

MIDDLETON SELECT BOARD
MEETING AGENDA
FULLER MEADOW ELEMENTARY SCHOOL
NATHAN MEDIA CENTER
143 SOUTH MAIN STREET, MIDDLETON, MA 01949
TUESDAY, JANUARY 24, 2023
7:00 PM

This meeting is being recorded

This meeting will be a hybrid of in-person and remote via Zoom. To join the meeting remotely, go to:
<https://us02web.zoom.us/j/88938544609?pwd=aHR1bmJwQzluZXdHL2RjYVczYWxNdz09>

- 7:00 pm 1. Business
- a. Warrant: 2315
- b. Minutes: January 10, 2023
- c. Town Administrator Updates and Reports
- 7:10 pm 2. Public Comment
- 7:20 pm 3. Updates on the Town Administrator search process and transition; votes may be taken
- 7:30 pm 4. Exit interview on FY2022 Audit with Tony Roselli of Roselli, Clark & Associates; votes may be taken
- 8:00 pm 5. FY 24 Operating Budget Preliminary Update; votes may be taken
- 8:15 pm 6. Declaration of surplus vehicles and equipment; votes may be taken
- 8:20 pm 7. Review and discuss executing a deed accepting the last two parcels of former Essex County land from the Division of Capital Asset Management and Maintenance; votes may be taken
- 8:30 pm 8. Review and vote on the following (re)appointments; votes may be taken:
- A. Jackie Bresnahan, as Ex Officio Member of the Town Building Committee beginning February 1, 2023
- 8:35 pm 9. Follow up on outstanding licensee requirements for 2023; votes may be taken
- 8:45 pm 10. Updates & Announcements

Upcoming Meetings:	February 4	Saturday FY24 Operating Budget Summit, 8:30AM
	February 7 & 21	Regular Select Board meetings
	March 4	Saturday FY24 Capital Budget Summit

The Board reserves the right to consider items on the agenda out of order. Not all items listed may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.

MEETING MINUTES
SELECT BOARD
FULLER MEADOW SCHOOL, NATHAN MEDIA CENTER
143 SOUTH MAIN STREET, MIDDLETON, MA 01949
TUESDAY, JANUARY 10, 2023
7:00 PM

This meeting was recorded

Present: Chair Kosta Prentakis, Brian Cresta, Rick Kassiotis, Jeff Garber (remote), Debbie Carbone

Others Attending: Town Administrator Andy Sheehan; Assistant Town Administrator (ATA)/HR Director Jackie Bresnahan

The Board reserves the right to consider items on the agenda out of order. Not all items listed may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.

7:00 PM With a quorum present, Prentakis called the meeting to order.

BUSINESS

Warrant Approval: Town Administrator Andy Sheehan provided a brief overview of Warrant #2314. The Town Accountant reviewed the warrant and requested the Board's approval.

On a **MOTION** made by **Cresta** second by **Kassiotis**, the Select Board **VOTED** unanimously by roll call to approve warrant # 2314 as presented.

Minutes Approval: The Board was provided with the minutes from the Open Session DECEMBER 13, 2022 meeting and took the following action:

On a **MOTION** made by **Cresta** second by **Kassiotis**, the Select Board **VOTED** unanimously by roll call to approve the December 13, 2022 minutes as presented.

Town Administrator's Report: Town Administrator Andy Sheehan provided the Board with information and updates on the following:

- Brush drop off Saturday January 14 at the transfer station
- S. Middleton Dam on Ipswich River is planned for removal and federal funding was recently approved. The work should be done in 2023 pending final permits. This opens up miles of main stem and tributaries.
- FY24 budget process is underway. February 4 is the budget meeting 8:30 am -3 pm and March 4 is the capital budget meeting 8:30 am-1 pm at the Fuller School.
- Nomination papers are available, for the May 16 annual town elections, at the Town Clerk's office; papers are due back to the Town Clerk's office by March 28.
- The Governor signed the Home Rule Petition to approve eight additional liquor licenses. This will be on the Select Board's February meeting agenda for additional discussion. Representatives Jones and Kerans and Senator Tarr were recognized for their support.
- The applicant to redevelop the former Angelica's restaurant site on South Main Street was before the ZBA for a use variance to redevelop to include residential / commercial uses. The applicant has withdrawn the application without prejudice, citing "no viable path forward."

- With the election of a new Governor the State budget will be delayed about a month. Normally, local officials would get a first look at local aid at the MMA meeting on January 20. We cannot expect that this year. Final decisions on the budget may come a little later this year.
- At the request of Member Garber Town Administrator Sheehan provided an update regarding new project on the Middleton/North Andover town line. The portion of the project in North Andover proposes using Middleton Water. Discussions continue with the Danvers Water District if/what agreement(s) are required. A discussion followed and it was noted the fire suppression system must be a single source but domestic water can be provided by each town for the portion of the building in their respective towns.

Public Comment

Purvee Shah Mittel, 34 Central Street, encouraged the Board to support the recommendations related to the traffic study (Agenda item 6).

Update on Town Administrator Recruitment Process; votes may be taken.

The ad for the Town Administrator went live today on the MMA, ICMA, and New England state associations. MRI has spoken to all board members and school Superintendents and will be meeting next week with Department Heads. March 13 – 24 are tentatively scheduled for final interviews. The Select Board meetings scheduled around this time will be adjusted as needed.

Joint meeting with the Memorial Day Committee on their recommendation for name change and charge to Patriotic Observances Committee; votes may be taken

Bob Wahl, Chair of the Committee, spoke on the recommendation to change the name of the Memorial Day Committee to the Patriotic Observance Committee to better represent the Committee being more involved with e.g. Veterans Day & Wreaths Across America, and other patriotic observances, going forward.

Other members were present and introduced.

This is a standing Committee with no mission on record.

On a **MOTION** made by **Cresta**, second by **Carbone**, the Select Board **VOTED** unanimously by roll call to rename the Memorial Day Committee as the Patriotic Observances Committee.

Joint meeting with Charter Review Committee for an update on the Committee's work; votes may be taken

George Dow Sr. Chair of the Committee updated the Board. He said the Committee is still speaking with Department Heads and Committee/Board gathering input/data. The goal is to present to the 2023 May town meeting with a recommendation to delete obsolete portions of the charter and continue to work on substantive changes for future town meetings. The Board noted the charge of this committee was through the 2022 Annual Town Meeting. Members suggested extending the charge of the committee to the 2024 Annual Town Meeting.

Presentation & Discussion by GPI re: Central St. / Washington St. Traffic Study; votes may be taken

GPI was contracted by the town to do a traffic study on Central Street / Washington Street. Present for GPI were Carolyn Radisch & Zachary Wassmouth. Ms. Radisch referenced a slide presentation and spoke on the results of the traffic study. This included Field Observations, Existing Conditions, & Final Recommendations; it was noted Community input was a part of process and incorporated into the data collected for the study. Existing conditions included the physical aspects of the area such as sidewalk gaps, crosswalks, signals, overall geometry, spacing, and neighborhood characteristics e.g. fire station, schools, playgrounds. Traffic circulation was observed for one day. The history of accidents in this area was identified, as well as safety concerns of residents e.g. congestion/back-up, speeding, blocked areas, etc. and suggestions from the public reviewed.

Recommendations included:

- Contact MassDOT District 4 and report signal at Central St./Route 114 skipping green light cycle.
- Implement “Don’t Block the Box” pavement marking and signage
- Restrict pick up vehicle arrival for grades 3 – 6 prior to 2:50 pm to reduce conflicts with blocking driveways and conflict with Pre-K pickup. Enforcement of such a restriction will be challenging. Staggard dismissals and use of Park Street were considered but NOT recommended.
- Consider establishing a traffic calming policy & improvements, e.g. speed tables, raised crosswalks & intersections, speed cushions
- Request MassDOT directional signage is more graphic and intuitive
- Construct sidewalks on (both) south side of Central Street
- Remove vegetation blocking sightlines at crossing
- Consider moving crosswalks, and implementing high visibility crosswalk striping
- Accommodate two-way operation on Fitzgerald when school is not in session

The meeting was open for comments and questions. Katrina O’Leary, Town Planner participated in the discussion. The Board opined some recommendations were reasonable and simple but others would require cost estimates and planned renovations timed when school is not in session. Purvee Mittel and Annie Couture, neighborhood residents, participated in the discussion regarding impacts on the neighborhood and stressed the importance of the Select Board’s support. One suggestion included a policy be created to encompass certain areas be targeted for improvements and prioritized. The Town will begin to develop a traffic calming policy, get cost estimates and contact MassDOT.

Review action plan requirements for MBTA Communities Program; votes may be taken

This new regulation, which is part of the Housing Choice Initiative enacted in an economic development bill passed in January 2021, requires MBTA communities to have at least one zoning district in which multi-family housing is permitted as of right. Although Middleton has no MBTA commuter train station and is not directly adjacent to a community with an MBTA commuter train station, the town is considered an adjacent community and is expected to participate in the MBTA program to provide a zoning overlay district. Town Administrator Sheehan reviewed the interim compliance to date; the Action Plan is due January 31, 2023. Town Planner, Katrina O’Leary, spoke on the components of the Action Plan as a schedule to maintain interim compliance and comply if the zoning is adopted (to be done by December 31, 2024.) It was noted the town does not have to actually see the housing built and is simply required to file the Action Plan. Ms. O’Leary noted the Zoning Bylaw needs to be updated and recommended a consultant work on updating zoning including the overlay for the MBTA program. Member Cresta questioned if the newly elected Governor’s administration may change the program.

On a **MOTION** made by **Carbone**, second by **Kassiotis**, the Select Board **VOTED** unanimously by roll call to file the MBTA Action Plan.

Review & discuss Financial Policy regarding Assessor’s Overlay; votes may be taken

The policy was reviewed by the Board at the Classification Hearing. Member Carbone reported the Assessors approved the policy and noted most of the policy is in the General Laws.

On a **MOTION** made by **Carbone**, second by **Kassiotis**, the Select Board **VOTED** unanimously by roll call to approve the Assessor’s Overlay Financial Policy.

Review & Vote on annual license renewals; votes may be taken.

ATA Bresnahan reported the town received the completed application from the last business: Robert's Motors.

On a **MOTION** made by **Kassiotis**, second by **Cresta**, the Select Board **VOTED** 4-0-1 by roll call to approve the annual license renewal for Robert's Motors with Garber abstaining.

Review & vote to open the May 9, 2023 Annual Town Meeting warrant; votes may be taken

Petition articles are due January 31 and non-petition articles due February 14.

Town Administrator Sheehan reported there are 25 articles to date with potential articles from Masco Regional School. There was a discussion on the potential school articles and school enrollment.

On a **MOTION** made by **Cresta**, second by **Carbone**, the Select Board **VOTED** unanimously by roll call to open the May 9, 2023 Annual Town Meeting Warrant.

Review & discuss Interim Town Administrator contract; votes may be taken

Town Administrator Sheehan made changes in the contract as previously discussed. Contracts are posted on the town's website and this one will be posted.

On a **MOTION** made by **Carbone** second by **Cresta**, the Select Board **VOTED** unanimously by roll call to sign the contract with Jackie Bresnahan as Interim Town Administrator.

Review and vote to accept the following donations and grant; votes may be taken

On a **MOTION** made by **Cresta**, second by **Kassiotis**, the Select Board **VOTED** unanimously by roll call to accept the SAFE Grants and accept with thanks the donations for the Veterans and Food Pantry.

\$3,781 for Middleton Fire Department for Student Awareness of Fire Education (SAFE) Grant

\$2,077 For Middleton Fire Department for Senior SAFE Grant

\$1,000 for Middleton Veteran's from Salem Firefighters Local 172

\$1,000 for Middleton Food Pantry from Gary Silacci Jr.

\$500 for Middleton Food Pantry from Marion & Richard Gilman

\$1,000 for Middleton Food Pantry from Margaret Lee & Christopher Sansoucie

Updates & Announcements

Tri Town Counsel hosting Youth Action Advisory Board and Coalition Community Conversation, January 26 from 7-9 pm at the Masco cafeteria on the Youth Behavior Survey and Adult Perception survey results.

January 24- Select Board meeting

February 4 – Saturday FY24 Operating Budget Summit

February 7 & 21 – Select Board meetings

March 4 - Saturday FY24 Capital Budget Summit

Adjourn – The Select Board voted unanimously by roll call to adjourn at 9:30 pm.

Respectfully submitted,

Catherine Tinsley

Catherine Tinsley, Minutes Secretary

Jeff Garber, Select Board Clerk

Documents either distributed to the Select Board before the meeting in a packet or at the meeting:

Agenda: January 10, 2023

Warrant #2314: Payroll: \$ 794,560; Bills Payable: \$ 519,250

Minutes: OS December 29, 2022

Middleton Town Administrator Recruitment Schedule (Draft)

Memorial Day Committee roster

Amendment of Town Charter – 2021

GPI Memorandum & Presentation - Evaluation of Traffic and Pedestrian Safety – Central/Washington Streets, Central Street/ Washington Street Traffic and Pedestrian Safety Study, Greenman-Pedersen, Inc.

K. O’Leary, Planning Department to Select Board Re MBTA Communities Multi-Family Housing Compliance

Attachment A: Section 3A Guideline Updates

Attachment B: State Funds Affected by Non-Compliance with MGL Ch. 40 A § 3A

Attachment C: 2020 Zoning Change

Overlay Account Policy

FY2024 Operating & Capital Budget Calendar

S.A.F.E Grant award letter from Governor’s Office, December 27, 2022

Community Preservation Coalition Trust Fund distribution to CPA Communities

Employment Agreement: The Town of Middleton & J. Bresnahan, Interim Town Administrator

Tri-Town Counsel Flyer – Community Conversation January 26

Mass. Open Space Flyer - Conference Webinar February 2, 9, 16, 23

ROSELLI, CLARK & ASSOCIATES
Certified Public Accountants



TOWN OF MIDDLETON, MASSACHUSETTS

Management Letter

Year Ended June 30, 2022

TOWN OF MIDDLETON, MASSACHUSETTS

**MANAGEMENT LETTER
YEAR ENDED JUNE 30, 2022**

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TRANSMITTAL LETTER

Honorable Select Board
Town of Middleton
Middleton, Massachusetts

In planning and performing our audit of the financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of the Town of Middleton, Massachusetts, (the "Town") as of and for the year ended June 30, 2022, in accordance with auditing standards generally accepted in the United States of America, we considered the Town's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Town's internal control. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal controls.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first paragraph would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control that we consider to be material weaknesses, as defined above.

This communication is intended solely for the information and use of management, the Select Board, and others within the organization, and is not intended to be and should not be used by anyone other than these specified parties.

Roselli Clark & Associates

Roselli, Clark & Associates
Certified Public Accountants
Woburn, Massachusetts
November 28, 2022

EVALUATION OF TOWN OPERATIONS

Similar to many communities in this region of Massachusetts, the Town enjoyed another positive financial year. Federal stimulus funds issued during the pandemic served to bolster the economy to trends not seen in decades and the collateral impact of these results were experienced by the Town.

The following are some key financial highlights:

1. Unassigned fund balance increased to \$8.1 million.
2. The OPEB fund increased to almost \$2.0 million.
3. Pension funded ratio increase from 59.8% to 67.0%.
4. General stabilization funds increased to over \$4.2 million.
5. ARPA grant – over \$3.0 million – must be obligated by 2024 and spent by 2026.
6. The 2022 tax rate was set with over \$0.7 million in levy capacity.

This along with continued strong financial management has enabled the Town to maintain a high bond rating of AA+ which it initially received in fiscal 2020. This is one notch below the highest bond rating a community can receive and enables the Town to reduce its financing costs on future borrowings.

This was particularly noteworthy in 2022 as the Town borrowed over \$62 million for construction of its new municipal compound. Specifically, the Town borrowed these funds just prior to bond interest rates more than doubling after recent actions by the Federal Open Market Committee. This will save the Town almost \$30 million in interest in the next 30 years and illustrates the importance of a high bond rate together with working with its financial analyst to time the borrowing to perfection.

The remainder of this letter addresses items of interest that we are communicating to the Town in the form of “Informational Items”; (these are not considered findings) and a section labeled “Findings and Recommendations”, which are our observations in areas that the Town is encouraged to devote attention to. Improvements in these areas are recommended in an effort to improve internal control and efficiency.

INFORMATIONAL ITEMS

Investment Income (updated for significant moves in interest rates)

At year-end, the Town carried over \$84 million in cash and equivalents. Recent actions by the Federal Oversight Market Committee to raise the rate on borrowings significantly have begun to have a similar impact on investment yields. Many short-term instruments are currently exceeding 4% yields and are liquid and legal borrowings in Massachusetts.

This comment serves as an alert to the Town that investment strategies not available to the Town in at least 20 years are beginning to present themselves, and could be financially beneficial. Each \$1 million invested could return \$40,000, using an effective safe and liquid strategy. In addition, since the Town will be spending its recent \$62 million borrowing over a few years, investing longer term cash needs is strongly encouraged. Particular attention should be made to avoiding arbitrage.

The Town should discuss these options with a financial asset manager.

Network Security (continuing reminder)

A few years ago, the Town had an independent security assessment of its electronic operating and network system. This helped the Town strengthen its network security by remedying the vulnerabilities that existed at that time. This discussion serves as a reminder to remain vigilant in the fight against cybercrime. Municipal entities have and continue to be targets for cyber fraud, phishing schemes, ransomware, etc.

This has become very important as the recent pandemic has opened up opportunities to work remotely, and while this is efficient, the equipment used to facilitate these processes could also become targets if not protected adequately.

While the Town has a very strong and robust security system in place, and as discussed has had a security assessment completed, we recommend that the Town continue to monitor the changing cybersecurity landscape and maintain its security systems and employee training accordingly.

Fraud Prevention (continuing reminder)

This comment serves as our annual reminder to emphasize the importance of fraud prevention. Evaluating control in all aspects of local government, especially cash processes of cash handling areas annually through effective risk assessment and proper safeguards is an effective control to protect the Town from threats associated with fraud.

Management conducts many of its own internal processes to prevent and detect fraud. Periodically reevaluating departmental cash handling procedures to make sure they are adequate and effective is an ongoing recommendation.

It is important that the new Treasurer/Collector continue to complete these cash handling evaluations with the assistance of the Chief Financial Officer.

OBSERVATIONS

Single Audit (update from prior year)

For the second consecutive year the Town was required to undergo a single audit. As we discussed last year, this will become more commonplace, given the increase in Federal grants at the school level and the expected audits necessary as the Town begins to spend down its ARPA grant over the next three years.

In the prior year, we documented one finding associated with the single audit and are happy to report that the Town resolved this finding in fiscal year 2022 with no further findings in the current fiscal year.

Municipal Light Department Checking Account (repeated from prior year)

The Municipal Light Department manages two accounts whose activity does not go through the Town's regular operating system. In recent years the Town Treasurer has been added as a signer and statements are sent to the Town Treasurer's Office to monitor. While this has increased control over the accounts it is still not in accordance with proper regulations for banking activity.

Stagnant Accounts (update from prior year)

It is inherent in the municipal industry that often, funds are received, and these proceeds exceed the purpose for which they were received. In addition, gifts, donations, mitigation and other special revenue funds are received and sometimes over several years are overlooked and not spent against. This results in stagnant accounts.

Several years ago, the Town Accounting Office did a complete overhaul of all stagnant accounts that existed at that time. As a result, the process ended with the ability to provide department heads with funds they did not know they had in addition to closing a number of accounts back to the general fund, thus, there was an overall great outcome. We observed that the number of accounts that appear stagnant is starting to add up again (approximately 20 accounts had no activity in fiscal 2022) and now may be a great time to revisit this process.

ROSELLI, CLARK & ASSOCIATES
Certified Public Accountants

TOWN OF MIDDLETON, MASSACHUSETTS

Report on Examination of the Basic Financial Statements and
Additional Information

Year Ended June 30, 2022



TOWN OF MIDDLETON, MASSACHUSETTS

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INDEPENDENT AUDITORS' REPORT

The Honorable Members of the Board of Selectmen
Town of Middleton, Massachusetts

Opinions

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Middleton, Massachusetts, (the "Town") as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Town's basic financial statements as listed in the table of contents, except for the Middleton Electric Light Department "the Light Department" "the Electric Light Department" or "MELD", which is as of December 31, 2021 and is a Town Department reported as an enterprise fund and part of the Town's business-type funds.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Town as of June 30, 2022, and the respective changes in financial position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Town and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

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 the Town's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditors' 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 auditors' report that includes our opinions. 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 generally accepted auditing standards and *Government Auditing Standards* 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 generally accepted auditing standards and *Government Auditing Standards*, 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 the Town'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 the Town'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, and the schedules listed under the required supplementary information section in the accompanying table of contents be presented to supplement the basic financial statements. Such information, although not part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers these 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 Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued a report dated November 28, 2022 on our consideration of the Town's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Roselli Clark & Associates

Roselli, Clark & Associates
Certified Public Accountants
Woburn, Massachusetts
November 28, 2022

MANAGEMENT'S DISCUSSION AND ANALYSIS

As the management of the Town of Middleton, Massachusetts (the "Town"), we offer readers of the Town's financial statements this narrative overview and analysis of the financial activities of the Town for the fiscal year ended June 30, 2022 (December 31, 2021 for the Light Department). We encourage readers to consider the information presented here in conjunction with their review of the basic financial statements, notes to the basic financial statements and required supplementary information found in this report.

