



DELIVERING **VALUE**

ElectriCities 2012 Financial Report

**ELECTRICITIES OF
NORTH CAROLINA, INC.**

Annual Financial Report
(With Report of Independent Auditor Thereon)

December 31, 2012 and 2011

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ElectriCities of North Carolina, Inc.
Annual Financial Report
Years Ended December 31, 2012 and 2011

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Report of Independent Auditor

The Board of Directors
ElectriCities of North Carolina, Inc.
Raleigh, North Carolina

Report on the Financial Statements

We have audited the accompanying statements of net position of ElectriCities of North Carolina, Inc., “ElectriCities”, as of December 31, 2012 and 2011, and the related statements of revenues, expenses and changes in net position, and cash flows for the years then ended, and the related notes to the financial statements.

Management’s Responsibility 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; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility

Our responsibility is to express opinions on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the ElectriCities preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the ElectriCities internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the ElectriCities as of December 31, 2012 and 2011, and results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis, the schedule of funding progress, employer contributions and notes to the required schedules for the Other Post Employment Benefits and the additional financial information be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the 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 financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

The statistical section has not been subjected to the auditing procedures applied in the audit of the financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

CHERRY BEKAERT, LLP

A handwritten signature in black ink that reads "Cherry Bekaert LLP". The script is cursive and fluid, with the letters "Cherry" and "Bekaert" being more prominent than "LLP".

Raleigh, North Carolina
March 26, 2013

MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's Discussion and Analysis (MD&A)

As management of ElectriCities of North Carolina, Inc. (ElectriCities), we offer this narrative overview and analysis of the financial activities of ElectriCities for the years ended December 31, 2012 and 2011. This information should be read in conjunction with the information furnished in ElectriCities' financial statements that follow this narrative.

