,913,043 3,650,702 1,985,942	\$ 34,772,056 32,982,330 1,789,726 1,428,660
Net income Gain on sale of Aurora Hydro	1,664,760 6,462,212	361,066
Net Income	\$ 8,126,972	\$ 361,066

Related party transactions

Related party transactions between the Town of Aurora and Borealis Hydro Electric Holdings Inc. (wholly owned subsidiary of the Town) included the following:

	<u>2005</u>	<u>2004</u>
Interest paid on promissory note Rent – 215 Industrial Parkway South Energy purchases	\$ 770,942 85,479 825,094	\$ 923,360 100,034 700,839
Dividend received	\$ 10,117,928	\$ -

4. Deferred revenue – obligatory reserve funds

A requirement of PSAB is that obligatory reserve funds be reported as deferred revenue. This requirement is in place as provincial legislation restricts how these funds may be used and, under certain circumstances, how these funds may be refunded.

Obligatory reserve funds consist of the following:

		<u>2005</u>		<u>2004</u>
Development charges Park purposes	\$	(1,093,191) 2,219,246 1,126,055	\$	1,720,880 1,742,968 3,463,848
Development charges transferred to capital but unexpended at the end of the year	-	416,697	_	3,346,485
	\$	1,542,752	\$	6,810,333

December 31, 2005

5.	Employee future benefits obligation			
			<u>2005</u>	<u>2004</u>
Acc	ployee future benefits rued sick leave rued overtime	\$ _	389,607 131,715 30,700	\$ 356,146 38,800 30,700
		\$	552,022	\$ 425,646

Employee future benefits are health and dental benefits that are provided to early retirees, future retirees, and employees currently on a long term disability. The Town recognizes these post-retirement costs as they are earned during the employee's tenure of service. The last actuarial valuation carried out was December 31, 2003.

Information about the Town's post retirement benefits plan is as follows:

		<u>2005</u>		<u>2004</u>
Employee future benefits	\$_	389,607	\$_	356,146
Employee future benefits, beginning of year Add: Benefit expense Interest cost Less: Expected benefits paid for the period	\$	356,146 20,954 21,721 (9,214)	\$	325,146 19,768 19,843 (8,611)
Employee future benefits, end of year	\$_	389,607	\$_	356,146

The main assumptions used in the December 31, 2003 actuarial valuation were:

Interest (discount) rate

The present value of the post employment benefit liability was determined using a discount rate of 6.0%.

Health costs

Health costs were assumed to increase at an average increase of 10.0% for 2005 and decrease thereafter to 5.0% per year.

Dental costs

Dental costs were assumed to increase at an average increase of 5.0% in 2005 and thereafter.

Actuarial evaluations for accounting purposes are performed every three years using the projected benefit method prorated on services. The most recent actuarial report was prepared at December 31, 2003. The average remaining service period of the active employees covered by the benefit plan is thirteen years for 2005. As there have been no significant changes in staff composition or claims history, nor have there been any major deviations from the assumptions made for the December 31, 2003 valuation, the 2005 benefit liability was estimated extrapolating from the amount of full time salaries and wages.

December 31, 2005

6. Long Term Debt	2005	<u>2004</u>
Long term debt, end of year	\$ 16,915,000	\$

In June, 2005, the Town Council approved the issuance of two debentures to fund the construction of the Town's new recreation complex. The debentures are repayable over ten and twenty year terms and repayments are to commence in 2006. Interest rates vary from 3.10% to 4.37%.

Principal repayments for each of the next five years and thereafter are as follows:

2006 2007 2008 2009 2010 2011 and thereafter	\$ 1,191,470 1,240,500 1,289,796 1,342,372 1,397,237 10,453,625 \$ 16,915,000	
7. Net taxation charges	<u>2005</u>	2004
Total taxation consists of the following:		
Total taxes levied by the Town	\$ 73,911,862	\$ 68,039,944
Less: Taxes levied on behalf of the Boards of Education Taxes levied on behalf of the Region of York	24,647,231 29,111,889	23,432,232 26,819,610
	\$ 20,152,742	\$ 17,788,102
8. Classification of expenditures by object	<u>2005</u>	<u>2004</u>
Expenditures by object consist of the following:		
Salaries, wages and benefits Contracted services Materials and supplies Capital and other	\$ 12,780,679 16,547,748 3,249,231 29,922,685	\$ 11,524,849 15,895,227 3,284,558 12,469,277
	\$ 62,500,343	\$ 43,173,911

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December 31, 2005

9. Other revenue	<u>2005</u>	2004
Operating Penalties and interest on taxes Fines Licenses and fees Interest income Other	\$ 669,846 508,535 1,766,567 1,846,421 404,333 5,195,702	\$ 563,679 356,203 2,495,206 1,523,960 888,459 5,827,507
Capital Sale of land Proceeds from other municipalities Proceeds from developers Other	2,369,321 361,713 59,527 2,790,561	1,305,712 - - 210,843
Reserves and Reserve Funds Interest income Other	321,682 73,103 394,785 \$ 8,381,048	349,588 49,758 399,346 \$ 7,743,408

10. Pension agreements

The Town makes contributions to the Ontario Municipal Employees Retirement System ("OMERS"), which is a multi-employer plan, on behalf of all full-time members of its staff. OMERS is a defined benefit plan which specifies the amount of the retirement benefits to be received by the employees based on the length of service and rates of pay.

Contributions in 2005 ranged from 6.0% to 9.8% (2004-6.0%-9.8%) depending on level of earnings. The 2005 operating expense for OMERS was \$569,762 (2004 - \$480,909).