Financial Highlights

- The assets and deferred outflows of financial resources exceeded its liabilities and deferred inflows of financial resources at the close of the most recent fiscal year by over \$48.9 million (*total net position*).
- The Town's total net position increased by approximately \$2.8 million year-over-year. The increase from operations was the result of an increase in governmental activities of approximately \$0.2 million in addition to an approximately \$2.6 million increase in Light Department operations.
- The Town's total long-term debt in its governmental activities increased by approximately \$61.4 million due to regular scheduled maturities and a \$62.4 million bond issuance.
- As of the close of the current fiscal year, the Town's governmental funds balance sheet reported a combined ending fund balance of nearly \$79.6 million, which was approximately \$68.1 million higher than the prior year, primarily the result of the receipt of nearly \$66.1 million in bond proceeds and bond premiums. Of the ending fund balance, approximately \$8.1 million is *available for spending* at the government's discretion as *unassigned fund balance*. The remainder is earmarked for specific expenditures or nonspendable.

Overview of the Financial Statements

This discussion and analysis are intended to serve as an introduction to the Town's basic financial statements. The Town's basic financial statements comprise three components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-wide Financial Statements – The *government-wide financial statements* are designed to provide readers with a broad overview of the Town's finances, in a manner similar to a private-sector business.

The *statement of net position* presents information on all of the Town's assets and deferred outflows of resources and its liabilities and deferred inflows of resources, with the difference between the two reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Town is improving or deteriorating.

The *statement of activities* presents information showing how the government's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and earned but unused sick pay).

Both of the government-wide financial statements distinguish functions of the Town that are principally supported by taxes and intergovernmental revenue (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of the Town include general government, public safety, highways and streets, sanitation, education, health and human services, culture and recreation, fringe benefits and debt service. The business-type activities of the Town consist completely of Light Department activities.

Fund Financial Statements – A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Town, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the Town can be divided into three categories: governmental funds, proprietary funds and fiduciary funds.

Accounting guidelines distinguish fund balance between amounts that are considered nonspendable, such as fund balance associated with inventories, and other amounts that are classified based on the relative strength of the constraints that control the purposes for which specific amounts can be spent. Beginning with the most binding constraints, fund balance amounts will be reported in the following classifications:

- Nonspendable—amounts that cannot be spent because they are either (a) not in spendable form (i.e., inventory or prepaid items) or (b) legally or contractually required to be maintained intact.
- Restricted—amounts constrained by external parties, constitutional provision, or enabling legislation.
- Committed—amounts constrained by a government using its highest level of decision-making authority.
- Assigned—amounts a government intends to use for a particular purpose.
- Unassigned—amounts that are not constrained at all will be reported in the general fund or in other major funds if negative.

Governmental Funds – *Governmental funds* are used to account for essentially the same functions reported as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable resources* available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions.

The Town maintains several individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund. Data from the other governmental funds are combined into a single, aggregated presentation.

The Town adopts an annual appropriated budget for its general fund. A budgetary comparison schedule has been provided for the general fund to demonstrate compliance with this budget. This schedule has been prepared as required supplementary information and can be found along with the corresponding notes in this report.

Proprietary Funds – *Enterprise funds* are used to report the same functions presented as *business-type activities* in the government-wide financial statements. Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for enterprise funds of the Light Department.

Fiduciary Funds – Fiduciary funds are used to account for resources held for the benefit of parties outside the government. Fiduciary funds are not reflected in the government-wide financial statement because the resources of those funds are not available to support the Town's own programs. The accounting used for fiduciary funds is much like that used for proprietary funds.

Notes to the Financial Statements – The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Government-Wide Financial Analysis

The following table represents the condensed statement of net position:

	Governmental Activities		Business-Type Activities		Total	
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
<u>Assets</u>						
Current and other assets	\$ 84,653,832	\$ 20,291,246	\$ 21,694,517	\$ 18,829,907	\$ 106,348,349	\$ 39,121,153
Capital assets, net	55,633,133	57,161,118	12,250,619	12,598,411	67,883,752	69,759,529
Total assets	140,286,965	77,452,364	33,945,136	31,428,318	174,232,101	108,880,682
Deferred outflows of resources	5,353,827	4,140,212	1,326,018	846,426	6,679,845	4,986,638
<u>Liabilities</u>						
Long-term liabilities	110,220,474	48,893,767	4,053,530	4,314,995	114,274,004	53,208,762
Other liabilities	6,155,470	8,515,068	1,796,053	1,165,157	7,951,523	9,680,225
Total liabilities	116,375,944	57,408,835	5,849,583	5,480,152	122,225,527	62,888,987
Deferred inflows of resources	9,062,888	4,143,646	675,951	413,813	9,738,839	4,557,459
<u>Net Position</u>						
Net investment in capital assets	40,318,013	40,991,134	12,250,619	12,598,411	52,568,632	53,589,545
Restricted	7,708,916	6,648,183	-	-	7,708,916	6,648,183
Unrestricted	(27,824,969)	(27,599,222)	16,495,001	13,782,368	(11,329,968)	(13,816,854)
Total Net Position	\$ 20,201,960	\$ 20,040,095	\$ 28,745,620	\$ 26,380,779	\$ 48,947,580	\$ 46,420,874

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. The assets and deferred outflows of resources of the Town exceeded its liabilities and deferred inflows of resources at the close of the most recent fiscal year by over \$48.9 million (*total net position*), which represents an approximate \$2.5 million increase from the prior year's balance, net of a restatement in the business-type activities.

The largest portion (\$52.6 million) of the Town's overall net position reflects its investment in capital assets (e.g. land, buildings, machinery, and equipment), less any related debt used to acquire those assets that is still outstanding. The Town uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the Town's investment in its capital assets is reported net of related debt, the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities. An additional significant portion of the Town's total net position (\$7.7 million) represents resources that are subject to external restrictions on how they may be used.

The remaining category represents *unrestricted net position* which is currently in a deficit position of over \$11.3 million. Surpluses of nearly \$16.5 million in the business-type activities are offset by a deficit of over \$27.8 million in the governmental activities. The business-type surplus may be used to meet the ongoing obligations of the business-type activities. The governmental activities deficit is primarily the result of approximately \$37.5 million in obligations related to OPEB and pensions. The Town expects that its deficit in unrestricted net position will continue to increase for the foreseeable future until a mechanism to more adequately fund its annual OPEB obligation is in place.

The following table represents the condensed statement of changes in net position:

	Governmental Activities		Business-Type Activities		Total	
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
<u>Revenues</u>						
Program revenues:						
Charges for services	\$ 3,684,224	\$ 3,922,404	\$ 13,680,584	\$ 13,530,640	\$ 17,364,808	\$ 17,453,044
Operating grants and contributions	5,395,949	6,519,884	411,044	131,992	5,806,993	6,651,876
Capital grants and contributions	650,509	1,018,357	-	-	650,509	1,018,357
General revenues:						
Property taxes	32,603,457	31,395,186	-	-	32,603,457	31,395,186
Excise taxes	2,632,168	2,411,786	-	-	2,632,168	2,411,786
Unrestricted investment earnings	19,532	197,529	833,839	821,542	853,371	1,019,071
Other	848,649	865,180	-	-	848,649	865,180
Total Revenues	45,834,488	46,330,326	14,925,467	14,484,174	60,759,955	60,814,500
<u>Expenses</u>						
General government	3,273,982	3,452,632	-	-	3,273,982	3,452,632
Public safety	6,694,317	6,616,110	-	-	6,694,317	6,616,110
Education	29,689,779	30,615,964	-	-	29,689,779	30,615,964
Public works	3,187,738	3,094,782	-	-	3,187,738	3,094,782
Health and human services	744,524	718,381	-	-	744,524	718,381
Culture and recreation	1,097,583	1,050,555	-	-	1,097,583	1,050,555
Debt service	1,227,953	413,550	-	-	1,227,953	413,550
Electric light	-	-	12,090,221	12,357,258	12,090,221	12,357,258
Total Expenses	45,915,876	45,961,974	12,090,221	12,357,258	58,006,097	58,319,232
Change in net position before transfers	(81,388)	368,352	2,835,246	2,126,916	2,753,858	2,495,268
Transfers	243,253	230,000	(243,253)	(230,000)	-	-
Change in net position	161,865	598,352	2,591,993	1,896,916	2,753,858	2,495,268
Net position, beginning of year	20,040,095	19,441,743	26,380,779	24,483,863	46,420,874	43,925,606
Restatement for Electric Light	-	-	(227,152)	-	(227,152)	-
Net position, beginning of year, as restated	20,040,095	19,441,743	26,153,627	24,483,863	46,193,722	43,925,606
Net position, end of year	\$ 20,201,960	\$ 20,040,095	\$ 28,745,620	\$ 26,380,779	\$ 48,947,580	\$ 46,420,874

Governmental Activities – Total revenues in fiscal year 2022 in the Town’s governmental activities decreased nearly \$0.5 million from fiscal year 2021. This decrease was due to lower operating grants and contributions that were approximately \$1.1 million lower than the prior year due to lower on-behalf payments made to the state teachers retirement system by the Commonwealth of Massachusetts and lower capital grants and contributions that were approximately \$0.4 million lower due to state funding for roadway projects. These decreases were offset by increased property taxes which were over \$1.2 million greater than the prior year. All other revenue categories experienced minor increases and decreases that aggregated to the remaining net increase. The greatest revenue areas were property taxes which represented 71.1% of revenues. The increase was in line with the statutorily allowed increase from year to

year and was expected. Operating grants which represented 11.8% of revenues decreased as noted above. No other revenue sources were greater than 10% of total revenues in fiscal years 2022 or 2021.

Total expenses for the current fiscal year were over \$45.9 million which was virtually unchanged from the prior year. Education represents by far the largest expense category for the Town. In fiscal year 2022, education expenses represented approximately 64.7% of total expenses, down from 66.6% in the prior year. The Town continues to fund education expenses above the minimum state requirements. Public safety expenses represented 14.6% of total fiscal year 2022 expenses; up slightly from 14.4% in the prior year. No other expense types were greater than 10% of total expenses in fiscal years 2022 and 2021.

Business-Type Activities – Revenues were over \$14.9 million, an increase of over \$0.4 million (3.0%). The change in customer sales was materially similar year-to-year with a slight increase of over \$0.1 million; the majority of the remaining revenue increase was generated from non-recurring contribution aid in construction proceeds.

Expenses were nearly \$12.3 million, a decrease of nearly \$0.3 million (2.0%). The primary activity resulting in this change was an increase in power costs. The purchase of power and production costs did increase by an immaterial amount; this trend is in-line with other similar municipal light departments within the Department's area. The cost reduction for other expenses is mostly attributed to a change the recognized costs associated with pension and OPEB benefits recorded in-line with Generally Accepted Accounting Principles

Government Funds Financial Analysis

As noted earlier, the Town uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds – The focus of the Town's *governmental funds* is to provide information on near-term inflows, outflows, and balances of *spendable* resources. Such information is useful in assessing the Town's financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

As of the close of the current fiscal year, the Town's governmental funds balance sheet reported a combined ending fund balance of nearly \$79.6 million, which was approximately \$68.1 million higher than the prior year, primarily the result of the receipt of nearly \$66.1 million in bond proceeds and bond premiums. Of the ending fund balance, approximately \$8.1 million is *available for spending* at the government's discretion as *unassigned fund balance*. The remainder is earmarked for specific expenditures.

The general fund is the chief operating fund of the Town. At the end of the current fiscal year, unassigned fund balance of the general fund was over \$8.1 million, while total general fund balance was over \$10.2 million. As a measure of the general fund's liquidity, it may be useful to compare both unassigned fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents approximately 20.0% of total general fund expenditures, while total fund balance represents approximately 25.2% of that same amount. Fund balance increased nearly \$0.8 million as positive operations of \$1.8 million were offset by the budgetary use of approximately \$0.9 million of surplus fund balance during the year.

The Town maintains the capital projects major fund to account for its various capital projects. The Town reported a restricted fund balance of nearly \$62.4 million, an increase of approximately \$65.9 million

over the prior year. The increase was primarily the result of \$65.1 million in bond proceeds and premiums offset by \$0.4 million in capital expenditures.

The Town also maintains the ARPA grant major fund to account for the activity of its ARPA federal grant. The fund reported no fund balance as the nearly \$1.5 million in federal funds are reported as unearned revenue which will be expended in subsequent years once allowable activities have been identified. Expenditures in the current year were approximately \$55,000.

The Town's aggregate nonmajor funds include the Town's special revenue funds and trust funds. The fund balances in the nonmajors funds increased approximately \$1.4 million from the prior year to a total of over \$6.9 million. The increase was primarily due to increased state and federal pandemic grant funding of nearly \$0.5 million, unspent community preservation act revenues and other one-time grants. The fund reports over \$6.7 million as restricted and the remainder is nonspendable.

Proprietary Funds – The Town's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail. At the end of the year, net position of the Light Department was over \$28.7 million.

Fiduciary Fund – The Town's fiduciary fund is comprised of the Town and Light Department's OPEB trusts and private purpose trust funds. The OPEB trusts increased nearly \$0.1 million and \$0.2 million respectively for the Town and Light Department trusts due to continued funding beyond the pay go amount; and the private purpose trust funds decreased over \$0.1 million from unrealized losses on investments.

General Fund Budgetary Highlights

A budget to actual schedule for the general fund has been provided as required supplementary information. During the fiscal year, Town Meeting increased appropriations approximately \$43,000 as more fully described in the notes to required supplementary information.

Capital Asset and Debt Administration

Capital Assets – The Town's investment in capital assets for its governmental and business-type activities as of June 30, 2022, amounts to approximately \$67.9 million, net of accumulated depreciation/amortization. This investment in capital assets includes land and land improvements, buildings and improvements, machinery and equipment and infrastructure. The balance decreased approximately \$1.2 million as depreciation/amortization was higher than additions. Additions were primarily related to municipal facilities projects, construction of a rail trail, roadway improvements and departmental equipment purchases.

Additional information on the Town capital assets can be found in Note II, Section C of this report.

Long-term Debt – At June 30, 2022, the Town had total debt outstanding of approximately \$73.3 million, all reported in the governmental activities. Debt decreased approximately \$61.4 million due to a debt issuance of \$62.415 million which was offset by regular scheduled maturities.

Standard and Poor's has assigned a bond rating of AA+ for its general obligation debt.

Additional information on the Town's debt can be found in Note II, Sections E, F and G of this report.

Economic Factors and Next Year's Budgets and Rates

- The Town's real estate tax base is made up predominantly of residential taxes, which when setting the 2023 tax rate will be approximately 82% of the entire real estate tax levy. In addition, Chapter 580 of the Acts of 1980, more commonly referred to as Proposition 2 ½, limits the Town's ability to increase taxes in any one year by more than 2 ½% of the previous year tax levy without a ballot override by the voters.
- The Town's unemployment rate remains stable as rates throughout the Commonwealth and the nation are return from historic highs due to the impact of the COVID-19 pandemic.
- The Town's housing market has remained relatively stable as median house prices statewide have increased steadily for the past five years. This has been fueled by an attractive mortgage market with relatively low rates and housing inventory that has been declining for many years. The pandemic has also seen many people leaving larger cities to purchase homes in the suburbs. This increases demand at a time when fewer sellers are listing their homes for sale.
- The Town anticipates receiving the same amount of state aid for 2023 as in the previous fiscal year based on state budget estimates.

The above items were considered when the Town accepted its budget for fiscal year 2023 at the June 2022 Town Meeting.

Requests for Information

This financial report is designed to provide a general overview of the Town's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or request for additional financial information should be addressed to the Office of the CFO/Town Accountant, 48 South Main Street, Middleton, Massachusetts 01949.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF NET POSITION
JUNE 30, 2022**

	Primary Government		
	Governmental Activities	Business-Type Activities	Total
Assets			
Cash and cash equivalents	\$ 77,604,771	\$ 5,284,650	\$ 82,889,421
Investments	5,000,672	11,462,036	16,462,708
Receivables, net:			
Property taxes	801,087	-	801,087
User charges	52,170	1,631,953	1,684,123
Departmental and other	695,265	-	695,265
Intergovernmental	31,406	-	31,406
Inventory	-	690,534	690,534
Prepaid expenses	-	2,544,972	2,544,972
Tax foreclosures	468,461	-	468,461
Net other postemployment benefits asset	-	80,372	80,372
Capital assets not being depreciated or amortized	11,263,027	2,219,869	13,482,896
Capital assets, net of accumulated depreciation/amortization	44,370,106	10,030,750	54,400,856
Total Assets	140,286,965	33,945,136	174,232,101
Deferred Outflows of Resources			
Related to Pensions	2,690,755	841,592	3,532,347
Related to OPEB	2,663,072	484,426	3,147,498
Total Deferred Outflows of Resources	5,353,827	1,326,018	6,679,845
Liabilities			
Warrants and accounts payable	570,882	978,312	1,549,194
Accrued payroll and withholdings	753,060	-	753,060
Accrued interest	1,080,180	-	1,080,180
Accrued expenses	-	464,248	464,248
Unearned revenue	1,455,817	-	1,455,817
Customer deposits	-	272,421	272,421
Other liabilities	272,456	-	272,456
Noncurrent liabilities:			
Due within one year	2,023,075	81,072	2,104,147
Due in more than one year	110,220,474	4,053,530	114,274,004
Total Liabilities	116,375,944	5,849,583	122,225,527
Deferred Inflows of Resources			
Related to Pensions	4,068,077	370,339	4,438,416
Related to OPEB	4,994,811	305,612	5,300,423
Total Deferred Inflows of Resources	9,062,888	675,951	9,738,839
Net Position			
Net investment in capital assets	40,318,013	12,250,619	52,568,632
Restricted for:			
Nonexpendable permanent funds	195,921	-	195,921
Expendable permanent funds	108,928	-	108,928
Grants and gifts	1,161,248	-	1,161,248
Other specific purposes	6,242,819	-	6,242,819
Unrestricted	(27,824,969)	16,495,001	(11,329,968)
Total Net Position	\$ 20,201,960	\$ 28,745,620	\$ 48,947,580

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS
STATEMENT OF ACTIVITIES
FISCAL YEAR ENDED JUNE 30, 2022

Functions/Programs	Expenses	Program Revenues			Net (Expenses) Revenues and Changes in Net Position		
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities	Business-Type Activities	Total
Primary government:							
Governmental activities:							
General government	\$ 3,273,982	\$ 551,776	\$ 465,168	\$ 90,000	\$ (2,167,038)		\$ (2,167,038)
Public safety	6,694,317	1,814,405	11,083	-	(4,868,829)		(4,868,829)
Education	29,689,779	506,109	4,595,026	-	(24,588,644)		(24,588,644)
Public works	3,187,738	760,342	13,413	246,831	(2,167,152)		(2,167,152)
Health and human services	744,524	47,377	282,782	-	(414,365)		(414,365)
Culture and recreation	1,097,583	2,194	28,477	313,678	(753,234)		(753,234)
Interest expense	1,227,953	2,021	-	-	(1,225,932)		(1,225,932)
Total governmental activities	45,915,876	3,684,224	5,395,949	650,509	(36,185,194)		(36,185,194)
Business-type activities:							
Electric Light	12,090,221	13,680,584	411,044	-		\$ 2,001,407	2,001,407
Total business-type activities	12,090,221	13,680,584	411,044	-		2,001,407	2,001,407
Total Primary Government	\$ 58,006,097	\$ 17,364,808	\$ 5,806,993	\$ 650,509	(36,185,194)	2,001,407	(34,183,787)
General Revenues:							
Property taxes					32,603,457	-	32,603,457
Motor vehicle and other excise					2,632,168	-	2,632,168
Payments in lieu of taxes					131,375	-	131,375
Grants and contributions not restricted to specific programs					626,972	-	626,972
Penalties and interest on taxes					90,302	-	90,302
Unrestricted investment income					19,532	833,839	853,371
Transfers (net)					243,253	(243,253)	-
Total general revenues					36,347,059	590,586	36,937,645
Change in Net Position					161,865	2,591,993	2,753,858
Net Position:							
Beginning of year, as restated					20,040,095	26,153,627	46,193,722
End of year					\$ 20,201,960	\$ 28,745,620	\$ 48,947,580