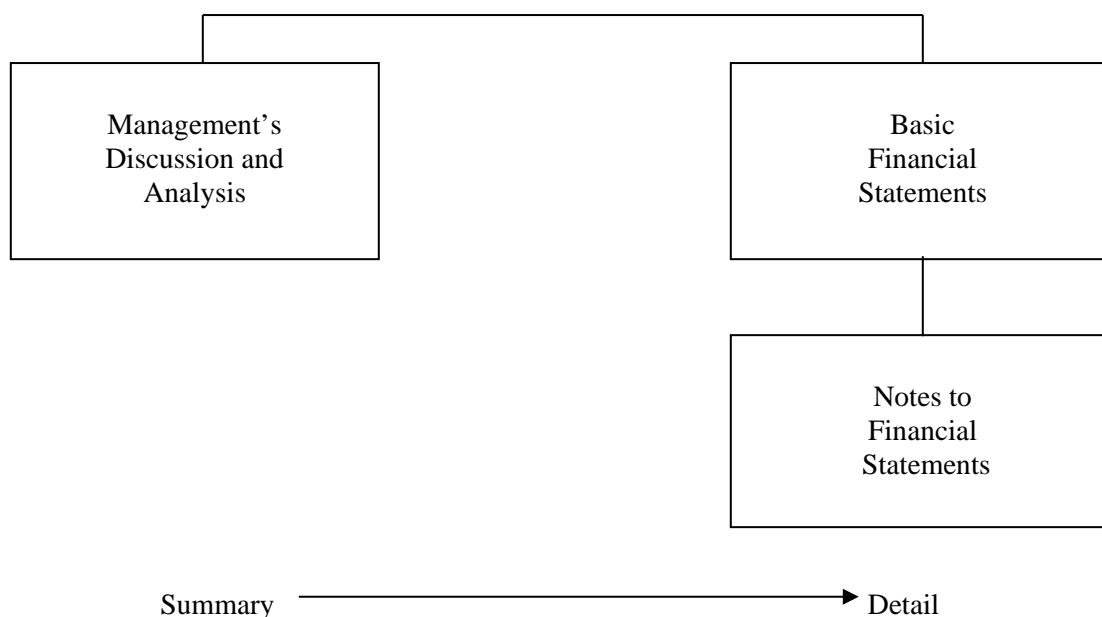
Financial Highlights

- ElectriCities' basic financial statements consist of a single enterprise fund.
- At December 31, 2012 and 2011, ElectriCities' assets exceeded its liabilities and deferred outflows (net position) by \$1,152,020 and \$1,154,630, respectively.
- ElectriCities' unrestricted net position was \$20,896 at both December 31, 2012 and 2011.
- ElectriCities is not authorized to issue debt and therefore, has no debt.
- Dues billings were \$1,117,610 and \$1,076,177 for 2012 and 2011, respectively.
- In accordance with its bylaws, ElectriCities will refund \$52,924 and \$165,308 of the billed dues for 2012 and 2011, respectively.

Overview of the Financial Statements

This MD&A serves as an introduction to ElectriCities' basic financial statements and notes to the financial statements (see Exhibit 1). In addition to the basic financial statements, this report contains other supplemental information designed to enhance your understanding of the financial condition of ElectriCities.

Required Components of the Annual Financial Report Exhibit 1



Basic Financial Statements

ElectriCities is a special purpose government that accounts for its activities as a business type entity. The first section of the basic financial statements is for ElectriCities' single proprietary fund that focuses on its business activities. The statements are designed to provide a broad overview of ElectriCities' finances and provide short and long-term information about ElectriCities' financial status, operations and cash flow. They report net position and how it has changed during the period. Net position is the difference between total assets and total liabilities. Analyzing the various components of net position is one way to gauge ElectriCities' financial condition.

The second section of the basic financial statements is the notes that explain in more detail some of the data contained in the basic financial statements. The notes provide additional information that is essential to a full understanding of the data provided in the basic financial statements. The notes are on pages 13 through 23 of this report.

After the notes, additional information is provided. Required supplemental information is on page 24, additional financial information is on pages 26 to 31 and statistical information is on pages 35 to 54.

Financial Analysis

The enterprise fund financial statements for the years ended December 31, 2012 and 2011 are presented in accordance with the Governmental Accounting Standards Board (GASB) Statement No. 34.

Net Position Exhibit 2

	December 31,		
	2012	2011	2010
Assets			
Capital assets	\$ 1,131,124	\$ 1,133,734	\$ 1,207,305
Current and other assets	5,871,027	5,562,650	4,684,189
Total assets	7,002,151	6,696,384	5,891,494
Liabilities and Deferred Inflows of Resources			
Long-term liabilities outstanding	2,647,246	2,079,627	1,779,868
Current liabilities outstanding	3,164,592	3,462,127	2,883,425
Unexpended dues supported program revenue	38,293	-	-
Total liabilities and deferred inflows of resources	5,850,131	5,541,754	4,663,293
Net Position			
Net invested in capital assets	1,131,124	1,133,734	1,207,305
Unrestricted	20,896	20,896	20,896
Total Net Position	\$ 1,152,020	\$ 1,154,630	\$ 1,228,201

As noted earlier, the various components of net position may serve over time as a useful indicator of ElectriCities' financial condition. ElectriCities assets exceeded liabilities by \$1,152,050, \$1,154,630 and \$1,228,201 at December 31, 2012, 2011 and 2010, respectively. ElectriCities' net position decreased by \$2,610 and \$73,571 for the years ended December 31, 2012 and 2011, respectively.

The largest portion of net position of \$1,131,124, \$1,133,734 and \$1,207,305, at December 31, 2012, 2011 and 2010, respectively, reflects ElectriCities' net investment in capital assets (e.g. vehicles, furniture and equipment). This amount decreased in 2012 and 2011 because depreciation exceeded additional spending on the capital assets.

An additional portion of ElectriCities' net position of \$20,896 at December 31, 2012, 2011 and 2010 represents unrestricted net position. Unrestricted net position remained unchanged because dues billings exceeded needs and ElectriCities bylaws require the return of any unspent dues to members in good standing.