11. Central York Fire Services

Effective January 1 2002, the Town entered into a Joint Venture Agreement with the Town of Newmarket with respect to the provision of Fire and Emergency services. Under the Agreement, the Town of Newmarket assumed responsibility for the combined Central York Fire Services. The cost of these services is shared between the two municipalities on the basis of a pre-defined cost sharing formula. The Town's share of costs for the year was \$5,180,809 (2004 - \$4,625,494).

December 31, 2005

12. Contingencies

The Town is subject to various legal claims arising in the normal course of its operations. The ultimate outcome of these claims cannot be determined at this time; however, the Town's management believe that the ultimate disposition of these matters will not have a material adverse effect on its financial position.

13. Insurance coverage

The Town is self insured for insurance claims up to \$10,000 for any individual claim and for any number of claims arising out of a single occurrence.

Claim costs during the year amounted to \$58,161 (2004 - \$46,680).

The Town has made provisions for reserves for self insurance claims under \$10,000 which as at December 31, 2005 amounted to \$342,386 (2004 - \$333,550). These reserves are reported on the consolidated statement of financial activities under reserves set aside by Council.

The Town is a member of the Ontario Municipal Insurance Exchange, which is a licensed group for liability insurance coverage. Contributions have been made to the fund for claims in excess of \$10,000 and under \$50,000,000. These contributions have been reported as expenditures on the consolidated statement of financial activities. The contribution for the year was \$216,689 (2004 - \$201,283).

14. Comparative figures

Certain comparative figures in these financial statements have been reclassified to conform with the 2005 presentation.

Town of Aurora Schedule 1- Consolidated Operating Fund Activities

	Budget	Actual	Actual
Year Ended December 31	2005	2005	2004
Revenue	(Unaudited)		
Taxation (Note 7) \$	19,341,077	\$ 20,152,742	\$ 17,788,102
User charges	14,720,135	13,250,339	11,633,503
Grants	231,420	199,798	187,638
Other (Note 9)	4,402,765	<u>5,195,702</u>	5,827,507
	38,695,397	38,798,581	35,436,750
Expenditures			
General government	4,735,880	4,729,065	4,367,003
Protection to persons and property	5,913,329	5,851,939	6,816,591
Transportation services	3,186,113	3,523,561	3,099,584
Environmental services	8,415,357	8,464,553	7,619,240
Leisure and cultural services	9,070,197	8,965,293	8,022,158
Planning and development	1,095,297	1,043,247	780,058
	32,416,173	32,577,658	30,704,634
Net revenue	6,279,224	6,220,923	4,732,116
Financing and transfers			
Change in employee benefit obligations	-	(126,376)	(31,000)
Transfer to Reserves and Reserve Funds	(5,227,224)	(3,835,735)	(2,962,478)
Transfer to Capital Fund	(1,052,000)	<u>(1,837,970</u>)	<u>(1,491,361</u>)
	(6,279,224)	<u>(5,800,081</u>)	(4,484,839)
Change in Operating Fund	-	420,842	247,277
Operating Fund balance, beginning of year	869,800	869,800	622,523
Operating Fund balance, end of year \$	869,800	\$1,290,642	\$ 869,800

Town of Aurora Schedule 2 - Consolidated Capital Fund Activities

Year Ended December 31	Budget 2005 (Unaudited)	Actual 2005	Actual 2004
Revenue User charges Grants Other (Note 9)	\$ - 325,000 325,000	\$ 4,089,291 96,444 2,790,561 6,976,296	\$ 5,583,007 - 1,516,555 - 7,099,562
Expenditures General government Protection to persons and property Transportation services Environmental services Leisure and cultural services Planning and development	481,515 410,000 4,969,200 650,000 3,959,200 150,000 10,619,915	279,677 - 4,271,460 3,465,559 21,846,703 59,286 29,922,685	616,136 12,900 4,899,302 1,386,874 5,516,768 37,297 12,469,277
Net expenditure	(10,294,915)	(22,946,389)	(5,369,715)
Financing and transfers Issuance of long term debenture Transfer from Operating Fund Transfer from Reserves Transfer from Reserve Funds	1,052,000 3,541,815 5,701,100 10,294,915	16,915,000 1,837,970 2,559,790 2,875,954 24,188,714	1,491,361 2,203,123 1,478,306 5,172,790
Change in Capital Fund balance	-	1,242,325	(196,925)
Capital Fund balance, beginning of year	7,178,547	7,178,547	7,375,472
Capital Fund balance, end of year	\$ 7,178,547	\$ 8,420,872	\$ 7,178,547

Town of Aurora Schedule 3 - Consolidated Reserves and Reserve Funds Activities

11000110114114071011111100	Actual	Actual
Year Ended December 31	2005	2004
Revenue User charges Net change in obligatory Reserve Funds Proceeds from sale of Borealis Hydro Electric Holdings Inc. Other (Note 9)	\$ 1,822,834 1,178,290 35,239,528 394,785 38,635,437	\$ 2,921,993 (3,494,692) - 399,346 (173,353)
Financing and transfers Transfer from Operating Fund Transfer to Capital Fund	3,835,735 (5,435,744) (1,600,009)	2,962,478 (3,681,428) (718,950)
Change in Reserve and Reserve Fund balance	37,035,428	(892,303)
Reserve and Reserve Fund balance, beginning of year	5,685,931	6,578,234
Reserve and Reserve Fund balance, end of year	\$ 42,721,359	\$ 5,685,931
Reserves and Reserve Funds are comprised of:		
Reserves, set aside by Council for specific purposes Acquisition of capital assets Working capital Contingencies Engineering Other management	\$ 2,189,411 - 1,675,959 1,795,463 273,230 5,934,063	\$ 2,004,107 - 1,642,946 1,841,237 126,710 5,615,000
Reserve funds set aside for specific purposes by legislation, regulation or agreement	36,787,296	70,931
Total reserves and reserve funds	\$ 42,721,359	\$ 5,685,931