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2022

	General Fund	Capital Projects	ARPA Grant	Nonmajor Governmental Funds	Total Governmental Funds
Assets					
Cash and cash equivalents	\$ 7,264,638	\$ 62,395,817	\$ 1,455,817	\$ 6,488,499	\$ 77,604,771
Investments	4,568,648	-	-	432,024	5,000,672
Receivables, net of allowance for uncollectibles:					
Property taxes	795,160	-	-	5,927	801,087
Intergovernmental	-	-	-	31,406	31,406
User charges	-	-	-	52,170	52,170
Departmental and other	275,138	-	-	420,127	695,265
Tax foreclosures	468,461	-	-	-	468,461
Total Assets	13,372,045	62,395,817	1,455,817	7,430,153	84,653,832
Deferred Outflows of Resources	-	-	-	-	-
Total Assets and Deferred Outflows of Resources	\$ 13,372,045	\$ 62,395,817	\$ 1,455,817	\$ 7,430,153	\$ 84,653,832
Liabilities					
Warrants and accounts payable	\$ 570,882	\$ -	\$ -	\$ -	\$ 570,882
Accrued payroll and withholdings	753,060	-	-	-	753,060
Unearned revenue	-	-	1,455,817	-	1,455,817
Other liabilities	266,935	-	-	5,521	272,456
Total Liabilities	1,590,877	-	1,455,817	5,521	3,052,215
Deferred Inflows of Resources					
Unavailable revenues - property taxes	795,160	-	-	5,927	801,087
Unavailable revenues - other	743,599	-	-	472,297	1,215,896
Total Deferred Inflows of Resources	1,538,759	-	-	478,224	2,016,983
Fund Balances					
Nonspendable	-	-	-	195,921	195,921
Restricted	284,284	62,395,817	-	6,750,487	69,430,588
Committed	686,949	-	-	-	686,949
Assigned	1,134,440	-	-	-	1,134,440
Unassigned	8,136,736	-	-	-	8,136,736
Total Fund Balances	10,242,409	62,395,817	-	6,946,408	79,584,634
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	\$ 13,372,045	\$ 62,395,817	\$ 1,455,817	\$ 7,430,153	\$ 84,653,832

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS
RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET
TOTAL FUND BALANCES TO THE STATEMENT OF NET POSITION
JUNE 30, 2022

Total Governmental Fund Balances		\$ 79,584,634
Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds.		55,633,133
Other long-term assets are unavailable to pay current-period expenditures		2,016,983
Deferred outflows and inflows of resources to be recognized in future fiscal years are not available resources and, therefore, are not reported in the funds:		
Deferred outflows related to pensions	2,690,755	
Deferred outflows related to other postemployment benefits	2,663,072	
Deferred inflows related to pensions	(4,068,077)	
Deferred inflows related to other postemployment benefits	<u>(4,994,811)</u>	
Net effect of reporting deferred outflows and inflows of resources		(3,709,061)
In the Statement of Activities, interest is accrued on outstanding long-term debt whereas in the governmental funds interest is not reported until due.		(1,080,180)
Long-term liabilities are not due and payable in the current period and therefore are not reported in the government funds:		
Bonds and notes payable	(73,336,586)	
Unamortized premiums on bonds	(4,266,876)	
Lease liabilities	(118,861)	
Landfill closure	(682,500)	
Net pension liability	(15,344,969)	
Net other postemployment benefits liability	<u>(18,493,757)</u>	
Net effect of reporting long-term liabilities		<u>(112,243,549)</u>
Net Position of Governmental Activities		\$ <u>20,201,960</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FISCAL YEAR ENDED JUNE 30, 2022**

	General Fund	Capital Projects	ARPA Grant	Nonmajor Governmental Funds	Total Governmental Funds
Revenues:					
Property taxes	\$ 32,229,587	\$ -	\$ -	\$ 271,211	\$ 32,500,798
Intergovernmental	4,237,541	40,000	55,157	2,124,775	6,457,473
Motor vehicle and other excises	2,561,923	-	-	-	2,561,923
Licenses and permits	709,759	-	-	-	709,759
Penalties and interest on taxes	90,302	-	-	-	90,302
Payments in lieu of taxes	131,375	-	-	-	131,375
Fines and forfeitures	9,982	-	-	-	9,982
Charges for services	-	-	-	1,115,731	1,115,731
Departmental and other revenue	605,750	-	-	1,201,828	1,807,578
Investment income	24,917	-	-	(5,385)	19,532
Contributions and donations	-	-	-	215,957	215,957
Total Revenues	40,601,136	40,000	55,157	4,924,117	45,620,410
Expenditures:					
Current:					
General government	2,102,154	159,628	55,157	403,361	2,720,300
Public safety	5,039,505	-	-	370,736	5,410,241
Education	24,347,391	-	-	1,303,985	25,651,376
Public works	1,857,907	197,749	-	679,414	2,735,070
Health and human services	452,102	-	-	89,286	541,388
Culture and recreation	652,752	-	-	48,085	700,837
Pension and employee benefits	4,567,246	-	-	-	4,567,246
State and county assessments	314,519	-	-	-	314,519
Debt service:					
Principal	920,000	-	-	136,186	1,056,186
Interest	441,098	-	-	2,905	444,003
Total Expenditures	40,694,674	357,377	55,157	3,033,958	44,141,166
Excess (Deficiency) of Revenues Over (Under) Expenditures	(93,538)	(317,377)	-	1,890,159	1,479,244
Other Financing Sources (Uses):					
Issuance of bonds and notes	-	62,415,000	-	-	62,415,000
Premiums from bonds and notes	-	3,641,500	-	311,475	3,952,975
Transfers in	1,077,502	188,500	-	-	1,266,002
Transfers out	(188,500)	-	-	(834,249)	(1,022,749)
Total Other Financing Sources (Uses)	889,002	66,245,000	-	(522,774)	66,611,228
Net Change in Fund Balances	795,464	65,927,623	-	1,367,385	68,090,472
FUND BALANCES - Beginning of year	9,446,945	(3,531,806)	-	5,579,023	11,494,162
FUND BALANCES - End of year	\$ 10,242,409	\$ 62,395,817	\$ -	\$ 6,946,408	\$ 79,584,634

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FISCAL YEAR ENDED JUNE 30, 2022**

Net Change in Fund Balances - Total Governmental Fund Balances **\$ 68,090,472**

Governmental funds report capital outlays as expenditures. However, in the Statement of Activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. The net amounts are reflected here as reconciling items:

Capital outlays	956,094	
Depreciation/amortization	(2,484,079)	
Net effect of reporting capital assets		(1,527,985)

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the financial resources of governmental funds. Neither has any effect on net position. Also governmental funds report the effect of issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are amortized in the Statement of Activities. The net amounts are reflected here as reconciling items:

Issuances of general obligation bonds and notes	(62,415,000)	
Premiums from bonds and notes	(3,952,975)	
Amortization of premiums on bonds and notes payable	129,443	
Payments of lease liability principal	115,973	
Repayments of debt	1,056,186	
Net effect of reporting long-term debt		(65,066,373)

Revenues in the Statement of Activities that do not provide current financial resources are unavailable in the Statement of Revenues, Expenditures and Changes in Fund Balances. Therefore, the recognition of revenue for various types of accounts receivable differ between the two statements. The amount presented represents the difference in unavailable revenue.

214,078

In the Statement of Activities, interest is accrued on outstanding long-term debt; whereas in governmental funds interest is not reported until due. The net amount presented here as a reconciling item represents the difference in accruals between this year and the prior year.

(913,393)

Some expenses reported in the Statement of Activities do not require the use of current financial resources and therefore are not reported as expenditures in the governmental funds:

Landfill closure	52,500	
Pension benefits	(108,331)	
Other postemployment benefits	(579,103)	

Net effect of reporting long-term liabilities		(634,934)
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Change in Net Position of Governmental Activities **\$ 161,865**

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF NET POSITION
PROPRIETARY FUNDS
JUNE 30, 2022**

	Business-Type Activities Electric Light Enterprise (December 31, 2021)
Assets	
Current assets:	
Cash and cash equivalents	\$ 5,284,650
Investments	11,462,036
Receivables (net):	
User charges	1,631,953
Inventory	690,534
Prepaid expenses	<u>2,544,972</u>
Total current assets	<u>21,614,145</u>
Noncurrent assets:	
Net other postemployment benefits asset	80,372
Nondepreciable capital assets	2,219,869
Capital assets (net of depreciation/amortization)	<u>10,030,750</u>
Total noncurrent assets	<u>12,330,991</u>
Total Assets	<u>33,945,136</u>
Deferred Outflows of Resources	
Related to Pensions	841,592
Related to OPEB	<u>484,426</u>
Total Deferred Outflows of Resources	<u>1,326,018</u>
Liabilities	
Current liabilities:	
Warrants and accounts payable	978,312
Customer deposits	272,421
Accrued expenses	464,248
Accrued compensated absences	<u>81,072</u>
Total current liabilities	<u>1,796,053</u>
Noncurrent liabilities:	
Accrued compensated absences	81,072
Net pension liability	<u>3,972,458</u>
Total noncurrent liabilities	<u>4,053,530</u>
Total Liabilities	<u>5,849,583</u>
Deferred Inflows of Resources	
Related to Pensions	370,339
Related to OPEB	<u>305,612</u>
Total Deferred Inflows of Resources	<u>675,951</u>
Net Position	
Net investment in capital assets	12,250,619
Unrestricted	<u>16,495,001</u>
Total Net Position	<u><u>\$ 28,745,620</u></u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
PROPRIETARY FUNDS**

FISCAL YEAR ENDED JUNE 30, 2022

	Business-Type Activities Electric Light Enterprise (December 31, 2021)
Operating Revenues:	
Charges for services	\$ 13,680,584
Other operating revenues	411,044
Total Operating Revenues	14,091,628
Operating Expenses:	
Purchased power and production	8,417,328
Other operating expenses	2,957,420
Depreciation/amortization and bad debts	715,473
Total Operating Expenses	12,090,221
Operating Income (Loss)	2,001,407
Nonoperating Revenues (Expenses):	
Investment income (loss)	833,839
Total Nonoperating Revenues (Expenses)	833,839
Income (Loss) Before Transfers	2,835,246
Transfers out	(243,253)
Change in Net Position	2,591,993
Total Net Position - Beginning of the Year, as restated	26,153,627
Total Net Position - End of the Year	\$ 28,745,620

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FISCAL YEAR ENDED JUNE 30, 2022**

	Business-Type Activities Electric Light Enterprise (December 31, 2021)
Cash Flows from Operating Activities:	
Receipts from customers	\$ 14,135,428
Payments to suppliers	(9,512,279)
Payments to employees	(1,894,602)
Operating transfers out	(243,253)
Net Cash Provided by (Used in) Operating Activities	2,485,294
Cash Flows from Capital and Related Financing Activities:	
Acquisition and construction of capital assets	(788,037)
Net Cash Used in Capital and Related Financing Activities	(788,037)
Cash Flows from Investing Activities:	
Investment income	833,839
Investment of operating cash, net	(1,347,698)
Net Cash Provided by (Used in) Investing Activities	(513,859)
Net Change in Cash and Cash Equivalents	1,183,398
Cash and Cash Equivalents:	
Beginning of the year	4,101,252
End of the year	\$ 5,284,650
Reconciliation of Operating Income (Loss) to Net Cash Provided by (Used in) Operating Activities:	
Operating Income (Loss)	\$ 2,001,407
Adjustments to reconcile operating income (loss) to net cash provided by (used in) operating activities:	
Operating transfers out	(243,253)
Depreciation/amortization, bad debts and reserve	715,473
Changes in assets and liabilities:	
Receivables	(8,152)
Inventory	(32,218)
Prepaid expenses	(298,109)
Net other postemployment benefits asset	4,965
Deferred outflows of resources	(479,592)
Accounts payable	355,976
Accrued expenses	432,627
Customer deposits	51,952
Compensated absences	(22,267)
Net pension liability	(255,653)
Deferred inflows of resources	262,138
Net Cash Provided by (Used in) Operating Activities	\$ 2,485,294

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

**STATEMENT OF FIDUCIARY NET POSITION
JUNE 30, 2022**

		(Light Department) December 31, 2021	
	Other Postemployment Benefits Trust Fund	Other Postemployment Benefits Trust Fund	Private Purpose Trust Funds
Assets			
Cash and cash equivalents	\$ -	\$ 6,710	\$ 122,872
Investments:			
Negotiable certificates of deposit	-	-	3,824
Common stock	-	-	12,318
Corporate fixed income securities	-	-	16,639
U.S. government obligations	-	-	17,476
Equity mutual funds	-	969,717	370,613
Fixed income mutual funds	-	863,632	78,884
Fixed income ETF funds	-	-	3,409
PRIT	1,961,122	-	-
Total Assets	<u>1,961,122</u>	<u>1,840,059</u>	<u>626,035</u>
Liabilities			
Other liabilities	-	-	-
Total Liabilities	<u>-</u>	<u>-</u>	<u>-</u>
Net Position			
Restricted for other postemployment benefits	1,961,122	1,840,059	-
Held in trust for private purposes	-	-	626,035
Total Net Position	<u>\$ 1,961,122</u>	<u>\$ 1,840,059</u>	<u>\$ 626,035</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS
STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
YEAR ENDED JUNE 30, 2022

	Other Postemployment Benefits Trust Fund	(Light Department) December 31, 2021 Other Postemployment Benefits Trust Fund	Private Purpose Trust Funds
Additions			
Contributions:			
Employer	\$ 784,888	\$ 60,407	\$ -
Other	-	-	2,650
Total contributions	<u>784,888</u>	<u>60,407</u>	<u>2,650</u>
Investment income:			
Interest and dividends	47,706	173,620	9,476
Realized gain (loss) on investments	82,356	-	11,180
Net appreciation in fair value of investments	(197,650)	-	(116,981)
Less - investment management fees	<u>(10,353)</u>	<u>-</u>	<u>-</u>
Net investment earnings	(77,941)	173,620	(96,325)
Other income	-	-	-
Total Additions	<u>706,947</u>	<u>234,027</u>	<u>(93,675)</u>
Deductions			
Education - scholarships	-	-	2,500
Health and human services	-	-	13,535
Retiree benefits	<u>609,888</u>	<u>60,407</u>	<u>-</u>
Total Deductions	<u>609,888</u>	<u>60,407</u>	<u>16,035</u>
CHANGE IN NET POSITION	97,059	173,620	(109,710)
NET POSITION AT BEGINNING OF YEAR	<u>1,864,063</u>	<u>1,666,439</u>	<u>735,745</u>
NET POSITION AT END OF YEAR	<u>\$ 1,961,122</u>	<u>\$ 1,840,059</u>	<u>\$ 626,035</u>

See accompanying notes to basic financial statements.

TOWN OF MIDDLETON, MASSACHUSETTS

NOTES TO BASIC FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED JUNE 30, 2022

I. Summary of Significant Accounting Policies

The accompanying basic financial statements of the Town of Middleton, Massachusetts (the “Town”) have been prepared in conformity with generally accepted accounting principles (“GAAP”) as applied to state and local governments. GAAP is prescribed by the Governmental Accounting Standards Board (“GASB”), which is the primary standard-setting body for state and local governmental entities. The following is a summary of the more significant policies and practices used by the Town:

A. Reporting Entity

The Town is located approximately twenty miles north of Boston. It is bordered by the Towns of North Reading, North Andover, Boxford, Topsfield, Danvers, Peabody and Lynnfield. The Town was settled in 1659 and incorporated as a Town in 1728; and uses the open town meeting form of government. It is governed by a five-member elected Board of Selectmen with an appointed Town Administrator. Members of the Town’s Board of Selectmen serve three-year terms.

The Town provides governmental services for the territory within its boundaries, including police and fire protection, public education in grades K-12, utility services, street maintenance, parks and recreational facilities.

Component units, while separate entities, are in substance part of the governmental operations if the significance of their operations and/or financial relationship with the Town meet certain criteria. Pursuant to these criteria there are no component units required to be included in the financial statements.

The Town is a member community of the Masconomet Regional School District that provides educational services in grades 7 to 12 to the Towns of Middleton, Topsfield and Boxford. This joint venture assesses each community its share of operational and debt service costs based on student population and other factors. In fiscal year 2022, the Town’s share of the operating and debt service expenses was \$10,575,567. Complete audited financial statements can be obtained directly from the District’s administrative office located at 20 Endicott Road, Topsfield, Massachusetts 01983.

The Town is a member community of the Essex North Shore Agricultural and Technical School District that provides educational services in grades 9 to 12 to many area communities. This joint venture assesses each community its share of operational and debt service costs based on student population and other factors. In fiscal year 2022, the Town’s share of the operating and debt service expenses was \$821,973. Complete audited financial statements can be obtained directly from the District’s administrative office located at 565 Maple Street, Hathorne, Massachusetts 01937.

The Town does not have an equity interest in either of the joint ventures.

B. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the non-fiduciary activities of the primary government and its component units. *Governmental activities*, which normally are supported by taxes and intergovernmental revenues, are reported separately from *business-type activities*, which rely to a significant extent on fees and charges for support.

Separate financial statements are provided for governmental funds, proprietary funds and fiduciary funds, even though fiduciary funds are excluded from the government-wide financial statements. Major individual government funds and major individual enterprise funds are reported as separate columns in the fund financial statements. Nonmajor funds are aggregated and presented in a single column. Fiduciary funds are reported by fund type.

Major Fund Criteria – Major funds must be reported if both of the following criteria are met:

- 1) The total assets and deferred outflows of financial resources, liabilities and deferred inflows of financial resources, revenues, or expenditures/expenses of an individual governmental or enterprise fund are at least ten percent of the corresponding element (assets and deferred outflows of financial resources, liabilities and deferred inflows of financial resources, etc.) for all funds of that category or type (total governmental or total enterprise funds), and
- 2) The total assets and deferred outflows of financial resources, liabilities and deferred inflows of financial resources, revenues, or expenditures/expenses of the individual governmental fund or enterprise fund are at least five percent of the corresponding element for all governmental and enterprise funds combined.

In addition, any other governmental or enterprise fund that management believes is particularly significant to the basic financial statements may be reported as a major fund.

C. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Under this method, revenues are recorded when earned and expenses are recorded when a liability is incurred. Property taxes are recognized as revenues in the fiscal year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider are met.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenues* include: 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*. For the most part, the effect of interfund activity has been removed from the government-wide financial statements.

The governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized when susceptible to accrual (i.e. measurable and available). Revenues are considered to be *available*

when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. Expenditures are recorded when the related fund liability is incurred, except for interest on general long-term debt which is recognized when payment is due, certain compensated absences, claims and judgments which are recognized when the obligations are expected to be liquidated with current expendable available resources.

The Town applies the susceptible to accrual criteria to intergovernmental revenues. In applying the susceptible to accrual concept, there are two types of revenues. In one, moneys must be expended for a specific purpose or project before any amounts will be paid to the; therefore, revenues are recognized as expenditures are incurred. In the other, moneys are virtually unrestricted and are usually revocable only for failure to comply with prescribed requirements. These resources are reflected as revenues when cash is received, or earlier if the susceptible to accrual criteria are met. State aid is accrued as revenue in the year that the funds are appropriated by the Commonwealth.

The Town considers property tax revenues to be available if they are collected within sixty days after the end of the fiscal year and are material. Investment income associated with the current fiscal period is susceptible to accrual and has been recognized as revenue of the current fiscal period. All other revenue items are considered to be measurable and available only when the cash is received and are recognized as revenue at that time.

The government reports the following major governmental funds:

General Fund – is the government’s primary operating fund. It accounts for all financial resources of the general government except those required to be accounted for in another fund.

Town Capital Projects Fund – are used to account for financial resources that are restricted, committed or assigned to expenditures for capital outlays.

ARPA Grant Fund – is used to account for activities of the Town’s ARPA federal grant program.

Nonmajor Governmental Funds – consist of other special revenue, capital projects and permanent funds that are aggregated and presented in the Nonmajor Governmental Funds column on the Governmental Funds financial statements. The following describes the general use of these fund types:

Special Revenue Funds – are used to account for the proceeds of specific revenue sources that are restricted or committed to expenditures for specified purposes other than debt service or capital projects.

Permanent Funds – are used to account for financial resources that are restricted to the extent that only earnings, not principal, may be used for purposes that support the governmental programs.

The proprietary fund financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Under this method, revenues are recognized when earned and expenses are recorded when the liabilities are incurred.

Proprietary funds distinguish *operating* revenues and expenses from *non-operating* items. Operating revenues and expenses generally result from providing services and producing and

delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues are user charges and fees, while operating expenses consist of salaries, ordinary maintenance, indirect costs and depreciation/amortization. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

The government reports the following major proprietary funds:

Light Department – accounts for user charges collected to finance costs associated with providing electric power to the Town's residents and businesses.

Fiduciary fund financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Fiduciary funds are used to account for assets held in a trustee capacity for others that may not be used for governmental programs.

The government reports the following fiduciary funds:

Other Postemployment Benefits Trust Fund – is used to account for funds accumulated by the Town to assist it in its future OPEB obligations.

Private-Purpose Trust Fund – is used to account for trust arrangements under which principal and income benefit individuals, private organizations or other governments. This fund is used primarily for public assistance and scholarships.