Changes in Net Position Exhibit 3

	For The Years Ended December 31,		
	2012	2011	2010
Revenues:			
Membership dues	\$ 1,117,610	\$ 1,076,177	\$ 970,707
Management services and other program revenues	26,310,635	27,020,354	18,139,852
Non-operating revenues	280	266	516
Total Revenues	27,428,525	28,096,797	19,111,075
Expenses:			
Program Expenses:			
Administration	38,226	39,073	32,095
Safety and Training	915,627	732,087	697,695
Member Services	316,030	283,901	264,035
Government Affairs	871	831	830
Annual Meeting	163,594	162,931	150,786
Management Services	24,649,222	25,477,812	16,556,273
Regions Project #1	1,292,031	1,218,534	1,164,993
Regions Contract Services	-	-	8,445
Energy Auditor	-	16,320	-
Depreciation and amortization	501,469	475,253	285,179
Refund of excess dues	52,924	165,308	235,923
Total Operating Expenses	27,929,994	28,572,050	19,396,254
Loss before capital contributions	(501,469)	(475,253)	(285,179)
Capital Contributions	498,860	401,682	986,308
(Decrease) increase in Net Position	(2,610)	(73,571)	701,129
Net Position January 1	1,154,630	1,228,201	527,072
Net Position December 31	\$ 1,152,020	\$ 1,154,630	\$ 1,228,201

Revenues totaled \$27,428,525, \$28,096,797, and \$19,111,075 for the years ended December 31, 2012, 2011, and 2010, respectively. Sources of revenues are derived from membership dues, management services and other program revenues, and non-operating revenues.

The following contributed to the changes in revenues for the calendar years ended December 31, 2012, and 2011, respectively:

- In 2012 and 2011 membership dues increased by \$41,433 and \$105,470, respectively. The increase was attributed to increased services provided by ElectriCities which include, among other programs, safety and training, communications assistance, and legal and legislative support.
- In 2012 and 2011, management services and other program revenues decreased by \$709,719 and increased \$8,880,502, respectively. The increase in 2011 was primarily attributed to a change in methodology in the recognition of certain expenses. Please see Note E on Page 19 of this report for a further explanation of management services.
- Non-operating revenues increased by \$15 and decreased by \$250 in 2012, and 2011, respectively, primarily due to changes in investment rates.
- In 2012 and 2011, net position increased by \$146,365 and decreased by \$73,571, respectively. The 2012 increase was attributable to contributions for key capital expenditures (see Capital Assets and Debt Administration below); these expenditures were treated as contributions to net position.

Capital Assets and Debt Administration

Capital Assets

ElectriCities' investments in capital assets at December 31, 2012, 2011 and 2010 totaled \$1,131,124, \$1,133,734 and \$1,207,305, respectively, (net of accumulated depreciation and amortization). These assets include vehicles, furniture and equipment.

Major capital asset transactions during 2012 and 2011 include the following:

- In 2012, the Agency enhanced its record retention program through the purchase of specific electronic retention service equipment.
- In 2011, the carpet within the Agency's central office was entirely replaced and new computer networking equipment was installed.
- In 2012 and 2011, seven and four vehicles, respectively, were purchased for \$146,078 and \$110,357, respectively.
- Seven and ten vehicles were retired in 2012 and 2011, respectively.
- In both years, purchases of office equipment and furnishings accounted for the remainder.
- ElectriCities' capitalization threshold for capital assets is \$500.

Capital Assets Exhibit 4

	December 31, 2011	Additions	Retirements	December 31, 2012
Furniture and Equipment	\$ 4,255,834	\$ 498,859	\$ (131,429)	\$ 4,623,264
Accumulated Depreciation and Amortization	(3,122,100)	(501,469)	131,429	(3,492,140)
Total Furniture and Equipment, Net	<u>\$ 1,133,734</u>	<u>\$ (2,610)</u>	<u>\$ -</u>	<u>\$ 1,131,124</u>

	December 31, 2010	Additions	Retirements	December 31, 2011
Furniture and Equipment	\$ 4,066,924	\$ 401,682	\$ (212,772)	\$ 4,255,834
Accumulated Depreciation and Amortization	(2,859,619)	(475,253)	212,772	(3,122,100)
Total Furniture and Equipment, Net	<u>\$ 1,207,305</u>	<u>\$ (73,571)</u>	<u>\$ -</u>	<u>\$ 1,133,734</u>

Additional information regarding ElectriCities' capital assets can be found in Note D beginning on page 19 of this report.

Outstanding Debt

ElectriCities is not authorized to issue debt and therefore, has no outstanding debt at December 31, 2012, 2011, or 2010.

Next Year's Budgets and Dues

Budget Highlights for 2013

- There is a dues increase of 6.3%.
- Safety & Training, Government Affairs, Member Services and ElectriCities Administration programs receive dues support.
- The Annual Meeting is fully funded by registrations, other fees and sponsorships and receives no dues support.
- Management Services and Regions Project #1 programs are paid for by those entities utilizing the services and receive no dues support.

Requests for Information

This report is designed to provide an overview of ElectriCities' finances for those with an interest in this area. Questions concerning any of the information found in this report or requests for additional information should be directed to the Chief Financial Officer, ElectriCities of North Carolina, Inc. P.O. Box 29513, Raleigh, NC 27626-0513.

BASIC FINANCIAL STATEMENTS

ElectriCities of North Carolina, Inc.
Statement of Net Position

	December 31,	
	2012	2011
ASSETS		
Current Assets:		
Cash and cash equivalents (Note C)	\$ 4,134,854	\$ 2,779,590
Accounts receivable	1,736,173	2,783,060
Total Current Assets	5,871,027	5,562,650
Non-Current Assets:		
Capital assets (Note D)		
Equipment and furnishings	4,623,264	4,255,834
Accumulated depreciation	(3,492,140)	(3,122,100)
Total Non-Current Assets	1,131,124	1,133,734
Total Assets	7,002,151	6,696,384
LIABILITIES		
Current Liabilities:		
Accounts payable	1,722,019	1,978,614
Current portion of accrued vacation	553,583	579,229
Other liabilities	888,990	904,284
Total Current Liabilities	3,164,592	3,462,127
Non-Current Liabilities:		
Accrued vacation	854,356	850,036
Accrued expenses	466,246	467,347
Other post employment benefits obligation (Note H)	1,326,644	762,244
Total Non-Current Liabilities	2,647,246	2,079,627
Total Liabilities	5,811,838	5,541,754
DEFERRED INFLOWS OF RESOURCES		
Unexpended dues supported program revenue	38,293	-
Total Deferred Inflows of Resources	38,293	-
NET POSITION		
Net invested in capital assets	1,131,124	1,133,734
Unrestricted	20,896	20,896
Total net position	\$ 1,152,020	\$ 1,154,630

See accompanying notes to financial statements.

ElectriCities of North Carolina, Inc.
Statements of Revenues and Expenses and Changes in Net Position

	For the Years Ended December 31,	
	2012	2011
Operating Revenues:		
Membership dues	\$ 1,117,610	\$ 1,076,177
Management services (Note E)	24,649,222	25,477,812
Program revenues	1,661,413	1,542,542
Total Operating Revenues	27,428,245	28,096,531
Operating Expenses:		
Program Expenses:		
Administration	38,226	39,073
Safety and Training	915,627	732,087
Member Services	316,030	283,901
Government Affairs	871	831
Annual Meeting	163,594	162,931
Management Services	24,649,222	25,477,812
Regions Project #1	1,292,031	1,218,534
Energy Auditor	-	16,320
Depreciation and amortization (Note D)	501,469	475,253
Refund of excess revenues (Note A)	52,924	165,308
Total Operating Expenses	27,929,994	28,572,050
Operating Loss	(501,749)	(475,519)
Non-operating Revenues:		
Investment income	(280)	(266)
Total Non-operating Revenues	(280)	(266)
Loss Before Capital Contributions	(501,469)	(475,253)
Capital Contributions	498,859	401,682
(Decrease) in Net Position	(2,610)	(73,571)
Net Position, Beginning of Year	1,154,630	1,228,201
Net Position, End of Year	\$ 1,152,020	\$ 1,154,630

See accompanying notes to financial statements.