D. Assets, Liabilities, Deferred Outflows/Inflows of Resources, and Net Position/Fund Equity

Deposits and Investments – The Town's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

Investments of the Town are recorded at fair value in accordance with GASB Statement No. 72, *Fair Value Measurement and Application*. Accordingly, the change in fair value of investments is recognized as an increase or decrease to investment assets and investment income.

Receivables – Real estate and personal property taxes are assessed on January 1 every year. Bills are sent quarterly and are due on August 1, November 1, February 1, and May 1, or thirty days subsequent to the mailing date. Interest accrues on delinquent taxes to the statutory rate per annum. The Town is allowed to take delinquent tax accounts into tax title fourteen days subsequent to the mailing of demand of delinquent taxes. Property taxes levied are recorded as receivables in the fiscal year of the levy.

Real estate taxes that are secured through a lien process and are considered 100% collectible. Accordingly, an allowance for uncollectible balances for these receivables is not reported. All personal property tax and excise tax receivables are shown net of an allowance for uncollectible balances comprised of those outstanding amounts greater than five years old. Departmental receivables are shown net of an allowance for uncollectible balances based on historical trends and specific account analysis.

Inventories and Prepaid Expenses – Inventories, which are not material to the basic financial statements, are considered to be expenditures at the time of purchase. Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid expenses in both government-wide and fund financial statements. The Light Department's prepaid

expenses represent a deposit used to facilitate timely payments of certain monthly power invoices.

Capital Assets – Capital assets, which include land, buildings and improvements, machinery and equipment (including leased equipment), vehicles and infrastructure (e.g. roads, sewer mains, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements.

Capital assets are recorded at historical cost or estimated historical cost if purchased, leased or constructed. Donated capital assets are recorded at the estimated fair market value at the date of donation. Interest incurred during the construction phase of capital assets of business-type activities, if material is included as part of the capitalized value of the assets constructed.

All purchases, the present value of leased assets and construction costs in excess of \$10,000 are capitalized at the date of acquisition or construction, respectively, with expected lives of greater than two years. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

Capital assets (excluding land and construction-in-process) are depreciated or amortized using the straight line method over the following estimated useful lives:

Buildings and improvements	7 to 40 years
Land improvements	20 to 30 years
Machinery and equipment	3 to 10 years
Infrastructure	30 to 100 years

Interfund Balances – Activity between funds that are representative of lending arrangements outstanding at the end of the fiscal year are referred to as either *due to/from other funds* or *advances to/from other funds*. All other outstanding balances between funds are reported as due to/from other funds. Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as *internal balances*.

Interfund Transfers – During the course of its operations, resources are permanently reallocated between and within funds. These transactions are reported as transfers in and transfers out in the individual fund statements. Transfers between and within governmental and fiduciary funds are eliminated from the governmental activities in the statement of activities. Any residual balances outstanding between the governmental activities and the business –type activities are reported in the statement of activities as *transfers, net*.

Investment Income – Investment income derived from major and nonmajor governmental funds is legally assigned to the general fund unless otherwise directed by state law. Investment income of the permanent funds and proprietary funds is retained in the funds.

Compensated Absences – It is the Town’s policy to permit employees to accumulate earned but unused vacation and sick-pay benefits. Compensated absence liabilities related to both governmental and business-type activities are normally paid from the funds reporting payroll and related expenditures. Amounts related to these benefits are accrued when incurred in the government-wide and proprietary fund financial statements. A liability for these amounts is reported in Governmental Funds only if they have matured. For governmental activities, the liability for compensated absences is not material and is therefore not reported in these financial statements.

Long-term Obligations – Long-term debt is reported as liabilities in the government-wide and proprietary fund statement of net position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the effective interest method. Bond anticipation notes payable are reported net of the applicable bond premium or discount.

In the governmental fund financial statements, the face amount of long-term debt issued is reported as other financing sources. Premiums received on a debt issuance are reported as other financing sources while discounts are reported as other financing uses. Issuance costs are exclusively reported as general government expenditures regardless of whether they are withheld from the actual proceeds.

Deferred Outflows/Inflows of Resources – In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The Town has two types of items that are reported on the government-wide statement of net position which relate to outflows from changes in the net pension liability and the other postemployment benefit liability. The deferred pensions will be recognized in pension expense in future years as more fully described in Note III, subsection A. The deferred other postemployment benefits will be recognized in employee benefits expense in future years as more fully described in Note III, subsection C.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The Town has three items that are reported as deferred inflows of resources. The first arises only under a modified accrual basis of accounting and, accordingly, the item *unavailable revenue* is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from two sources: property taxes and other. These amounts are deferred and recognized as an inflow of resources in the period that the amounts become available. The other items are reported on the government-wide statement of net position and relate to outflows from changes in the net pension liability and the other postemployment benefit liability. The deferred pensions will be recognized in pension expense in future years as more fully described in Note III, subsection A. The deferred other postemployment benefits will be recognized in employee benefits expense in future years as more fully described in Note III, subsection C.

Net Position – In the government-wide financial statements, net position reported as “net investment in capital assets,” includes capital assets, net of accumulated depreciation/amortization, less the principal balance of outstanding debt used to acquire capital assets. Unspent proceeds of capital related debt are not considered to be capital related debt.

Net position is reported as restricted when amounts are not available for appropriation or are legally restricted by outside parties for a specific use. Net position has been *restricted* for the following:

Nonexpendable permanent funds represent the endowment portion of donor restricted trusts that support governmental programs.

Expendable permanent funds represent the spendable portion of donor restricted trusts that support governmental programs.

Grants and gifts represent assets that have restrictions placed on them from federal and state granting agencies, donors and other outside parties for specific governmental programs and uses.

Other specific purposes represent assets that are restricted by third parties for specific governmental programs and uses.

Fund Equity – The Town presents its fund balances in its governmental funds using classifications that comprise a hierarchy based primarily on the extent in which the Town is required to honor constraints on the specific purpose for which amounts in the funds can be spent.

Fund balance is reported in five components – nonspendable, restricted, committed, assigned, and unassigned as described below:

Nonspendable represents amounts that cannot be spent because they are either (a) not in spendable form (i.e. inventory or prepaid) or (b) legally or contractually required to be maintained intact as the corpus of the endowment.

Restricted represents amounts that have constraints placed either externally by third-parties (creditors, grantors, contributors, or laws or regulations of other governments) or by law through constitutional provisions or enabling legislation. Enabling legislation authorizes the Town to assess, levy, charge or otherwise mandate payment of resources (from external resource providers) and includes a legally enforceable requirement (compelled by external parties) that those resources be used only for the specific purposes stipulated in the legislation.

Committed represents amounts that can only be used for specific purposes pursuant to constraints imposed by formal action of the Town's highest level of decision making authority, which consists of the Town Meeting members through Town Meeting Votes. Those committed amounts cannot be used for any other purpose unless the Town Meeting removes or changes the specified use by taking the same type of action (through Town Meeting Votes) it employed previously to commit those amounts.

Assigned represents amounts that are constrained by the Town's intent to be used for specific purposes, but are neither restricted nor committed. The Town has by ordinance authorized the Town Accountant to assign fund balance. The Town Meeting may also assign fund balance as it does when appropriating fund balance to cover a gap between estimated revenue and appropriations in the subsequent year's appropriated budget.

Unassigned represents amounts that have not been restricted, committed or assigned to specific purposes within the general fund. The general fund is the only fund that reports a positive unassigned fund balance amount. Other governmental funds besides the general fund can only report a negative unassigned fund balance amount.

When both restricted and unrestricted resources are available for use, it is the Town's policy to use restricted resources first, then unrestricted resources (committed, assigned and unassigned) as they are needed. When unrestricted resources (committed, assigned and unassigned) are available for use it is the Town's policy to use committed resources first, then assigned, and then unassigned as they are needed. The Town has not established financial policies with respect to maintaining minimum fund balance amounts.

Encumbrances – The Town’s encumbrance policy regarding the general fund is to (1) classify encumbrances that arise from the issuance of purchase orders resulting from normal purchasing activity approved by the Town Accountant as assigned, and (2) classify encumbrances that result from an action of the Town Meeting as committed. Encumbrances of funds already restricted, or committed are included within the classification of those fund balances and not reported separately. The Town reports \$128,069 of encumbrances from normal purchasing activity in the general fund as assigned and \$686,949 of encumbrances from Town Meeting Articles in the general fund as committed. There are no encumbrances reported in any other fund.

The following table reflects the Town’s fund equity categorizations:

	General	Capital Projects	ARPA Grant	Nonmajor Governmental	Total
Nonspendable:					
Nonexpendable trust funds	\$ -	\$ -	\$ -	\$ 195,921	\$ 195,921
Restricted:					
School revolving	-	-	-	1,031,031	1,031,031
Federal and state grants	-	-	-	744,969	744,969
Ambulance services	-	-	-	1,240,265	1,240,265
Gift funds	-	-	-	416,279	416,279
Septic betterments	-	-	-	52,945	52,945
Cable access programming	-	-	-	516,234	516,234
Water services	-	-	-	1,409,838	1,409,838
Community preservation	-	-	-	791,160	791,160
Public facilities project	-	61,605,689	-	-	61,605,689
Departmental equipment	-	727,519	-	-	727,519
Other capital outlay	-	62,609	-	-	62,609
Cemetery trust funds	-	-	-	21,825	21,825
Other trust funds	-	-	-	87,103	87,103
Debt service	284,284	-	-	-	284,284
Other purposes	-	-	-	438,838	438,838
Committed:					
General government	489,813	-	-	-	489,813
Public works	80,666	-	-	-	80,666
Public safety	87,111	-	-	-	87,111
Other purposes	29,359	-	-	-	29,359
Assigned:					
Purchase orders	128,069	-	-	-	128,069
Subsequent years' budget	1,006,371	-	-	-	1,006,371
Unassigned	8,136,736	-	-	-	8,136,736
	<u>\$ 10,242,409</u>	<u>\$ 62,395,817</u>	<u>\$ -</u>	<u>\$ 6,946,408</u>	<u>\$79,584,634</u>

Stabilization Funds – The Town maintains a general stabilization fund, in accordance with Massachusetts General Law Chapter 40, Section 5B, which may be used for any municipal purpose upon a two-thirds vote of the Town Meeting. At June 30, 2022, the Town reported a balance in its stabilization fund of \$2,156,823, which is reported as unassigned in the general fund.

The Town maintains a special education stabilization fund, in accordance with Massachusetts General Law Chapter 40, Section 5B, which may be used for any special education purpose upon a two-thirds vote of the Town Meeting. At June 30, 2022, the Town reported a balance in its special education stabilization fund of \$354,630, which is reported as unassigned in the general fund.

The Town maintains a capital stabilization fund, in accordance with Massachusetts General Law Chapter 40, Section 5B, which may be used for any capital purpose upon a two-thirds vote of the Town Meeting. At June 30, 2022, the Town reported a balance in its capital stabilization fund of \$878,497, which is reported as unassigned in the general fund.

The Town maintains a retirement stabilization fund, in accordance with Massachusetts General Law Chapter 40, Section 5B, which may be used for retirement costs upon a two-thirds vote of the Town Meeting. At June 30, 2022, the Town reported a balance in its retirement stabilization fund of \$421,631, which is reported as unassigned in the general fund.

The Town maintains a sidewalk/pedestrian improvements stabilization fund, in accordance with Massachusetts General Law Chapter 40, Section 5B, which may be used for capital sidewalk improvements costs upon a two-thirds vote of the Town Meeting. At June 30, 2022, the Town reported a balance in its retirement stabilization fund of \$127,929, which is reported as unassigned in the general fund.

The Town maintains a facilities complex stabilization fund, in accordance with Massachusetts General Law Chapter 40, Section 5B, which may be used for construction or improvement costs for the Town's facilities complex upon a two-thirds vote of the Town Meeting. At June 30, 2022, the Town reported a balance in its retirement stabilization fund of \$127,929, which is reported as unassigned in the general fund.

E. Excess of Expenditures Over Appropriations and Fund Deficits

During the fiscal year ended, expenditures did not exceed appropriations for any line item in the General Fund, nor did the Town incur individual fund deficits.

F. Use of Estimates

The preparation of basic financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure for contingent assets and liabilities at the date of the basic financial statements and the reported amounts of the revenues and expenditures/expenses during the fiscal year. Actual results could vary from estimates that were used.

II. Detailed Notes to All Funds

A. Deposits and Investments

A cash and investment pool is maintained that is available for use by all funds. Each fund type's portion of this pool is displayed on the balance sheet as "cash and cash equivalents." The deposits and investments of trust funds are held separately from those of other funds.

State laws and regulations require the Town to invest funds only in pre-approved investment instruments which include but are not necessarily limited to bank deposits, money markets, certificates of deposit, U.S. obligations, repurchase agreements, and State Treasurer's investment pool (the "Pool"). In addition, the statutes impose various limitations on the amount and length of investments and deposits. Repurchase agreements cannot be for a period of over ninety days, and the underlying security must be a United States obligation.

The Pool meets the criteria of an external investment pool. The Pool is administered by the Massachusetts Municipal Depository Trust, or MMDT, which was established by the Treasurer of

the Commonwealth who serves as Trustee. The fair value of the position in the Pool is the same as the value of the Pool shares.

Custodial Credit Risk: Deposits - In the case of deposits, this is the risk that in the event of a bank failure, the government's deposits may not be returned to it. The Town does not have a deposit policy for custodial credit risk relative to cash holdings. At June 30, 2022, the Town, excluding the Light Department, had bank deposits totaling \$73,595,203, with a carrying value of \$72,179,500. Of the bank balance, \$68,081,005 was not insured by the Federal Deposit Insurance Corporation ("FDIC"), the depositors' insurance fund or collateralization agreements and therefore exposed to custodial credit risk.

At year-end, the Light Department's carrying amount of *segregated* bank deposits was \$217,480. The bank balance of these Department segregated funds maintained by the Town Treasurer was \$185,113. In addition to the segregated funds, there was \$5,073,881 of operating cash pooled within various accounts maintained by the Town Treasurer. Bank deposits are pooled with, or in the same financial institution as, Town operated funds and therefore specific collateralization information on these deposits is not available.

Custodial Credit Risk: Investments – In the case of investments, this is the risk that in the event of the invested party not being able to provide required payments to investors, ceasing to exist, or filing of bankruptcy, the Town or Light Department may not be able to recover the full amount of its principal investment and/or investment earnings. The Town's investment in the MMDT and PRIT are not exposed to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form. The Town's investments in United States governmental obligations, bond and equity mutual funds and other investment funds are exposed to custodial credit risk because the related securities are uninsured, unregistered and are held by the counterparty. The Town's investments in negotiable certificates of deposit are fully insured by the FDIC. The Town's investment in a repurchase agreement is held by a counterparty, but not in the Town's name. The repurchase agreement is fully collateralized with U.S. government securities.

Fair Value of Investments – The Town reports its investments at fair value. When actively quoted observable prices are not available, the Town generally uses either implied pricing from similar investments or valuation models based on net present values of estimated future cash flows (adjusted as appropriate for liquidity, credit, market and/or other risk factors).

The Town categorizes its fair value measurements within the fair value hierarchy established by GAAP. This hierarchy is based on valuation inputs used to measure the fair value of the asset or liability. The three levels of the hierarchy are as follows:

- *Level 1* – Inputs are quoted prices in active markets for identical investments at the measurement date.
- *Level 2* – Inputs (other than quoted prices included in Level 1) are either directly or indirectly observable for the investment through correlation with market data at the measurement date and for the duration of the instrument's anticipated life.
- *Level 3* – Inputs reflect the Town's best estimate of what market participants would use in pricing the investment at the measurement date.

The following table presents the Town's investments (not including the Light Department) carried at fair value on a recurring basis in the statement of net position at June 30, 2022:

		Fair Value Measurements Using		
	Fair Value	Level 1	Level 2	Level 3
Investments by fair value level				
Debt securities:				
Corporate fixed income securities	\$ 1,567,143	\$ 1,567,143	\$ -	\$ -
U.S. government obligations	1,645,947	1,363,925	282,022	-
Fixed income ETF funds	321,037	-	321,037	-
Negotiable certificates of deposit	360,109	-	360,109	-
Repurchase agreements	3,338,213	-	3,338,213	-
State treasurer's PRIT fund	1,961,122	-	1,961,122	-
Total debt securities	9,193,571	2,931,068	6,262,503	-
Equity securities:				
Common stock	1,160,102	1,160,102	-	-
Equity mutual funds	449,497	449,497	-	-
Total equity securities	1,609,599	1,609,599	-	-
Total investments by fair value level	\$ 10,803,170	\$ 4,540,667	\$ 6,262,503	\$ -
Investments measured at amortized costs				
Massachusetts Municipal Depository Trust	2,209,931			
Total investments	13,013,101			

U.S. government obligations, fixed income securities and equity mutual funds classified in Level 1 are valued using prices quoted in active markets for those securities. The remaining investments are classified in Level 2. Negotiable certificates of deposit, fixed income ETF funds and repurchase agreements are valued using matrix pricing based on the securities' relationship to benchmark quoted prices. The State Treasurer's PRIT fund is valued based on the composition and fair value of the underlying investments contained within this pool, which can be determined using inputs other than quoted prices that are observable either directly or indirectly. The State Treasurer's investment pool (MMDT) is valued at amortized cost. The MMDT's investment advisor may value the pool using an alternative valuation method that more accurately reflects the fair value in accordance with the pools fair value pricing policies should amortized cost not approximate the fair value of the pool.

At December 31, 2021, the Light Department's investments are categorized as follows: Level 1 - \$949,591 equities and \$25,757 U.S. government obligations; Level 2 - \$12,710 U.S. government obligations, \$231,410 municipal bonds, \$58,015 corporate bonds, \$10,905 fixed income ETF funds, \$7,632,972 bond mutual funds, \$3,951,561 equity mutual funds and \$268,574 negotiable certificates of deposit.

Interest Rate Risk: Deposits – This is the risk that fair value losses may arise due to increasing interest rates. The Town does not have formal investment policies that limit investment maturities as a way of managing its exposure to fair value losses arising from rising interest rates.

Interest Rate Risk: Investments – Debt securities are subject to interest rate risk. Debt securities may be adversely affected by changes in interest rates, which may negatively affect the fair value of individual debt instruments. The Town does not have a formal investment policy that limits

investments maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

At June 30, 2022, the Town (not including the Light Department) had the following investments with maturities:

Investments	Fair Value	Maturities in Years		
		Less than 1	1 - 5	6 - 10
Corporate fixed income securities	\$ 1,567,143	\$ 117,498	\$ 1,449,645	\$ -
U.S. government obligations	1,645,947	551,044	1,007,557	87,346
Fixed income ETF funds	321,037	283,212	37,825	-
Negotiable certificates of deposit	360,109	360,109	-	-
Total investments with maturities	<u>\$ 3,894,236</u>	<u>\$ 1,311,863</u>	<u>\$ 2,495,027</u>	<u>\$ 87,346</u>

At December 31, 2021, the Light Department had the following investments with maturities:

Investments	Fair Value	Maturities in Years		
		Less than 1	1 - 5	6 - 10
U.S. government obligations	\$ 38,467	\$ -	\$ 34,926	\$ 3,541
Municipal bonds	231,410	-	231,410	-
Corporate bonds	58,015	8,818	49,197	-
Exchange traded funds - fixed income	10,905	-	10,905	-
Mutual funds - open end	800,000	800,000	-	-
Mutual funds - fixed income	6,832,972	-	5,548,258	1,284,714
Certificates of deposit	268,574	10,332	158,071	100,171
Total investments with maturities	<u>\$ 8,240,343</u>	<u>\$ 819,150</u>	<u>\$ 6,032,767</u>	<u>\$ 1,388,426</u>

Concentration of Credit Risk – The Town does not place a limit on the amount that may be invested in any one issuer. At June 30, 2022, Town has 17% of its investments in MMDT, 15% in the PRIT fund and 13% in U. S. government obligations.

Credit Risk – The Town has not adopted a formal policy related to credit risk. The Town's investments in U.S. government obligations are rated Aaa by Moody's. Corporate bonds are rated \$121,465 as Aaa, \$281,096 as A1, \$428,614 as A2, \$486,016 as Baa1 and \$371,417 as Baa2. The Town's remaining investments are unrated.

The Light Department's investments in U.S. government obligations, municipal bonds and open end mutual funds are rated as Aaa by Moody's. Corporate bonds are rated \$4,394 as Aaa, \$11,025 as A1, \$9,192 as A2, \$18,980 as Baa1 and \$14,424 as Baa2. The Light Department's remaining investments are unrated.

B. Receivables

Receivables as of year-end for the Town's individual major and non-major governmental funds in the aggregate, including the applicable allowances for uncollectible accounts, are as follows:

	Gross Amount	Allowance for Uncollectibles	Net Amount
Receivables:			
Real estate and personal property taxes	\$ 523,556	\$ -	\$ 523,556
Tax liens and deferrals	271,604	-	271,604
Community preservation surcharges	5,927	-	5,927
Motor vehicle and other excise taxes	275,138	-	275,138
User charges	52,170	-	52,170
Ambulance fees	694,351	(277,740)	416,611
Other	3,516	-	3,516
Intergovernmental	31,406	-	31,406
Total	<u>\$ 1,857,668</u>	<u>\$ (277,740)</u>	<u>\$ 1,579,928</u>

Receivables for the Town's Light Plant Enterprise Fund are as follows:

	Gross Amount	Allowance for Uncollectibles	Net Amount
Receivables:			
Customer accounts receivable	\$ 1,648,419	\$ (165,973)	\$ 1,482,446
Other accounts receivable	149,507	-	149,507
Total	<u>\$ 1,797,926</u>	<u>\$ (165,973)</u>	<u>\$ 1,631,953</u>

Governmental funds report deferred inflows of resources in connection with receivables for revenues that are not considered to be available to liquidate liabilities of the current period. The following identifies the components of deferred inflows of resources in the governmental funds:

	General Fund	Other Governmental	Total
Receivables and other asset type:			
Real estate and personal property taxes	\$ 523,556	\$ -	\$ 523,556
Tax liens and deferrals	271,604	-	271,604
Motor vehicle and other excise taxes	275,138	-	275,138
Community preservation surcharges	-	5,927	5,927
User charges	-	52,170	52,170
Ambulance fees	-	416,611	416,611
Other	-	3,516	3,516
Tax foreclosures	468,461	-	468,461
Total	<u>\$ 1,538,759</u>	<u>\$ 478,224</u>	<u>\$ 2,016,983</u>

C. Capital Assets

Capital asset activity for the fiscal year ended June 30, 2022 (December 31, 2021 for Electric Light Department) was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
<i>Governmental Activities:</i>				
Capital assets not being depreciated/amortized:				
Land	\$ 10,383,884	\$ -	\$ -	\$ 10,383,884
Construction in process	978,607	319,476	(418,940)	879,143
Total capital assets not being depreciated/amortized	11,362,491	319,476	(418,940)	11,263,027
Capital assets being depreciated/amortized:				
Land improvements	1,975,543	-	-	1,975,543
Buildings and improvements	44,821,719	16,810	-	44,838,529
Machinery and equipment	8,184,480	723,660	(355,816)	8,552,324
Infrastructure	32,536,760	315,088	-	32,851,848
Total capital assets being depreciated/amortized	87,518,502	1,055,558	(355,816)	88,218,244
Less accumulated depreciation/amortization for:				
Land improvements	(1,174,272)	(50,382)	-	(1,224,654)
Buildings and improvements	(18,309,435)	(1,161,533)	-	(19,470,968)
Machinery and equipment	(5,570,100)	(627,521)	355,816	(5,841,805)
Infrastructure	(16,666,068)	(644,643)	-	(17,310,711)
Total accumulated depreciation/amortization	(41,719,875)	(2,484,079)	355,816	(43,848,138)
Total capital assets being depreciated/amortized, net	45,798,627	(1,428,521)	-	44,370,106
Total governmental activities capital assets, net	\$ 57,161,118	\$ (1,109,045)	\$ (418,940)	\$ 55,633,133
<i>Business-Type Activities:</i>				
Capital assets not being depreciated/amortized:				
Land	\$ 2,219,869	\$ -	\$ -	\$ 2,219,869
Capital assets being depreciated/amortized:				
Buildings and improvements	1,287,808	4,712	(1,500)	1,291,020
Machinery and equipment	3,144,165	31,341	(239,500)	2,936,006
Infrastructure	19,417,114	751,984	(232,999)	19,936,099
Total capital assets being depreciated/amortized	23,849,087	788,037	(473,999)	24,163,125
Less accumulated depreciation/amortization for:				
Buildings and improvements	* (1,136,295)	(38,634)	1,500	(1,173,429)
Machinery and equipment	* (928,457)	(94,326)	239,500	(783,283)
Infrastructure	* (11,826,149)	(582,513)	232,999	(12,175,663)
Total accumulated depreciation/amortization	(13,890,901)	(715,473)	473,999	(14,132,375)
Total capital assets being depreciated/amortized, net	9,958,186	72,564	-	10,030,750
Total business-type activities capital assets, net	\$ 12,178,055	\$ 72,564	\$ -	\$ 12,250,619

* As restated; see Note IV.

Depreciation/amortization was charged to functions/programs as follows:

Governmental Activities:

General government	\$ 93,231
Public safety	380,405
Education	928,269
Public works	863,274
Health and human services	20,386
Culture and recreation	198,514
	<u>\$ 2,484,079</u>

Business-Type Activities:

Light Department	\$ 715,473
	<u>\$ 715,473</u>

D. Interfund Receivables, Payables and Transfers

Interfund transfers for the fiscal year ended June 30, 2022, are summarized as follows:

Transfers Out	Transfers In		Total
	General Fund	Capital Projects Fund	
General Fund	\$ -	\$ 188,500	\$ 188,500 (1)
Nonmajor Governmental Funds	834,249	-	834,249 (2)
Electric Light Enterprise Fund	243,253	-	243,253 (2)
Total	<u>\$ 1,077,502</u>	<u>\$ 188,500</u>	<u>\$ 1,266,002</u>

(1) Transfers to capital projects fund for BAN paydown.

(2) Transfers to general fund to supplement operating budgets.

E. Temporary Debt

The Town is authorized to borrow on a temporary basis to fund the following:

Current Operating Costs – Prior to the collection of revenues, expenditures may be financed through the issuance of revenue or tax anticipation notes.

Capital Projects and Other Approved Costs – Projects may be temporarily funded through the issuance of bond anticipation notes (“BANS”) or grant anticipation notes (“GANS”). In certain cases, prior to the issuance of these temporary notes, the governing body must take the necessary legal steps to authorize the issuance of the general obligation bonds. Temporary notes may not exceed the aggregate amount of bonds authorized or the grant award amount.

Temporary notes are general obligations of the Town and generally carry maturity dates of less than one year and are interest bearing and will be paid through future issuance of general obligation bonds.

During the fiscal year, the Town paid off a \$3,745,000 BAN issued in the prior year at 1.13% for the South Main land acquisition and master plan projects using \$188,500 of available funds and \$3,556,500 of proceeds from a long-term bond issuance.

F. Long-Term Obligations

The following table reflects the activity in the Town's long-term liability accounts during the fiscal year ended June 30, 2022:

	Beginning Balance	Additions	Deletions	Ending Balance	Due within one year
<i>Governmental Activities:</i>					
Bond and note indebtedness	\$ 11,945,000	\$ 62,415,000	\$ (1,040,000)	\$ 73,320,000	\$ 1,360,000
Unamortized bond premium	443,344	3,952,975	(129,443)	4,266,876	480,128
Direct borrowings and placements	32,772	-	(16,186)	16,586	11,586
Lease liabilities	234,834	-	(115,973)	118,861	118,861
Landfill closure	735,000	-	(52,500)	682,500	52,500
Net pension liability	16,777,571	2,799,085	(4,231,687)	15,344,969	-
Net other postemployment benefits liability	20,079,348	3,409,220	(4,994,811)	18,493,757	-
Total Governmental Activities	\$ 50,247,869	\$ 72,576,280	\$ (10,580,600)	\$ 112,243,549	\$ 2,023,075
<i>Business-Type Activities - MELD:</i>					
Compensated absences	* \$ 184,411	\$ 23,836	\$ (46,103)	\$ 162,144	\$ 81,072
Net pension liability	4,228,111	1,424,560	(1,680,213)	3,972,458	-
Total Business-Type Activities	\$ 4,412,522	\$ 1,448,396	\$ (1,726,316)	\$ 4,134,602	\$ 81,072

* As restated; see Note IV.

The governmental activities liabilities will be liquidated by the General Fund. The business-type liabilities will be liquidated by the Electric Light Department Enterprise Fund.

Lease Liabilities – The Town has entered into a non-cancelable lease for the purchase of an ambulance. This lease qualifies as a lease for accounting purposes and, therefore, has been recorded at the present value of the future minimum lease payments as of the inception date.

Assets presently in use by the Town having been acquired through leases are as follows:

Description	Amount
Ambulance	\$ 356,655
Less: accumulated amortization	(35,666)
Total	\$ 320,989

Payments on lease liabilities due in future years consists of the following at June 30, 2022:

Year Ended	Principal	Interest	Total
June 30,			
2023	\$ 118,861	\$ 2,960	\$ 121,821

G. Long-Term Debt

The Town issues general obligation bonds and notes to provide funds for the acquisition and construction of major capital facilities and equipment. General obligation bonds and notes have been issued for both governmental and business-type activities. In addition, the Town incurs various other long-term obligations related to personnel costs.

State law permits the Town, under the provisions of Chapter 44, Section 10, to authorize indebtedness up to a limit of five percent of its equalized valuation. Debt issued in accordance with this section of the law is designated as being "inside the debt limit." In addition, the Town may authorize debt in excess of that limit for specific purposes. Such debt, when issued, is designated as being "outside the debt limit."

The following is a summary of outstanding long-term debt obligations as of June 30, 2022:

Description of Issue	Interest Rate	Beginning Balance	Additions	Maturities	Ending Balance
<i>Governmental Activities:</i>					
General Obligation Bonds	2.30 - 5.00%	\$ 10,725,000	\$ 62,415,000	\$ (865,000)	\$ 72,275,000
General Obligation Refunding Bonds	5.00%	1,220,000	-	(175,000)	1,045,000
Federal Home Loan Bonds	5.00%	15,000	-	(9,800)	5,200
Massachusetts Clean Water Trust Notes	3.00 - 5.25%	17,772	-	(6,386)	11,386
Total Governmental Activities		11,977,772	62,415,000	(1,056,186)	73,336,586
Add: Unamortized bond premium		443,344	3,952,975	(129,443)	4,266,876
Total Governmental Activities, net		<u>\$ 12,421,116</u>	<u>\$ 66,367,975</u>	<u>\$ (1,185,629)</u>	<u>\$ 77,603,462</u>

Payments on long-term debt due in future years consist of the following:

Year Ending June 30,	<i>Governmental Activities</i>			
	General Obligation Bonds		Direct Borrowings and Placements	
	Principal	Interest	Principal	Interest
2023	\$ 1,360,000	\$ 2,975,943	\$ 11,586	\$ 265
2024	1,960,000	2,020,080	1,000	-
2025	2,075,000	1,935,178	1,000	-
2026	2,195,000	1,850,225	1,000	-
2027	2,380,000	1,754,975	1,000	-
2028 - 2032	13,070,000	7,155,050	1,000	-
2033 - 2037	14,895,000	4,732,900	-	-
2038 - 2042	14,525,000	3,167,831	-	-
2043 - 2047	11,195,000	1,785,853	-	-
2048 - 2052	9,665,000	534,197	-	-
Total	<u>\$ 73,320,000</u>	<u>\$ 27,912,232</u>	<u>\$ 16,586</u>	<u>\$ 265</u>

On December 15, 2021, the Town issued \$62,415,000 of general obligation bonds paying interest at 2%-5% per annum and maturing at various dates through December 15, 2051. The bonds were issued for a public facilities project (\$58,307,000), land acquisition (\$3,086,400), master planning (\$239,550) and departmental equipment (\$782,050).

The following table summarizes authorized but unissued debt at June 30, 2022:

Project	Amount
<i>Governmental:</i>	
Septic loans	\$ 84,969
Total Authorized and Unissued	<u>\$ 84,969</u>

III. Other Information

A. Retirement System

Plan Description – The Town contributes to the Essex Regional Retirement System (the System), a cost-sharing multiple-employer defined benefit pension plan established under Chapter 32 of the Commonwealth of Massachusetts General Laws (MGL) and administered by the Essex Regional Retirement Board. Stand-alone audited financial statements for the year ended December 31, 2021, were issued and may be obtained by writing to the Essex Regional Retirement System, 491 Maple Street, Suite 202, Danvers MA 01923.

Membership – Membership in the System as of December 31, 2021, was as follows:

Retired participants and beneficiaries	
receiving benefits	2,039
Inactive participants entitled to a return	
of their employee contributions	972
Active members	<u>3,118</u>
Total	<u>6,129</u>

Benefit Terms – The System provides retirement, disability and death benefits to plan members and beneficiaries. Chapter 32 of the MGL assigns authority to establish and amend benefit provisions of the plan. Cost-of-living adjustments granted between 1981 and 1997 and any increase in other benefits imposed by the Commonwealth's state law during those years are borne by the Commonwealth and are deposited into the pension fund directly. Cost-of-living adjustments granted after 1997 must be approved by the Board and are borne by the System.

Membership in the System is mandatory for all full-time employees and non-seasonal, part-time employees who, in general, regularly work more than twenty hours per week. Members of the System do not participate in the federal Social Security retirement system.

Massachusetts contributory retirement system benefits are uniform, with certain exceptions, from retirement system to retirement system. The System provides for retirement allowance benefits up to a maximum of 80% of a participant's highest three-year or five-year average annual rate of regular compensation, depending on the participant's date of hire. Benefit payments are based upon a participant's age, length of creditable service, level of compensation and group classification.

Contributions Requirements – The System has elected provisions of Chapter 32, Section 22D (as amended) of Massachusetts General Laws, which require that a funding schedule be established to fully fund the pension plan by June 30, 2040 (the System's current funding schedule allows for full funding by June 30, 2035). Under provisions of this law, participating employers are

assessed their share of the total retirement cost based on the entry age, normal actuarial cost method.

The Town (including the Light Department) contributed \$2,282,051 to the System in fiscal year 2022, which equaled the actuarially determined contribution requirement for the year.

Net Pension Liability – As of June 30, 2022, the Town reported a liability of \$19,317,427 for its proportionate share of the net pension liability. The net pension liability reported by the System at December 31, 2021 (used for fiscal year end June 30, 2022) is \$19,109,550. The difference between these two figures is attributable to the difference in fiscal year ends between the Town and Light Department, which results in a one-year lag.

The Town's (excluding the Light Department) net pension liability was measured as of December 31, 2021, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of January 1, 2022. These figures were updated by the independent actuary as of December 31, 2021. The Light Department's net pension liability was measured as of December 31, 2021, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of January 1, 2020. These figures were updated by the independent actuary as of December 31, 2021. The discount rate decreased from 7.3% to 7.0% since the previous actuarial valuation. There were no material changes to the System's benefit terms since the actuarial valuation.

The Town's proportion of the net pension liability is based on a projection of the Town's long-term share of contributions to the System relative to the projected contributions of all employers. The Town's and Light Department's proportionate share were approximately 5.503% as of December 31, 2021.

Pension Expense – The Town (excluding the Light Department) recognized \$1,940,817 in pension expense in the statement of activities in fiscal year 2022; and the Light Department recognized \$256,563.

Deferred Outflows of Resources and Deferred Inflows of Resources – As of June 30, 2022, the Town (excluding the Light Department) reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual earnings	\$ -	\$ 3,401,571
Changes in assumptions	1,699,783	-
Changes in proportion differences	989,693	-
Differences between expected and actual experience	1,279	469,536
Changes in proportion differences	-	196,970
	<u>\$ 2,690,755</u>	<u>\$ 4,068,077</u>

The deferred outflows of resources and deferred inflows of resources are expected to be recognized in the Town's pension expense as follows:

<u>Year Ended June 30,</u>	<u>Amount</u>
2023	\$ (124,194)
2024	(516,284)
2025	(408,643)
2026	<u>(328,200)</u>
Total	<u>\$ (1,377,321)</u>

As of December 31, 2021, the Light Department reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Differences between expected and actual earnings	\$ -	\$ 295,553
Changes in assumptions	265,750	-
Changes in proportion differences	142,893	71,380
Differences between expected and actual experience	434	3,406
Contributions made subsequent to measurement date	<u>432,515</u>	<u>-</u>
	<u>\$ 841,592</u>	<u>\$ 370,339</u>

The deferred outflows of resources and deferred inflows of resources are expected to be recognized in the Light Department's pension expense as follows:

<u>Year Ended December 31,</u>	<u>Amount</u>
2022	\$ 484,048
2023	46,409
2024	(42,267)
2025	<u>(16,937)</u>
Total	<u>\$ 471,253</u>

Actuarial Valuation – The measurement of the System's total pension liability is developed by an independent actuary. The latest actuarial valuation was performed as of January 1, 2022. The significant actuarial assumptions used in the January 1, 2022 actuarial valuation included:

Net Investment Return/Discount Rate	7.00% (previously 7.30%)
Inflation	2.75%
Salary Increases	7.5% decreasing to 3.75% after 5 years of service
Cost of Living Adjustment	3% of first \$14,000
Pre-Retirement Mortality	RP-2014 Employee Mortality Table projected generationally with Scale MP -2021
Post-Retirement Mortality	RP-2014 Healthy Annuitant Mortality Table projected generationally with Scale MP-2021
Disabled Mortality	RP-2014 Healthy Annuitant Mortality Table set forward two years projected generationally with Scale MP-2021

The long-term expected rate of return on pension plan investments was determined using a building-block method in which expected future real rates of return (expected returns, net of inflation) are developed for each major asset class. These returns are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocations and projected arithmetic real rates of return for each major asset class after deducting inflation, but before investment expenses, are summarized in the following table:

Asset Class	Target Allocation	Expected Investment Rate of Return
Domestic Equity	22.00%	6.11%
International Equity	11.50%	6.49%
International Emerging Markets	4.50%	8.12%
Core fixed income	15.00%	0.38%
High Yield Fixed Income	8.00%	2.48%
Real Estate	10.00%	3.72%
Timberland	4.00%	3.44%
Hedge funds, PCS	10.00%	2.63%
Private Equity	15.00%	9.93%
	<u>100.00%</u>	

Discount Rate – The discount rate used to measure the Town’s and Light Department’s pension liability was 7.00%, which was decreased from 7.3% in the previous actuarial valuation. The projection of cash flows used to determine the discount rate assumed plan member contributions were made at the current contribution rate and that employer contributions will be made at rates equal to the actuarially determined contribution rates and the member rate. Based on those assumptions, the Retirement System’s fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity Analysis – The following presents the Town’s and Light Department’s proportionate shares of the net pension liability calculated using the current discount rate as well as using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

	Discount Rate			
	Current Rate	1% lower	Current	1% greater
Town	7.00%	\$ 20,752,064	\$ 15,344,969	\$ 10,804,275
Light Department	7.30%	\$ 5,086,569	\$ 3,972,458	\$ 3,036,038

B. Massachusetts Teachers’ Retirement System

Teachers and certain administrative employees of the Town’s school department participate in the Massachusetts Teachers’ Retirement System (“MTRS”), a cost-sharing multiple employer defined benefit pension plan. MTRS is managed by the Commonwealth on behalf of municipal teachers and municipal teacher retirees. Like the Retirement System, MTRS was established under Chapter 32 of Massachusetts General Laws. The Commonwealth’s legislature has the authority to amend or modify the MTRS’s funding policies.

The Commonwealth is a nonemployer contributor to the MTRS and is legally responsible by statute for all actuarially determined employer contributions and future benefit requirements of the MTRS. Therefore, the Town is considered to be in a special funding situation as defined by GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*.

For the year ended June 30, 2022, (measured as of June 30, 2021) the Commonwealth contributed \$1,612,873 to the MTRS on behalf of the Town. The Town’s proportionate share of the collective MTRS net pension liability at this reporting date was 0.092244%, which was based on the actual, actuarially determined contribution made by the Commonwealth on behalf of the Town as a percentage of the total annual contribution made by the Commonwealth on behalf of all employers.

The table below presents the Town’s proportionate share of the following (dollar amounts are in thousands):

	Commonwealth Portion	Paid (or assumed) On Behalf of the Town	Town Portion
Net pension liability	\$ 20,945,749	\$ (20,945,759)	\$ —
Pension expense	1,680,810	(1,680,810)	—

The Town recognized \$1,680,810 in intergovernmental revenue and pension expense relative to this arrangement.

C. Other Postemployment Benefits

The Town administers a single employer defined benefit healthcare plan (the “OPEB Plan”). The OPEB Plan provides health, dental and life insurance benefits (other postemployment benefits) to current and future retirees, their dependents and beneficiaries in accordance with Section 20 of Massachusetts General Law Chapter 32B.

Specific benefit provisions and contribution rates are established by collective bargaining agreements, state law and Town ordinance. All benefits are provided through the Town's premium-based insurance program. The OPEB Plan does not issue an audited stand-alone financial report and is presented as a fiduciary fund in the Town's financial statements.

Employees Covered by Benefit Terms – The following employees were covered by the benefit terms as of June 30, 2022:

Active employees	206
Inactive employees	<u>84</u>
Total	<u>290</u>

Contributions – The contribution requirements of OPEB Plan members and the Town are established and may be amended by the Town. Retirees contribute 40% of the set premium for medical; 25% for dental, and 50% for life insurance. The remainder of the cost is funded by general revenues of the Town. The Town currently contributes enough money to the Plan to satisfy current obligations on a pay-as-you-go basis and also pays 60% of a retiree's Medicare Part B premium. The costs of administering the OPEB Plan are paid by the Town. For the year ended June 30, 2021, the Town's average contribution rate was approximately 4.31% of covered payroll.