ElectriCities of North Carolina, Inc.
Statements of Cash Flows

	For the Years Ended December 31,	
	2012	2011
Cash Flows From Operating Activities:		
Receipts from dues and other revenues	\$ 29,034,395	\$ 26,798,274
Payments to employees for services	(11,053,786)	(11,273,833)
Payments to other suppliers of goods and services	(16,625,626)	(15,964,617)
Net Cash Provided by (Used in) Operating Activities	<u>1,354,983</u>	<u>(440,176)</u>
Cash Flows From Capital Activities:		
Additions to capital assets	(498,859)	(401,682)
Capital contributions	498,859	401,682
Net Cash Used For Capital Activities	<u>-</u>	<u>-</u>
Cash Flows From Investing Activities:		
Investment income	281	266
Net Increase (Decrease) in Cash And Cash Equivalents	1,355,264	(439,910)
Cash and Cash Equivalents, Beginning of Year	2,779,590	3,219,500
Cash and Cash Equivalents, End of Year	<u>\$ 4,134,854</u>	<u>\$ 2,779,590</u>
Reconciliation Of Operating Loss To Net Cash Provided By Operating Activities:		
Operating Loss	\$ (501,749)	\$ (475,519)
Adjustments:		
Depreciation and Amortization	501,469	475,253
Changes in Operating Assets and Liabilities:		
Decrease (Increase) in accounts receivable	1,046,887	(1,285,814)
(Decrease) Increase in accounts payable	(256,596)	535,337
(Decrease) Increase in accrued vacation	(21,326)	133,021
(Decrease) in accrued expenses	(1,101)	(15,025)
Increase in accrued post employment benefits	564,400	205,014
(Decrease) in other liabilities	(15,294)	(12,443)
Increase in deferred inflows - unexpended dues supported revenue	38,293	-
Net Cash Provided by (Used in) Operating Activities	<u>\$ 1,354,983</u>	<u>\$ (440,176)</u>

See accompanying notes to financial statements.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note A. General Matters

ElectriCities of North Carolina, Inc. (ElectriCities) is a joint municipal assistance agency organized under Chapter 159B of the North Carolina General Statutes (G.S.). It is the successor organization of ElectriCities of North Carolina created in 1965 as a voluntary, non-profit association to serve the interests of North Carolina's municipal electric systems. ElectriCities provides aid and assistance to member municipalities in North Carolina, South Carolina and Virginia and to member constituent institutions of the University of North Carolina in the construction, ownership, maintenance, expansion and operation of their electric systems.

ElectriCities is involved in four major areas of activity on behalf of its members: (1) professional management services for the North Carolina Municipal Power Agencies (Agencies) (see Note E); (2) federal regulatory matters; (3) legislation and other public policy issues; and (4) member services, which include assistance with local problems, informational services and safety and training assistance.

The members are assessed annual dues to fund the various programs except for management services which is funded by the Agencies (see Note E), Regions Project #1 which is funded by Huntersville and Cornelius, Regions Contract Services which is funded by those cities utilizing the services (see Note K), the Energy Auditor Program which is funded by a state grant from the North Carolina Energy Office and North Carolina Eastern Municipal Power Agency, and the Annual Meeting which is funded by registrations, sponsorships and other fees. ElectriCities' bylaws require that each year's excess revenues (modified accrual basis) be refunded to its members in good standing in a future year.