Net OPEB Liability – The Town's net OPEB liability was measured as of June 30, 2022 using an actuarial valuation as of July 1, 2021. The components of the net OPEB liability of the Town as of June 30, 2022 were as follows:

Total OPEB Liability	\$ 20,454,879
Plan fiduciary net position	<u>(1,961,122)</u>
Net OPEB liability	<u>\$ 18,493,757</u>
Plan fiduciary net position as a percentage of the total OPEB liability	9.59%

The total OPEB liability in the most recent actuarial valuation was determined using the following key actuarial assumptions applied to all periods included in the measurement, unless otherwise specified:

Investment rate of return	6.41%, net of OPEB plan investment expense, including inflation.
Municipal bond rate	4.09% as of June 30, 2022
Discount Rate	5.60%, net of OPEB plan investment expense, including inflation.
Inflation	2.50% annually as of June 30, 2022 and for future periods
Health Care Trend Rate	8.00% trending to 3.63% in 2060. Rates developed using the SOA Getzen Model of Long-Run Medical Cost Trends.
Salary Increases	3.00% annually as of July 1, 2021 and for future periods
Pre-Retirement Mortality	General: RP-2014 Mortality Table for Blue Collar Employees projected generationally with scale MP-2016 for males and females, set forward 1 year for females Teachers: RP-2014 Mortality Table for White Collar Employees projected generationally with scale MP-2016 for males and females
Post-Retirement Mortality	General: RP-2014 Mortality Table for Blue Collar Healthy Annuitants projected generationally with scale MP-2016 for males and females. Set forward 1 year for females Teachers: RP-2014 Mortality Table for White Collar Healthy Annuitants projected generationally with scale MP-2016 for males and females
Disabled Mortality	General: RP-2014 Mortality Table for Blue Collar Healthy Annuitants projected generationally with scale MP-2016 for males and females, set forward 1 year Teachers: RP-2014 Mortality Table for White Collar Healthy Annuitants projected generationally with scale MP-2016 for males and females
Actuarial Cost Method	Individual Entry Age Normal

Discount Rate – The discount rate used to measure the total OPEB liability was 5.60%. The only key change in assumptions from the prior year was the increase of this discount rate from 4.25% to 5.60%.

Long Term Expected Rate of Return – The long-term expected rate of return on OPEB Plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of OPEB Plan investment expense and inflation) are developed for each major asset class.

These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

The target allocation and best estimates of arithmetic real rates of return were as reflected in the following table:

Asset Class	Target Allocation	Expected Investment Rate of Return
Domestic Equity - Large Cap	14.50%	4.42%
Domestic Equity - Small/Mid Cap	3.50%	4.81%
International Equity - Developed Market	16.00%	4.91%
International Equity - Emerging Market	6.00%	5.58%
Domestic Fixed Income	20.00%	1.00%
International Fixed Income	3.00%	1.04%
Alternatives	23.00%	5.98%
Real Estate	14.00%	6.25%
Cash	0.00%	0.00%
	<u>100.00%</u>	
Real rate of return		4.41%
Inflation assumption		2.50%
Total nominal rate of return		6.91%
Investment expense		-0.50%
Net investment return		<u>6.41%</u>

Sensitivity Analyses – The following presents the Town’s net OPEB liability as well as what the Town’s net OPEB liability would be if it were calculated using a discount rate that is 1% lower or 1% higher than the current discount rate as well as if the healthcare cost trend rates are 1% lower or higher than the current healthcare cost trend rates:

	Current Rate	Discount Rate		
		1% Decrease	At Current Rate	1% Increase
Net OPEB liability	5.60%	\$ 21,648,869	\$ 18,493,757	\$ 15,963,680

	Current Rate	Health Care Trend Rate		
		1% Decrease	At Current Rate	1% Increase
Net OPEB liability	8.00% > 3.63%	\$ 15,665,385	\$ 18,493,757	\$ 22,039,242

Changes in the Net OPEB Liability – The following table summarizes the changes in the net OPEB liability for the year ended June 30, 2022:

	Total OPEB Liability (a)	Plan Fiduciary Net Position (b)	Net OPEB Liability (a) - (b)
Balances at June 30, 2021	\$ 21,943,411	\$ 1,864,063	\$ 20,079,348
Changes for the year:			
Service cost	950,245	-	950,245
Interest	960,155	-	960,155
Change in assumptions	932,942	-	932,942
Difference between expected and actual experience	(3,721,986)	-	(3,721,986)
Net investment income	-	(77,941)	77,941
Employer contributions	-	784,888	(784,888)
Benefit payments withdrawn from trust	-	(609,888)	609,888
Benefit payments	(609,888)	-	(609,888)
Net changes	(1,488,532)	97,059	(1,585,591)
Balances at June 30, 2022	\$ 20,454,879	\$ 1,961,122	\$ 18,493,757

OPEB Expense and Deferred Outflows/Inflows of Resources Related to OPEB – For the year ended June 30, 2022, the Town recognized OPEB expense of \$1,363,991. Deferred outflows of resources and deferred inflows of resources related to OPEB at June 30, 2022 were reported as follows:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual earnings	\$ 1,933	\$ -
Changes of Assumptions	2,661,139	-
Differences between actual and expected experience	-	4,994,811
	\$ 2,663,072	\$ 4,994,811

Amounts reported as deferred outflows of resources and deferred inflows of resources related to OPEB will be recognized in OPEB expense (benefit) as follows:

June 30,	
2023	\$ (404,286)
2024	(390,575)
2025	(593,760)
2026	(601,342)
2027	(243,132)
thereafter	(98,644)
	\$ (2,331,739)

Investment Custody – In accordance with Massachusetts General Laws, the Town Treasurer is the custodian of the OPEB Plan and since the Town has not designated a Board of Trustees, the Town Treasurer is also the Trustee and as such is responsible for the general supervision of the

management, investment and reinvestment of the OPEB Plan assets. OPEB Plan assets may be invested and reinvested by the custodian consistent with the prudent investor rule established in Chapter 203C and may, with the approval of the State Retiree Benefits Trust Fund Board of Trustees, be invested in the State Retiree Benefits Trust Fund established in Section 24 of Chapter 32A. OPEB Plan assets must be segregated from other funds and not be subject to the claims of any general creditor of the Town.

Investment Policy – The OPEB Plan follows the same investment policies that apply to all other Town Trust funds. Notably it can be invested in accordance with State Statutes that govern Trust investments including PRIM which is an external investment pool managed by the State.

Investment Rate of Return – For the year ended June 30, 2022, the annual money-weighted rate of return on investments, net of investment expense, was -4.15%. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

Electric Light Department OPEB – Electric Light Department OPEB, which is not material to the overall financial statements, may be reviewed in detail in the Electric Light Department financial statements.

D. Risk Financing

The Town is exposed to various risks of loss related to torts: theft of, damage to and destruction of assets; errors and omissions; and natural disasters for which the Town carries commercial insurance. The amount of claim settlements has not exceeded insurance coverage in any of the previous three years.

E. Commitments and Contingencies

General – The Town is party to certain legal claims, which are subject to many uncertainties, and the outcome of individual litigation matters is not always predictable with assurance. Although the amount of liability, if any, at June 30, 2022, cannot be determined, management believes that any resulting liability, if any, should not materially affect the basic financial statements of the Town at June 30, 2022.

Grant Compliance – Amounts received from grantor agencies are subject to audit and adjustment by grantor agencies, principally the federal and state governments. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The Town expects such amounts, if any, to be immaterial.

Arbitrage – The Town is subject to certain Federal arbitrage laws in accordance with long-term borrowing agreements. Failure to comply with the rules could result in the payment of penalties. The Town expects the amount if any, in these situations, to be immaterial.

Electric Light Department - MELD is a Town owned utility responsible for the purchase and distribution of electric power throughout the Town of Middleton. MELD has its own Board of Commissioners elected at large by citizenry of the Town of Middleton.

MELD is a Participant in certain Projects of the Massachusetts Municipal Wholesale Electric Company (MMWEC).

MMWEC is a public corporation and a political subdivision of the Commonwealth of Massachusetts created as a means to develop a bulk power supply for its Members and other utilities. MMWEC is authorized to construct, own or purchase ownership interests in and to issue revenue bonds to finance electric facilities (Projects). MMWEC has acquired ownership interests in electric facilities operated by other entities and also owns and operates its own electric facilities. MMWEC operates the Stony Brook Intermediate Project and Stony Brook Peaking Project, both fossil-fueled power Departments. MMWEC has the Nuclear Mix One project, Nuclear Project Three, Nuclear Project Four, Nuclear Project Five and Project Six, which comprise an 11.6% ownership interest in the Seabrook Station nuclear generating unit operated by NextEra Energy Seabrook, LLC and a 4.8% ownership interest in the Millstone Unit 3 nuclear unit operated by Dominion Nuclear Connecticut, Inc. The operating license for Seabrook Station extends to March 15, 2050. The operating license for Millstone Unit 3 extends to November 25, 2045.

MMWEC sells all of the capability (Project Capability) of each of its Projects to its Members and other Utilities (Project Participants) under Power Sales Agreements (PSAs). The Department has entered into PSAs with MMWEC. Under the PSAs, the Department is required to make certain payments to MMWEC solely from Department revenues. Among other things, the PSAs require each Project Participant to pay its pro rata share of MMWEC's costs related to the Project. In addition, should a Project Participant fail to make payment when due, other Projects Participants may be required to increase (step-up) their payments and correspondingly their Participants' share of Project Capability. Project Participants have covenanted to fix, revise, and collect rates at least sufficient to meet their obligations under the PSAs. Each Participant is unconditionally obligated to make payments due to MMWEC whether or not the Project(s) is completed or operating and notwithstanding the suspension and interruption of the output of the Project(s).

Pursuant to the PSAs, the MMWEC Project Participants are liable for their proportionate share of the costs associated with decommissioning the plants, which costs are being funded through monthly Project billings. The Seabrook and Millstone Project Participants are also liable for their proportionate share of the uninsured costs of a nuclear incident that might be imposed under the Price-Anderson Act (Act). Originally enacted in 1957, the Act has been renewed several times. In July 2005, as part of the Energy Policy Act of 2005, Congress extended the Act through the end of 2025.

MMWEC is involved in various legal actions. In the opinion of MMWEC management, the outcome of such litigation or claims will not have a material adverse effect on the financial position of the company.

The total capital expenditures and annual capacity, fuel and transmission costs (which include debt service and decommissioning expenses discussed above) associated with MELD's Project Capability of the Projects in which it participates was \$33,693,036 for the year ended December 31, 2021.

MELD purchases its power through contracts with various power suppliers, including MMWEC. These contracts are subject to certain market factors. Based on current market conditions, the Department anticipates some stability to its power cost expenses over the next few years.

F. Landfill Closure and Post-Closure Care Costs

The Town's landfill is closed and a final cover has been installed in accordance with Federal and State laws and regulations. Those laws and regulations also require the Town to perform certain maintenance and monitoring functions ("post-closure care") at the site for 30 years after the

landfill cover is installed. In addition, the Town acquired a parcel of land in fiscal year 2009 that was formerly used as a landfill and is responsible for post-closure testing and monitoring. Finally, the Town acquired another parcel of land that was formerly used as the Town landfill and is also responsible for the post-closure testing and monitoring of the site.

In accordance with generally accepted accounting principles, the estimated remaining cost of monitoring and other post-closure liabilities for these three parcels, \$682,500, has been recorded as a governmental activities' liability; actual costs may be higher due to inflation, changes in technology, or changes in regulations.

G. Implementation of New GASB Pronouncements

Current Year Implementations –

In June 2017, the GASB issued GASB Statement No. 87, *Leases*. This Statement redefined the manner in which long-term leases are accounted and reported. As amended, the provisions of this Statement became effective in fiscal year 2022. The adoption of this standard did not have a material impact on the Town's financial statements.

In June 2018, the GASB issued GASB Statement No. 89, *Accounting for Interest Cost Incurred Before the End of a Construction Period*. This statement established accounting requirements for interest costs incurred before the end of a construction period. As amended, the provisions of this Statement became effective in fiscal year 2022. The adoption of this standard did not have a material impact on the Town's financial statements.

In June 2020, the GASB issued GASB Statement No. 97, *Certain Component Unit Criteria, and Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans – An Amendment of GASB Statements No. 14 and No. 84, and a Supersession of GASB Statement No. 32*. The objective of this Statement was to (1) increase consistency and comparability related to the reporting of fiduciary component units in circumstances in which a potential component unit does not have a governing board and the primary government performs the duties that a governing board typically would perform; (2) mitigate costs associated with the reporting of certain defined contribution pension plans, defined contribution OPEB plans, and employee benefit plans other than pension plans or OPEB plans (other employee benefit plans) as fiduciary component units in fiduciary fund financial statements; and (3) enhance the relevance, consistency, and comparability of the accounting and financial reporting for Internal Revenue Code Section 457 deferred compensation plans that meet the definition of a pension plan and for benefits provided through those plans. The provisions of this Statement became effective in fiscal year 2022. The adoption of this standard did not have a material impact on the Town's financial statements.

Future Implementations –

In May 2019, the GASB issued GASB Statement No. 91, *Conduit Debt Obligations*. The objective of this Statement is to standardize the reporting of conduit debt obligations by issuers by clarifying the existing definition of conduit debt obligation, among other matters. As amended, the provisions of this Statement are effective for financial reporting periods beginning after December 15, 2021 (fiscal year 2023). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In March 2020, the GASB issued GASB Statement No. 94, *Public-Private and Public-Public Partnerships and Availability Payment Arrangements*. The objective of this Statement is to

improve financial reporting by addressing issued related to public-private and public-public partnership arrangements. The provisions of this Statement are effective for financial reporting periods beginning after June 15, 2022 (fiscal year 2023). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In May 2020, the GASB issued GASB Statement No. 96, *Subscription-Based Information Technology Arrangements*. The objective of this Statement is to address accounting for subscription-based information technology arrangements to government end users based on the standards established in Statement No. 87, as amended. The provisions of this Statement are effective for financial reporting periods beginning after June 15, 2022 (fiscal year 2023). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In June 2022, the GASB issued GASB Statement No. 100, *Accounting Changes and Error Corrections – An Amendment of GASB Statement No 62*. The objective of this Statement is to enhance accounting and financial reporting requirements for accounting changes and error corrections to provide more understandable, reliable, relevant, consistent and comparable information for decision making or assessing accountability. The provisions of this Statement are effective for financial reporting periods beginning after June 15, 2023 (fiscal year 2024). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

In June 2022, the GASB issued GASB Statement No. 101, *Compensate Absences*. The objective of this Statement is to update the recognition and measurement guidance for compensated absences by aligning the recognition and measurement guidance under a unified model and by amending certain previously required disclosures. The provisions of this Statement are effective for financial reporting periods beginning after December 15, 2023 (fiscal year 2025). The Town is currently evaluating whether adoption will have a material impact on the financial statements.

IV. Restatement

As of December 31, 2020, the Department has begun recognizing an additional accrued expense for the annual pension assessment (which is calculated on a fiscal year ending June 30th annually). Additionally, the Department optioned to begin utilizing the pension reporting as of December 31, 2019, as it base measurement date for December 31, 2020, as allowed under Governmental Auditing Standards; this resulted in a restatement of the deferred outflows of resources relative to an additional contribution after measurement date relative to the fiscal year 2020 pension assessment. Additionally, the Department has modified its methodology with regards to calculating annual depreciation/amortization of capital assets to be similar to its statutorily required depreciation/amortization methodology which is in-line with the model utilized within the industry for financial statement reporting.

The following table illustrates the effect of the net position restatement:

Prior year Net Position as presented	\$ 26,380,779
Restate: Change in depreciation model calculation	(420,357)
Restate: Additional accrual of pension assessment expense	(193,205)
Restate: Deferred outflow of resources - additional pension contribution after measurement date	386,410
Net Position as restated	<u>\$ 26,153,627</u>

TOWN OF MIDDLETON, MASSACHUSETTS

REQUIRED SUPPLEMENTARY INFORMATION - PENSIONS
YEAR ENDED JUNE 30, 2022

SCHEDULE OF THE TOWN'S PROPORTIONATE SHARE OF THE NET PENSION LIABILITY
(dollar amounts are in thousands)

		Year Ended June 30,						
		2022	2021	2020	2019	2018	2017	2016
Town's proportion of the net pension liability (asset)		5.50%	5.26%	5.07%	5.22%	5.23%	5.06%	4.93%
Town's proportionate share of the net pension liability (asset)	*	\$ 19,110	\$ 20,893	\$ 21,354	\$ 22,036	\$ 19,679	\$ 19,507	\$ 17,900
Town's covered payroll		\$ 8,942	\$ 7,957	\$ 7,652	\$ 7,695	\$ 7,388	\$ 7,060	\$ 6,129
Town's proportionate share of the net pension liability (asset) as a percentage of its covered payroll		213.7%	262.6%	279.1%	286.4%	266.4%	276.3%	292.1%
Plan fiduciary net position as a percentage of the total pension liability		67.0%	59.7%	55.5%	51.9%	55.4%	51.1%	51.0%

SCHEDULE OF THE TOWN'S CONTRIBUTIONS TO PENSION PLAN
(dollar amounts are in thousands)

	Year Ended June 30,						
	2022	2021	2020	2019	2018	2017	2016
Actuarially determined contribution	\$ 2,280	\$ 2,032	\$ 1,820	\$ 1,743	\$ 1,628	\$ 1,467	\$ 1,258
Contributions in relation to the actuarially determined contribution	<u>2,282</u>	<u>2,034</u>	<u>1,822</u>	<u>1,745</u>	<u>1,630</u>	<u>1,468</u>	<u>1,258</u>
Contribution deficiency (excess)	<u>\$ (2)</u>	<u>\$ (2)</u>	<u>\$ (2)</u>	<u>\$ (2)</u>	<u>\$ (2)</u>	<u>\$ (1)</u>	<u>\$ -</u>
Town's covered payroll	\$ 8,942	\$ 7,957	\$ 7,652	\$ 7,695	\$ 7,388	\$ 7,060	\$ 6,129
Contributions as a percentage of covered payroll	25.5%	25.6%	23.8%	22.7%	22.1%	20.8%	20.5%

This schedule is presented to illustrate the requirement to show information for ten years. However, until a full ten-year trend is compiled, information is presented for those years in which information is available.

* The net pension liability as reported in the basic financial statements differs from this schedule due to the Light Department implementing GASB #68 one year later than the Town.

See accompanying independent auditor's report.

TOWN OF MIDDLETON, MASSACHUSETTS

REQUIRED SUPPLEMENTARY INFORMATION - PENSIONS
YEAR ENDED JUNE 30, 2022

SCHEDULE OF THE COMMONWEALTH'S COLLECTIVE SHARE OF THE NET PENSION LIABILITY
MASSACHUSETTS TEACHER'S RETIREMENT SYSTEM

	June 30					
	2021	2020	2019	2018	2017	2016
Commonwealth's proportion of the collective net pension liability (asset)	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Town's proportion of the collective net pension liability (asset)	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Commonwealth's proportionate share of the net pension liability (asset)	\$ 22,706,876	\$ 28,544,844	\$ 25,214,020	\$ 23,711,289	\$ 22,885,391	\$ 22,357,928
Commonwealth's actuarially determined contribution	\$ 1,748,483	\$ 1,553,433	\$ 1,443,710	\$ 1,314,783	\$ 1,235,515	\$ 1,124,583

Contributions to MTRS are the responsibility of the Commonwealth of Massachusetts.

This schedule is presented to illustrate the requirement to show information for ten years. However, until a full ten-year trend is compiled, information is presented for those years in which information is available.

See accompanying independent auditor's report.

TOWN OF MIDDLETON, MASSACHUSETTS

REQUIRED SUPPLEMENTARY INFORMATION - UNAUDITED
YEAR ENDED JUNE 30, 2022SCHEDULE OF CHANGES IN NET OPEB LIABILITY AND RELATED RATIOS
LAST 10 FISCAL YEARS

	June 30					
	2022	2021	2020	2019	2018	2017
Service cost	\$ 950,245	\$ 814,764	\$ 785,898	\$ 1,055,101	\$ 883,961	\$ 845,336
Interest	960,155	942,679	962,580	1,048,772	1,087,561	1,012,331
Difference between expected and actual plan experience	(3,721,986)	-	(3,226,197)	-	302,431	-
Changes of assumptions	932,942	1,436,876	424,641	1,682,663	-	-
Benefit payments	(609,888)	(557,585)	(484,676)	(609,902)	(565,578)	(510,717)
Net change in total OPEB liability	(1,488,532)	2,636,734	(1,537,754)	3,176,634	1,708,375	1,346,950
Total OPEB liability - beginning of year	21,943,411	19,306,677	20,844,431	17,667,797	15,959,422	14,612,472
Total OPEB liability - end of year (a)	\$ 20,454,879	\$ 21,943,411	\$ 19,306,677	\$ 20,844,431	\$ 17,667,797	\$ 15,959,422
Plan fiduciary net position:						
Contributions - employer	\$ 784,888	\$ 632,585	\$ 534,676	\$ 684,902	\$ 615,578	\$ 610,717
Net investment income	(77,941)	419,599	26,543	72,264	96,789	109,117
Benefit payments	(609,888)	(557,585)	(484,676)	(609,902)	(565,578)	(510,717)
Net change in Plan fiduciary net position	97,059	494,599	76,543	147,264	146,789	209,117
Plan fiduciary net position - beginning of year	1,864,063	1,369,464	1,292,921	1,145,657	998,868	789,751
Plan fiduciary net position - end of year (b)	\$ 1,961,122	\$ 1,864,063	\$ 1,369,464	\$ 1,292,921	\$ 1,145,657	\$ 998,868
Net OPEB liability - end of year (a) - (b)	\$ 18,493,757	\$ 20,079,348	\$ 17,937,213	\$ 19,551,510	\$ 16,522,140	\$ 14,960,554
Plan fiduciary net position as a percentage of the total OPEB liability	9.59%	8.49%	7.09%	6.20%	6.48%	6.26%
Covered payroll	\$ 16,716,013	\$ 14,679,968	\$ 14,252,396	\$ 11,055,578	\$ 10,733,570	\$ 10,700,000
Net OPEB liability as a percentage of covered payroll	110.63%	136.78%	125.85%	176.85%	153.93%	139.82%

Note: This schedule is presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, information is presented for those years in which information is available.

Note: An error in assumptions was discovered during fiscal year 2020. The error, totalling \$4,884,751, was applied to all periods presented and reduced the net OPEB liability.

See independent auditors' report.

TOWN OF MIDDLETON, MASSACHUSETTS

**REQUIRED SUPPLEMENTARY INFORMATION - UNAUDITED
YEAR ENDED JUNE 30, 2022**

**SCHEDULE OF CONTRIBUTIONS
LAST 10 FISCAL YEARS**

	June 30					
	2022	2021	2020	2019	2018	2017
Actuarially-determined contribution	\$ 1,814,870	\$ 1,607,679	\$ 1,868,286	\$ 2,490,680	\$ 2,189,164	\$ 2,033,068
Contributions in relation to the actuarially-determined contribution	(784,888)	(632,585)	(534,676)	(684,902)	(615,578)	(610,717)
Contribution deficiency (excess)	\$ 1,029,982	\$ 975,094	\$ 1,333,610	\$ 1,805,778	\$ 1,573,586	\$ 1,422,351
Covered payroll	\$16,716,013	\$14,679,968	\$14,252,396	\$11,055,578	\$10,733,570	\$10,700,000
Contribution as a percentage of covered payroll	4.70%	4.31%	3.75%	6.20%	5.74%	5.71%
Valuation Date	July 1, 2021					
Amortization Period	30 years					
Investment rate of return	6.41%					
Municipal Bond Rate	4.09%					
Single Equivalent Discount Rate	5.60%					
Inflation	2.50%					
Healthcare cost trend rates	8.00% => 3.63% in 2060					
Salary increases	3.00%					
Actuarial Cost Method	Individual Entry Age Normal (for all years presented)					
Asset Valuation Method	Market Value of Assets as of Reporting Date (for all years presented)					

**SCHEDULE OF INVESTMENT RETURNS
LAST 10 FISCAL YEARS**

	June 30,					
	2022	2021	2020	2019	2018	2017
Annual money-weighted rate of return, net of investment expense	-4.15%	29.33%	1.99%	6.14%	9.46%	10.92%

Note: These schedules are presented to illustrate the requirement to show information for 10 years. However, until a full 10-year trend is compiled, information is presented for those years in which information is available.

See independent auditors' report.

TOWN OF MIDDLETON, MASSACHUSETTS

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET AND ACTUAL - GENERAL FUND
 YEAR ENDED JUNE 30, 2022

	Budgeted Amounts		Actual		Actual	Variance
	Original	Final	Budgetary		Budgetary	Positive
	Budget	Budget	Amounts	Encumbrances	Adjusted	(Negative)
Real estate and personal property taxes, net	\$ 32,103,623	\$ 32,155,023	\$ 32,229,587		\$ 32,229,587	\$ 74,564
Intergovernmental	2,425,972	2,425,972	2,556,731		2,556,731	130,759
Motor vehicle and other excises	2,260,000	2,260,000	2,561,923		2,561,923	301,923
Payments in lieu of taxes	130,000	130,000	131,375		131,375	1,375
License and permits	480,000	480,000	709,759		709,759	229,759
Departmental and other revenue	561,844	561,844	605,750		605,750	43,906
Penalties and interest on taxes	80,000	80,000	90,302		90,302	10,302
Fines and forfeitures	5,000	5,000	9,982		9,982	4,982
Investment income	40,000	40,000	48,481		48,481	8,481
Total Revenues	38,086,439	38,137,839	38,943,890	\$ -	38,943,890	806,051
EXPENDITURES						
General government	2,822,002	2,952,423	2,102,154	502,919	2,605,073	347,350
Public safety	4,777,419	5,160,464	5,039,505	105,542	5,145,047	15,417
Education	25,318,211	25,318,386	24,368,954	604,746	24,973,700	344,686
Public works	2,024,442	2,114,513	1,857,907	97,840	1,955,747	158,766
Health and human services	520,559	540,709	452,102	22,726	474,828	65,881
Culture and recreation	687,259	687,259	652,752	740	653,492	33,767
Pension and employee benefits	2,931,041	2,907,262	2,886,436	-	2,886,436	20,826
State and county tax assessments	326,229	326,229	314,519	-	314,519	11,710
Debt service	1,481,994	1,361,098	1,361,098	-	1,361,098	-
Total Expenditures	40,889,156	41,368,343	39,035,427	1,334,513	40,369,940	998,403
OTHER FINANCING SOURCES (USES)						
Transfers in	1,182,677	1,215,677	1,215,677		1,215,677	-
Transfers out	(493,500)	(1,352,300)	(1,352,300)		(1,352,300)	-
Total Other Financing Sources (Uses)	689,177	(136,623)	(136,623)	\$ -	\$ (136,623)	-
EXCESS (DEFICIENCY) OF REVENUES AND OTHER FINANCING SOURCES OVER EXPENDITURES/USE OF PRIOR YEAR BUDGETARY FUND BALANCE	(2,113,540)	(3,367,127)	\$ (228,160)			\$ 1,804,454
Other Budgetary Items:						
Undesignated surplus (free cash)	810,941	2,064,528				
Prior year encumbrances	1,302,599	1,302,599				
Net Budget	\$ -	\$ -				

See accompanying independent auditors' report.

See accompanying notes to required supplementary information.

TOWN OF MIDDLETON, MASSACHUSETTS

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION AS OF AND FOR THE YEAR ENDED JUNE 30, 2022

I. Budgetary Basis of Accounting

Budgetary Information – An annual budget is legally adopted for the general fund. Financial orders are initiated by department heads, recommended by the Finance Committee and approved by the Town Meeting at the Town’s annual meeting in May. Expenditures may not legally exceed appropriations at the department level. Department heads may transfer, without Town meeting approval, appropriation balances from one expenditure account to another within each department. The Town Meeting, however, must approve any transfer of unencumbered appropriation balances between departments. At the close of each fiscal year, unencumbered appropriation balances lapse or reverts to unreserved fund balance.

The Town adopts an annual budget for the general fund in conformity with the guidelines described above. During the fiscal year, Town Meeting increased appropriations by approximately \$1.3 million, which were primarily used for stabilization funds (\$891,800), OPEB trust funding (\$100,000), capital improvements (\$118,000).

The Town Accountant has the responsibility to ensure that budgetary control is maintained in the manner in which the appropriations were voted at Town Meeting. Budgetary control is exercised through the Town’s accounting system.

Budgetary-to-GAAP Reconciliation – The Town’s general fund is prepared on a basis other than GAAP. A reconciliation of the budgetary-basis to GAAP-basis results for the general fund for the fiscal year ended June 30, 2022, is as follows:

	Basis of Accounting Differences	Fund Perspective Differences	Total
Revenues on a budgetary basis			\$ 38,943,890
Stabilization revenue	\$ -	\$ (23,564)	(23,564)
On behalf payments	1,680,810	-	1,680,810
Revenues on a GAAP basis	<u>\$ 1,680,810</u>	<u>\$ (23,564)</u>	<u>\$ 40,601,136</u>
Expenditures on a budgetary basis			\$ 39,035,427
Change in expenditure recognition	\$ (21,563)	\$ -	(21,563)
On behalf payments	1,680,810	-	1,680,810
Expenditures on a GAAP basis	<u>\$ 1,659,247</u>	<u>\$ -</u>	<u>\$ 40,694,674</u>
Other financing sources (uses) on a budgetary basis			\$ (136,623)
Stabilization transfers, net	\$ -	\$ 1,025,625	1,025,625
Other financing sources (uses) on a GAAP basis	<u>\$ -</u>	<u>\$ 1,025,625</u>	<u>\$ 889,002</u>

ROSELLI, CLARK & ASSOCIATES
Certified Public Accountants

TOWN OF MIDDLETON, MASSACHUSETTS

FEDERAL AWARD REPORTS

PURSUANT TO THE

UNIFORM GUIDANCE

YEAR ENDED JUNE 30, 2022



**TOWN OF MIDDLETON, MASSACHUSETTS
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**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED
ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH
GOVERNMENT AUDITING STANDARDS**

To the Honorable Board of Selectmen
Town of Middleton, Massachusetts

We have audited, in accordance with the 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, the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Middleton, Massachusetts, as of and for the year ended June 30, 2022 (except for the Middleton Electric Light Department, which are is of December 31, 2021), and the related notes to the financial statements, which collectively comprise the Town of Middleton, Massachusetts's basic financial statements and have issued our report thereon dated November 28, 2022.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Town's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Town's internal control. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses, or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Town's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Roselli Clark & Associates

Roselli, Clark and Associates
Certified Public Accountants
Woburn, Massachusetts
November 28, 2022



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**INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR
PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY
THE UNIFORM GUIDANCE**

To the Honorable Board of Selectmen
Town of Middleton, Massachusetts

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited the Town of Middleton, Massachusetts' compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* that could have a direct and material effect on each of the Town of Middleton, Massachusetts' major federal programs for the year ended June 30, 2022. The Town of Middleton, Massachusetts' major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Town of Middleton, Massachusetts complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2022.

Basis for Opinion on Each Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditor's Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the Town of Middleton, Massachusetts and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program. Our audit does not provide a legal determination of the Town of Middleton, Massachusetts' compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Town of Middleton, Massachusetts' federal programs.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Town of Middleton, Massachusetts' compliance based on our audit. 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 generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Town of Middleton, Massachusetts' compliance with the requirements of each major program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Audit Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, 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 Town of Middleton, Massachusetts' compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Town of Middleton, Massachusetts' internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the Town of Middleton, Massachusetts' internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control Over Compliance

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibility for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance

We have audited the financial statements of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the Town of Middleton, Massachusetts, as of and for the year ended June 30, 2022 (except for the Middleton Electric Light Department, which are is of December 31, 2021), and the related notes to the financial statements, which collectively comprise the Town of Middleton, Massachusetts's basic financial statements. We have issued our report thereon dated November 28, 2022, which contained unmodified opinions on those financial statements. Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the basic financial statements.

The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the Uniform Guidance, and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America.

In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the basic financial statements as a whole.

Roselli Clark & Associates

Roselli, Clark & Associates
Certified Public Accountants
Woburn, Massachusetts
November 28, 2022

**TOWN OF MIDDLETON, MASSACHUSETTS
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2022**

Federal Grantor / Pass-Through Agency / Program Title	CFDA Number	Pass-Through Number	Passed Through to Subrecipients	Federal Expenditures
<u>U.S. Department of Agriculture</u>				
Child Nutrition Cluster				
<i>Passed through the Commonwealth of Massachusetts - Department of Elementary and Secondary Education</i>				
COVID-19 - National School Lunch Program	10.555	05-184	\$ -	\$ 24,443
National School Lunch Program:	10.555	05-184		
Cash Assistance			-	339,795
Non-Cash Assistance (Commodities)			-	25,205
Total National School Lunch Program			-	389,443
Total Child Nutrition Cluster			-	389,443
State Pandemic Electronic Benefit Transfer (P-EBT)				
Administrative Costs Grants	10.649	05-184	-	1,228
<i>Passed through the Commonwealth of Massachusetts - Department of Conservation and Recreation</i>				
Cooperative Forestry Assistance	10.664	1CTDCR3660FGRAFIR216	-	816
Total U.S. Department of Agriculture			-	391,487
<u>U.S. Department of the Treasury</u>				
<i>Direct Award</i>				
COVID-19 - Coronavirus State and Local Fiscal Recovery Fund	21.027		-	81,495
<i>Passed through the Commonwealth of Massachusetts - Executive Office for Administration and Finance</i>				
COVID-19 - Coronavirus Relief Fund	21.019	RD2COVID19 184	-	146,161
<i>Passed through the Commonwealth of Massachusetts - Department of Elementary and Secondary Education</i>				
COVID-19 - Coronavirus Relief Fund	21.019	118-400775-2021-0184	-	1,858
Total COVID-19 - Coronavirus Relief Fund			-	148,019
Total U.S. Department of the Treasury			-	229,514

(Continued)

See notes to Schedule of Expenditures of Federal Awards

**TOWN OF MIDDLETON, MASSACHUSETTS
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2022**

Federal Grantor / Pass-Through Agency / Program Title	CFDA Number	Pass-Through Number	Passed Through to Subrecipients	Federal Expenditures
<u>U.S. Department of Education</u>				
Special Education Cluster (IDEA)				
<i>Passed through the Commonwealth of Massachusetts - Department of Elementary and Secondary Education</i>				
Special Education - Grants to States	84.027	240-548651-2022-0184	-	171,394
Special Education - Grants to States	84.027	240-432903-2021-0184	-	12,912
COVID- 19 - Special Education - Grants to States	84.027X	252-656326-2022-0184	-	35,535
Total Special Education - Grants to States			-	219,841
Special Education - Preschool Grants	84.173	262-548658-2022-0184	-	11,491
COVID-19 - Special Education - Preschool Grants	84.173X	264-656327-2022-0184	-	3,312
Total Special Education - Preschool Grants			-	14,803
Total Special Education Cluster (IDEA)			-	234,644
<i>Passed through the Commonwealth of Massachusetts - Department of Elementary and Secondary Education</i>				
Title I Grants to Local Educational Agencies	84.010	305-556032-2022-0184	-	26,407
Supporting Effective Instruction State Grants	84.367	140-556031-2022-0184	-	5,261
Supporting Effective Instruction State Grants	84.367	140-413388-2021-0184	-	8,719
Total Supporting Effective Instruction State Grants			-	13,980
Student Support and Academic Enrichment Program	84.424	309-413384-2021-0184	-	789
Student Support and Academic Enrichment Program	84.424	309-309411-2020-0184	-	10,000
Total Student Support and Academic Enrichment Program			-	10,789
COVID-19 - Education Stabilization Fund	84.425D	113-379686-2021-0184	-	13,440
COVID-19 - Education Stabilization Fund	84.425D	120-510530-2022-0184	-	62,317
COVID-19 - Education Stabilization Fund	84.425D	115-511168-2022-0184	-	53,042
Total COVID-19 - Education Stabilization Fund			-	128,799
Total U.S. Department of Education			-	414,619
<u>U.S. Department of Health and Human Services</u>				
Aging Cluster				
<i>Passed Through Elder Services of the Merrimack Valley, Inc.</i>				
Special Programs for the Aging - Title III, Part B Grants for Supportive Services and Senior Centers	93.044	Not Available	-	22,680
Total U.S. Department of Health and Human Services			-	22,680
<u>U.S. Department of Homeland Security</u>				
<i>Passed Through the Commonwealth of Massachusetts - Massachusetts Emergency Management Agency</i>				
Disaster Grants: Public Assistance (President Declared)	97.036	CTFEMA4496MIDDL00629	-	47,576
Total U.S. Department of Homeland Security			-	47,576
Total Federal Grant Award Expenditures			\$ -	\$ 1,105,876

(Concluded)

See notes to Schedule of Expenditures of Federal Awards

**TOWN OF MIDDLETON, MASSACHUSETTS
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2022**

A. Basis of Presentation

The accompanying schedule of expenditures of federal awards (the Schedule) includes the federal award activity of the Town of Middleton, Massachusetts (the Town) under programs of the federal government for the year ended June 30, 2022. The information in this Schedule is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the Town, it is not intended to and does not present the financial position, changes in net position, or cash flows of the Town.

B. Summary of Significant Accounting Policies

Accounting policies and financial reporting practices permitted for municipalities in Massachusetts are prescribed by the Uniform Municipal Accounting System (UMAS) promulgated by the Commonwealth of Massachusetts Department of Revenue.

The accompanying Schedule includes the federal grant transactions of the Town. Although some of these programs may be supplemented with state and other revenue, only federal activity is shown. Expenditures reported on the Schedule are reported on the modified accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance.

The Town has elected not to use the 10 percent de minimis indirect cost rate allowed under the Uniform Guidance.

C. U.S. Department of Agriculture Programs

The Town receives non-cash commodities from the U.S. Department of Agriculture as a part of the National School Lunch program. The amounts reported as non-cash assistance represent the fair market value of these commodities received during the year.

The amounts reported as cash assistance represent federal reimbursements for meals provided.

D. U.S. Department of Homeland Security Programs

U.S. Department of Homeland Security's Disaster Grants – Public Assistance (Presidentially Declared Disaster) expenditures are recognized when the Federal Emergency Management Administration (FEMA) approves the Town's project worksheet (PW) and the Town has incurred the eligible expenditures. The amounts reported in the Schedule include \$47,576 of expenditures incurred in prior fiscal years but awarded by FEMA in the current fiscal year.

**TOWN OF MIDDLETON, MASSACHUSETTS
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
YEAR ENDED JUNE 30, 2022**

A. Summary of Audit Results

FINANCIAL STATEMENTS

Type of auditor's report issued	Unmodified
Internal control over financial reporting:	
Material weaknesses identified	No
Significant deficiencies identified not considered to be material weaknesses	No
Noncompliance material to financial statements noted?	No

FEDERAL AWARDS

Internal control over major programs:	
Material weaknesses identified	No
Significant deficiencies identified not considered to be material weaknesses	No
Type of auditor's report issued on compliance for major programs:	Unmodified
Any audit findings disclosed that are required to be reported in accordance with Uniform Guidance 2 CFR 200.516	No

IDENTIFICATION OF MAJOR PROGRAMS

<u>Name of Federal Program</u>	<u>CFDA Number(s)</u>
Child Nutrition Cluster	10.555
COVID-19 – Education Stabilization Fund	84.425D
Dollar threshold used to distinguish between type A and type B programs	\$ 750,000
Auditee qualified as a low-risk auditee?	No

B. Financial Statement Findings

None

C. Federal Award Findings and Questioned Costs

None



OFFICE OF THE TOWN ADMINISTRATOR

Town of Middleton

Memorial Hall

48 South Main Street

Middleton, MA 01949-2253

978-777-3617

www.middletonma.gov

andrew.sheehan@middletonma.gov

Summary Schedule of Prior Audit Findings

Finding 2021-001

Condition: The Town has not documented in writing its policies regarding federal awards.

Status: Resolved.

7.

THE COMMONWEALTH OF MASSACHUSETTS
Release Deed

The **COMMONWEALTH OF MASSACHUSETTS** ("Grantor"), acting by and through the Commissioner of its Division of Capital Asset Management and Maintenance with a mailing address of One Ashburton Place, Boston, Massachusetts 02108, as authorized by sections 54 of Chapter 286 of the Acts of 2014, as amended by section 31 of Chapter 119 of the Acts of 2015, as amended by Chapter 94 of the Acts of 2021 ("the Act"), copies of which are attached hereto and incorporated herein, for nominal consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby release and convey to the **MIDDLETON CONSERVATION COMMISSION** ("Grantee"), with a mailing address of Memorial Hall, 48 South Main Street, Middleton, Massachusetts 01949, without warranties or covenants of any kind, subject to the condition described below, all right, title and interest of Grantor, if any, in a parcel of land located in Middleton, Essex County, Commonwealth of Massachusetts:

-
- 1) (The "Premises") shown as "a parcel of vacant land off the Southerly side of Maple Street in said Middleton" as described below.

The Premises conveyed herein are identified as "a parcel of vacant land off the Southerly side of Maple Street in said Middleton" for title see deed of Hazen M. Richardson and Benjamin K. Richardson to Benjamin K. Richardson, Hazen M. Richardson and Anne H. Richardson, as they are trustees of the Richardson Trust, Dated September 30, 1964 and recorded in Essex South District Registry of Deeds in Book 5211, Page 226. This parcel being the second parcel referred to in "Parcel 91" of page 25 of said deed; and being the second parcel in deed of the American Missionary Society to Hazen K. Richardson, recorded in said Registry in Book 2945, Page 147. Said Parcel "A parcel of vacant land off the Southerly side of Maple Street in said Middleton" and also known as Lot 23 on Middleton Assessors Map 19 is the same parcel that is identified in section 54 of the Act.