Note B. Summary of Significant Accounting Policies

The financial statements of ElectriCities are prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The most significant of ElectriCities' accounting policies are described below.

Basis of Accounting

ElectriCities reports in accordance with GASB Statement No. 34, "Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments" (GASB No. 34). The statement requires certain information be included in the financial statements and specifies how that information should be presented.

The accrual basis of accounting is followed whereby revenues are recognized when earned and expenses are recognized when incurred.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note B. Summary of Significant Accounting Policies (continued)

Financial Reporting

The financial statements are prepared using the economic resources measurement focus. Operating revenues are defined as dues and revenues received for Agency services provided to members. Revenues from investment activities are defined as non-operating revenues. The Agency has no restricted net position. Unrestricted net position may be utilized for any purpose approved by the Board through the budget process.

Reporting Entity

In evaluating how to define ElectriCities for financial reporting purposes, management has considered all potential component units. The decision to include potential component units in the reporting entity is made by applying the criteria set forth in the GASB standards. ElectriCities' lack of financial accountability is the primary criterion for excluding potential component units from the reporting entity. The specific elements of financial accountability considered in the decision to exclude the potential component units were the selection of governing authority and fiscal dependency.

While ElectriCities provides assistance to member municipalities, it has no financial accountability for any of them. Therefore, none of the member municipalities are included as component units of ElectriCities.

Fund Accounting

ElectriCities reports as a single enterprise fund. Enterprise funds are used to account for operations that are financed and operated in a manner similar to private business enterprises.

Measurement Focus

The single enterprise fund of ElectriCities is accounted for on a flow of economic resources measurement focus. With this measurement focus, all assets and liabilities associated with the operation of this fund are included on the balance sheet. The operating statement presents increases (revenues) and decreases (expenses) in net position. As required by GASB Statement No. 33, "Accounting and Financial Reporting for Non-exchange Transactions," ElectriCities recognizes capital contributions as revenue.

Budgetary Data

An annual balanced budget, as required by the Local Government Budget and Fiscal Control Act, is adopted and is prepared using the modified accrual basis of accounting.

Budgetary control on expenditures is at the total expenditure level. Individual line item expenditures can exceed budgeted amounts as long as total expenditures do not exceed budgeted amounts. The budget can be amended at any time by majority vote of the Board of Directors.

Encumbrance accounting, under which purchase requisitions for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation, is used. Only those encumbrances outstanding at year-end for which there are contractual liabilities are reported. Unspent budget appropriations lapse at year-end and must be budgeted again in the following year.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note B. Summary of Significant Accounting Policies (continued)

Equipment and furnishings additions are budgeted as an expenditure of the year they are acquired in order to provide sufficient funds to purchase the assets. Depreciation for each program is not budgeted.

Cash and Investments

ElectriCities has adopted GASB Statement No. 40 “Deposits and Investments Risk Disclosures” which modifies disclosure requirements related to custodial risk by only requiring disclosure of deposits or investments facing substantial custodial risk. The statement requires new disclosures related to credit risk, concentration risk, interest rate risk and foreign currency risk.

At December 31, 2012 and 2011, ElectriCities’ investment balances consisted of amounts invested in the North Carolina Capital Management Cash Portfolio. The investment in this money market mutual fund is essentially a demand deposit, has been reported as cash equivalents in the accompanying financial statements and is stated at fair value.

	December 31,	
	2012	2011
Investments	\$ 4,104,461	\$ 2,580,946
Cash	30,393	198,644
Cash and Cash Equivalents	<u>\$ 4,134,854</u>	<u>\$ 2,779,590</u>

For purposes of the Statements of Cash Flows, ElectriCities considers all highly liquid investments with original maturities of three months or less when purchased, to be cash equivalents.

Compensated Absences

It is ElectriCities’ policy to permit employees to accumulate earned but unused vacation and sick pay benefits. Vacation pay is accrued when incurred and reported as a liability. When determining the vacation pay liability due within one year, leave is considered taken on the last in, first out (LIFO) basis. Unused vacation pay is paid to the employee at the time of termination. Unused sick pay benefits terminate with an employee’s employment and therefore no liability is reported for unpaid accumulated sick leave.