Said Premises are conveyed subject to the restriction that they be solely designated, held and used only for conservation purposes and under the protection of Article XCVII of the amendments to the Massachusetts Constitution.

The Premises are a portion of the land conveyed to the Grantor in a deed from The Richardson Trust dated June 22, 1977 recorded in said Registry of Deeds in Book 6363, Page 386.

- 2) (The "Premises") shown as "Lot B as shown on plan entitled "Land of Estate of Leroy E. Barnes, Middleton, Mass., Scale: 1" = 40', February 1940, Thomas A. Appleton, C.E." on a plan (the "Plan") described below.

The Premises conveyed herein are identified as "land in Middleton, together with the buildings, thereon situated on Maple Street" on the Plan entitled "Lot B as shown on plan entitled "Land of Estate of Leroy E. Barnes, Middleton, Mass., Scale: 1" = 40', February 1940, Thomas A. Appleton, C.E.", recorded in Essex South District Registry of Deeds in Plan Book 71, Plan 53.

Said Parcel "land in Middleton, together with the buildings, thereon situated on Maple Street" and also known as Lot 105 on Middleton Assessors Map 19 is the same parcel that is identified in section 54 of the Act.

Said Premises are conveyed subject to the restriction that they be solely designated, held and used only for conservation purposes and under the protection of Article XCVII of the amendments to the Massachusetts Constitution.

The Premises are a portion of the land conveyed to the Grantor in a deed from Stanley W. Klosowski and Vera M. Klosowski, husband and wife, as tenants by the entirety, dated June 14, 1978 recorded in said Registry of Deeds in Book 6487, Page 716.

The Premises are conveyed in their existing condition and, notwithstanding any general or special law to the contrary, the Grantor shall not retain any liability or responsibility for the same.

This conveyance is made subject to and with the benefit of all rights, restrictions and easements of record, if any, in said Registry of Deeds insofar as the same remain in force and applicable.

The Town's Acceptance of Deed and Town Meeting vote authorizing the acceptance are attached hereto and incorporated herein.

(Intentionally left blank)

IN WITNESS WHEREOF, the Commonwealth of Massachusetts has caused these presents to be signed, sealed, acknowledged and delivered in its name and behalf by Carol W. Gladstone, the duly appointed and authorized Commissioner of the Division of Capital Asset Management and Maintenance, on this _____ day of _____, 2023.

Carol W. Gladstone, Commissioner
Division of Capital Asset Management and
Maintenance

COMMONWEALTH OF MASSACHUSETTS

Suffolk County, ss

On this _____ day of _____, 2023, before me, the undersigned notary public, personally appeared Carol W. Gladstone, proved to me through satisfactory evidence of identification which was _____ to be the person whose name is signed on the preceding document, and acknowledged to me that she signed it voluntarily, in her capacity as Commissioner of the Division of Capital Asset Management and Maintenance, for its stated purpose.

Notary Public

My Commission Expires _____

CERTIFICATION PURSUANT TO M.G.L. C. 7C, S.34:

The undersigned certifies under penalties of perjury that I have fully complied with the provisions of Sections 34 and 36 of Chapter 7C of the General Laws in connection with the property described herein as modified by sections 54 of Chapter 286 of the Acts of 2014, as amended by section 31 of Chapter 119 of the Acts of 2015, and as further amended by as amended by Chapter 94 of the Acts of 2021.

Carol W. Gladstone, Commissioner
Division of Capital Asset Management and
Maintenance

IN WITNESS WHEREOF, the Town of Middleton, acting by and through its Select Board, on behalf of its Conservation Commission pursuant to the vote taken under Article _____ of the _____ Annual Town Meeting, a certified copy of which is attached hereto and incorporated herein, has caused its seal to be affixed hereto and these presents to be signed, acknowledged and delivered this _____ day of _____, 2023.

**TOWN OF MIDDLETON
SELECT BOARD**

Deborah J. Carbone

Brian M. Cresta

Jeffrey P. Garber

Richard W. Kassiotis, Jr.

Kosta E. Prentakis, Chair

COMMONWEALTH OF MASSACHUSETTS

Essex County, ss.

On this _____ day of _____, 2023, before me, the undersigned notary public, personally appeared Deborah J. Carbone, Brian M. Cresta, Jeffrey P. Garber, Richard W. Kassiotis, Jr. and Kosta E. Prentakis, member(s) of the Town of Middleton Select Board, as aforesaid, proved to me through satisfactory evidence of identification, which was (a current driver's license) (a current U.S. passport) (my personal knowledge of the identity of the principal), to be the persons whose names are signed on the preceding or attached document, and acknowledged to me that he/they signed the foregoing instrument voluntarily for its stated purpose on behalf of the Town of Middleton.

Notary Public

My Commission Expires _____

Pursuant to Chapter 64D of the Massachusetts General Laws, no excise tax shall be due on this deed given by the Commonwealth of Massachusetts, acting by and through its Division of Capital Asset Management and Maintenance.

**DISCLOSURE STATEMENT FOR
TRANSACTION WITH A PUBLIC AGENCY CONCERNING REAL PROPERTY
M.G.L. c. 7C, s. 38 (formerly M.G.L. c. 7, s. 40J)**

The undersigned party to a real property transaction with a public agency hereby discloses and certifies, under pains and penalties of perjury, the following information as required by law:

- (1) REAL PROPERTY:
See attached deed
- (2) TYPE OF TRANSACTION, AGREEMENT, or DOCUMENT:
Conveyance by Release Deed
- (3) PUBLIC AGENCY PARTICIPATING in TRANSACTION:
The Commonwealth of Massachusetts, by the Commissioner of its Division of Capital Asset Management and Maintenance
- (4) DISCLOSING PARTY'S NAME AND TYPE OF ENTITY:
The Town of Middleton Conservation Commission, a commission of a Massachusetts municipality created pursuant to GL c. 40, s. 8C
- (5) ROLE OF DISCLOSING PARTY (Check appropriate role):

____ Lessor/Landlord

____ Lessee/Tenant

____ Seller/Grantor

___X___ Buyer/Grantee

____ Other (Please describe): _____

- (6) The names and addresses of all persons and individuals who have or will have a direct or indirect beneficial interest in the real property excluding only 1) a stockholder of a corporation the stock of which is listed for sale to the general public with the securities and exchange commission, if such stockholder holds less than ten per cent of the outstanding stock entitled to vote at the annual meeting of such corporation or 2) an owner of a time share that has an interest in a leasehold condominium meeting all of the conditions specified in M.G.L. c. 7C, s. 38, are hereby disclosed as follows (attach additional pages if necessary):

NAME

**Inhabitants of the Town of
Middleton**

RESIDENCE

- (7) None of the above- named persons is an employee of the Division of Capital Asset Management and Maintenance or an official elected to public office in the Commonwealth of Massachusetts, except as listed below (Check "NONE" if NONE):

☒ NONE

NAME:

POSITION:

**DISCLOSURE STATEMENT FOR
TRANSACTION WITH A PUBLIC AGENCY CONCERNING REAL PROPERTY
M.G.L. c. 7C, s. 38 (formerly M.G.L. c. 7, s. 40J)**

- (8) The individual signing this statement on behalf of the above-named party acknowledges that he/she has read the following provisions of Chapter 7C, Section 38 (formerly Chapter 7, Section 40J) of the General Laws of Massachusetts:

No agreement to rent or to sell real property to or to rent or purchase real property from a public agency, and no renewal or extension of such agreement, shall be valid and no payment shall be made to the lessor or seller of such property unless a statement, signed, under the penalties of perjury, has been filed by the lessor, lessee, seller or purchaser, and in the case of a corporation by a duly authorized officer thereof giving the true names and addresses of all persons who have or will have a direct or indirect beneficial interest in said property with the commissioner of capital asset management and maintenance. The provisions of this section shall not apply to any stockholder of a corporation the stock of which is listed for sale to the general public with the securities and exchange commission, if such stockholder holds less than ten per cent of the outstanding stock entitled to vote at the annual meeting of such corporation. In the case of an agreement to rent property from a public agency where the lessee's interest is held by the organization of unit owners of a leasehold condominium created under chapter one hundred and eighty-three A, and time-shares are created in the leasehold condominium under chapter one hundred and eighty-three B, the provisions of this section shall not apply to an owner of a time-share in the leasehold condominium who (i) acquires the time-share on or after a bona fide arms length transfer of such time-share made after the rental agreement with the public agency is executed and (ii) who holds less than three percent of the votes entitled to vote at the annual meeting of such organization of unit owners. A disclosure statement shall also be made in writing, under penalty of perjury, during the term of a rental agreement in case of any change of interest in such property, as provided for above, within thirty days of such change.

Any official elected to public office in the commonwealth, or any employee of the division of capital asset management and maintenance disclosing beneficial interest in real property pursuant to this section, shall identify his position as part of the disclosure statement. The commissioner shall notify the state ethics commission of such names, and shall make copies of any and all disclosure statements received available to the state ethics commission upon request.

The commissioner shall keep a copy of each disclosure statement received available for public inspection during regular business hours.

- (9) This Disclosure Statement is hereby signed under penalties of perjury.

Town of Middleton Conservation Commission
PRINT NAME OF DISCLOSING PARTY (from Section 4, above)

AUTHORIZED SIGNATURE of DISCLOSING PARTY DATE (MM / DD / YYYY)

JEFFREY P. GARBER, CLERK
PRINT NAME & TITLE of AUTHORIZED SIGNER

MIDDLETON SELECT BOARD

Correspondence and informational materials

**AN ACT AUTHORIZING THE TOWN OF MIDDLETON TO
GRANT UP TO 8 ALCOHOLIC BEVERAGES LICENSES**

*Be it enacted by the Senate and House of Representatives in
General Court assembled, and by the authority of the same, as follows:*

SECTION 1. (a) Notwithstanding section 17 of chapter 138 of the General Laws, the licensing authority of the town of Middleton may grant under conditions set by the licensing authority: (i) 2 additional licenses for the sale of wine and malt beverages to be drunk on the premises pursuant to section 12 of said chapter 138; (ii) 2 additional licenses for the sale of wine and malt beverages not to be drunk on the premises pursuant to section 15 of said chapter 138; (iii) 2 additional licenses for the sale of all alcoholic beverages not to be drunk on the premises pursuant to said section 15 of said chapter 138; and (iv) 2 additional seasonal licenses for the sale of wine and malt beverages, pursuant to sections 17A and 17B of said chapter 138 to establishments in locations as described in subsection (b). A license granted under this act shall be subject to all of said chapter 138 except said section 17.

(b) The licensing authority shall restrict the 8 licenses authorized in this act as follows:

(i) of the 2 licenses for wine and malt beverages to be drunk on the premises, 1 of which shall be issued to an establishment located on Maple street in the town of Middleton between the Ipswich river and the town of Danvers town line with frontage on Maple street, and 1 of which shall be issued to an establishment located on South Main street in the town of Middleton between Boston street and the town of Danvers town line with frontage on South Main street;

(ii) of the 2 licenses for the sale of wine and malt beverages not to be drunk on the premises, 1 of which shall be issued to an establishment located on North Main street in the town of Middleton between Piedmont street and the town of North Andover town line with frontage on North Main street, and 1 of which shall be issued to an establishment located on South Main street in the town of Middleton between Meadow drive and the town of Danvers town line with frontage on South Main street;

(iii) of the 2 licenses for the sale of all alcoholic beverages not to

be drunk on the premises, 1 of which shall be issued to an establishment located on South Main street in the town of Middleton between Forms way and the town of Danvers town line with frontage on South Main street, and 1 of which shall be issued to an establishment located on Maple street in the town of Middleton between the Ipswich river and the town of Danvers town line with frontage on Maple street; and

(iv) of the 2 seasonal licenses for the sale of wine and malt beverages both of which shall be issued to establishments located on state highway route 114 in the town of Middleton, between the town of North Andover town line and the town of Danvers town line with frontage on state highway route 114.

(c) A license for the sale of wine and malt beverages to be drunk on the premises under said sections 12 or 17A of said chapter 138 granted under this act shall only be exercised in the dining room of a common victualler and in such other public rooms or areas as deemed reasonable and appropriate by the licensing authority as certified in writing.

(d) The licensing authority shall not approve the transfer of any license granted pursuant to this act to any other location but it may grant a license to a new applicant at a location within its zone as described in subsection (b) if the applicant files with the licensing authority a letter from the department of revenue and a letter from the department of unemployment assistance indicating that the license is in good standing with those departments and that all applicable taxes, fees and contributions have been paid.

(e) If a licensee terminates or fails to renew a license granted under this act or any such license is cancelled, revoked or no longer in use, it shall be returned physically, with all of the legal rights, privileges and restrictions pertaining thereto, to the licensing authority, and the licensing authority may, within 3 years of such return, then grant the license to a new applicant at the same location under the same conditions specified in this act.

(f) All licenses granted pursuant to this act shall be issued within 3 years after the effective date of this act; provided, however, that a license originally granted within that time period may be granted to a new applicant pursuant to subsections (d) and (e) thereafter.

SECTION 2. This act shall take effect upon its passage.

Approved, January 5, 2023.



OFFICE OF THE TOWN ADMINISTRATOR

Town of Middleton
Memorial Hall
48 South Main Street
Middleton, MA 01949-2253
978-777-3617
www.middletonma.gov

MEMORANDUM

TO: Select Board
FROM: Andrew J. Sheehan, Town Administrator
SUBJ.: Town Administrator Transition
DATE: January 24, 2023

With one week left in the office I wanted to update the Board on the transition and what Jackie Bresnahan and I have put in place.

We have retained the services of retired Town Administrator Mel Kleckner. Mel is retired from the Town of Brookline and has worked as a manager in Massachusetts local government for 41 years. Mel will help with the budget, collective bargaining, other HR matters, and wherever he is needed. He will also provide some career and management coaching for department heads and assistants.

We have also retained the services of Blythe Robinson through Capital Strategic Solutions (CSS). CSS is a consulting practice staffed with retired local government professionals. Blythe has worked for many years in local government and is recently retired from the Town of Norfolk as its Town Administrator. Blythe will be helping with some procurement matters. In particular, she will work on the disposition of surplus equipment, preparing a request for proposals for the boat lot on Natsue Way, and doing advance work in preparation for the future disposition or reuse of buildings that will be vacated. This advance work will prepare the Town to dispose of Memorial Hall, the Council on Aging, Police Station, Glue Factory, and Locust Street parcel when the time is right. CSS is also available to help in other areas as needed.

We still have our graduate management fellow, Justine Cook, from Merrimack College and may solicit other fellows or interns. Finally, Deb Mahoney, Administrative Assistant, has agreed to work a few extra hours per week.

I am preparing a comprehensive list for Jackie and my successor to aid them in the transition. This includes projects and events, their histories, items that are likely to arise over time, as well as where to find additional information. Items of note for the Board:

- Annual Town Meeting: A first draft of the warrant has been prepared and backup material compiled. This will need to be updated once the warrant closes. Jackie and Sarah Wood did all the preparation last year for the Town Meeting book; they are well positioned to do it successfully this year.
- DCAMM parcels: The deed for the final two parcels is on tomorrow's agenda. After that, the conveyance of the parcels is essentially complete. Final steps will mostly be handled by Town Counsel and will take little staff time

- Danvers-Middleton Water Inter-Municipal Agreement: I am finalizing what I expect will be the last set of edits for the IMA. I expect to meet with Danvers Town Manager Steve Bartha before I leave. Execution of the IMA by the Board should follow shortly thereafter. You should expect to see this on a future agenda for final execution
- I am meeting with the Finance Committee this week to discuss the following:
 - Revolving Funds: The FinCom has long raised objections to revolving funds. Over the past year we have looked at the five revolving funds to determine which could be eliminated or scaled back. We drafted a warrant article to eliminate the Firearms License & Permits and the Recreation Field Use revolving funds. Any receipts that previously went to the revolving funds will now go to the General Fund.
 - Opioids Settlement Stabilization Fund: Middleton will receive \$26,815 from the Johnson & Johnson settlement in the next three years with additional funds beyond that. Other funds will be received over the next decade from J&J and other opioid makers. Under the settlement, these funds have specific purposes. We recommend establishing a special purpose Stabilization Fund. A warrant article is included in the Town Meeting warrant.
 - Overlay policy that has been adopted by the Select Board and Board of Assessors
 - Financial management policies update
- Comcast License: Jackie and I have been working with special counsel Bill Hewig on the Comcast franchise renewal. He is exchanging proposals with Comcast. I expect this to wrap up fairly quickly and be in front of the Board for execution within a couple of months.
- Facilities Project: The Town Building Committee continues to have primary responsibility for managing this project. Under the Committee's mission, the Town Administrator is an ex officio member (along with the two chiefs and COA Director). We included an item on the 1/24/23 agenda to appoint Jackie as an ex officio member. Jackie has been a regular participant in Committee meetings and has developed a good working relationship with the Committee members, OPM team, and design team. I expect the frequency of Committee meetings will taper a bit when they move to design development. Jackie will continue the work she has done with the department heads on finding and applying for grants and other funding sources for the project as well.
- Information Technology (IT) transition: Jackie will continue to manage the transition to the Danvers IT hub. She will continue to represent the Town on regional IT generally as well as on the fiber project. Sarah Wood will also assist with the IT transition. We also want to thank Fire Captain Tyler Dechene for his support and expertise navigating through the municipal fiber project.

I know the transition will not be easy; it was not easy seven years ago and will not be easy this time. I am confident, however, that we built a team that is capable of managing it. I have faith you will have a successful transition if all parties focus on their roles and stay in their respective lanes.



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MEMORANDUM

TO: Select Board and Finance Committee

FROM: Andrew J. Sheehan, Town Administrator
Jackie Bresnahan, Assistant Town Administrator/HR Director
Sarah Wood, Finance Director/Town Accountant

DATE: January 23, 2023

RE: FY 24 Preliminary Budget Update

As we begin the FY 24 Budget Process and continue through the Town Administrator transition, we wanted to provide a budget update to both boards at their upcoming meetings in advance of the larger presentations being prepared by Jackie and Sarah.

A reminder that the Saturday budget meeting is fast approaching and we will begin promptly at 8:30 am at Fuller Meadow on Saturday, February 4th.

Jackie Bresnahan and Sarah Wood have met with all departments after each department head submitted their operating budgets. We expect the Budget Book will be available on ClearGov by the evening of January 30th for your review of these submissions.

We are in a larger deficit at this time of year than we have been in previous years. The Board may recall the operating override the first year I was here. We built in multi-year capacity with that override, hoping to provide for 3-5 years. We were able to make it seven. There are several drivers affecting this larger than normal deficit:

- The Essex Regional Retirement assessment is going up 13.2% over FY 23. Typically, we see one high year followed by a lower year. This is a very high year increase.
- We heard good news from MIIA with a decrease on dental insurance and a 0% on vision. We still await medical insurance numbers. MIIA has promised we will receive those by the 2nd week of February.
- Based on our claims history and market conditions, we are seeing a 23.6% increase on the liability, property, casualty, workers comp line. We are continuing to expand our training offers to prevent these types of issues and receive rebate credits, but the market for the types of policies we need remains challenging.
- We have not yet finalized salary numbers for FY 24 on the Town side as we anticipate labor negotiations with four bargaining units. The only unit currently settled are the Call Firefighters through FY 25.

- We are currently seeing a 9.6% increase from the Middleton Elementary Schools as well as a 5.66% increase for the Middleton portion of the Masconomet Regional School Budget. This increase from Masconomet does not include an expected debt exclusion question on the design and permitting for a turf field facility, of which Middleton's portion is approximately \$210,000.

The Town will face a considerably more challenging budget process than we've seen in the past few years. I encourage you to review the materials sent out on January 30th in advance of the Budget Saturday presentations and to reach out to Jackie and Sarah with any questions.



OFFICE OF THE TOWN ADMINISTRATOR

Town of Middleton
Memorial Hall
48 South Main Street
Middleton, MA 01949-2253
978-777-3617
www.middletonma.gov

MEMORANDUM

TO: Select Board
FROM: Jackie Bresnahan, Assistant Town Administrator/HR Director
DATE: January 23, 2023
RE: Declaration of Surplus Vehicles and items

The following items are being recommended by the indicated department as surplus:

- Police: 2011 Crown Victoria
- Police: 2009 Crown Victoria
- Police: 2004 Signa Utility Trailer
- Fire: 2003 Crown Victoria
- Fire: RIOCH multifunction copy machine
- Council on Aging: 2007 Eldorado Aero Van (12 passenger)
- Council on Aging: 2009 Fire E450 Cutvan (18 passenger)

It is difficult to determine a monetary value. We will post their availability and take the highest offer on each.

Thank you for your attention to this matter.