Accrued vacation is \$1,407,939, \$1,429,265 and \$1,296,244 at December 31, 2012, 2011 and 2010, respectively, and decreased by \$21,326 in 2012, and increased \$133,021 and \$122,750 in 2011 and 2010, respectively.

Defined Benefit Pension Plan

ElectriCities has adopted GASB Statement No. 27, “Accounting for Pensions by State and Local Government Employers,” (GASB No. 27) which states that employers that participate in multi-employer defined benefit plans are required to measure and disclose an amount for annual pension costs on the accrual basis of accounting.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note B. Summary of Significant Accounting Policies (continued)

Retiree Health Benefit Plan

ElectriCities has adopted GASB Statement No. 45, "Accounting and Financial Reporting by Employers for Postemployment Benefits Other than Pensions" (GASB No. 45) which requires governments to report costs of post-employment health care and other post-employment benefits not provided as part of a pension plan on the accrual basis of accounting, rather than on a pay-as-you-go basis. These costs are reported similarly to how pension costs are reported.

Termination Benefits

ElectriCities has adopted GASB Statement No. 47 "Accounting for Termination Benefits" (GASB No. 47), which states that employers are required to recognize a liability and expense for voluntary termination benefits (for example, early-retirement incentives) when the offer is accepted and the amount can be estimated, and for involuntary termination benefits (for example, severance benefits) when a plan of termination has been approved by those with the authority to commit the government to the plan, the plan has been communicated to the employee(s) and the amount can be estimated.

ElectriCities is a member of the Local Government Employees' Retirement System (LGERS), a multi-employer, cost sharing, defined benefit pension plan administered by the state of North Carolina. The Agency has determined that as an exception to the general recognition and measurement requirements under GASB No. 47, the effects of a termination benefit on an employer's obligations for the defined benefit pension plan should be accounted for and reported under the requirements of GASB No. 27.

There are no material termination benefits outstanding as of December 31, 2012 and 2011, respectively.

Capital Assets

The capitalization threshold for capital assets is \$500. Equipment and furnishings are valued at historical cost. Depreciation is recorded on a straight-line basis over the estimated useful lives of respective assets which range from three to ten years.

Statistical Section

GASB Statement No. 44 "Economic Condition Reporting: The Statistical Section" enhances and updates the statistical section that accompanies a state or local government's basic financial statements to reflect the significant changes that have taken place in government finance, including the more comprehensive government-wide financial information required by GASB. The statistical section comprises schedules presenting trend information about revenues and expenses, outstanding debt, economics and demographics, and other subjects. These schedules are intended to provide financial statement users with contextual information they need to assess a government's financial health.

Taxes

Income of ElectriCities is excludable from federal income tax under Section 115 of the Internal Revenue Code.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note B. Summary of Significant Accounting Policies (continued)

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Reclassifications

The Agency implemented GASB No. 63, “Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position”, and GASB No. 65, “Items Previously Reported as Assets and Liabilities” as required in 2012. In 2012, the Agency identified one item that required a classification as deferred inflow of resources, which is presented below. There were no items identified as deferred inflows of resources in the comparative year 2011, and as such there is no reclassification of prior year balances.

Statement of Net Position (Reclassified)
Deferred Inflows of Resources

Unexpended dues supported program revenue	\$ 38,293
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Balance Sheet (Original)
Liabilities

Other deferred credits	\$ (38,293)
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Future GASB Standards

In June 2012, GASB issued Statement No. 68, “Accounting and Financial Reporting for Pensions – an amendment to GASB Statement No. 27”. This Statement improves accounting and financial reporting for state and local governments for pensions. It also improves information provided by state and local government employers about financial support for pensions that is provided by other entities. This Statement is effective for periods beginning after June, 2014, and is not expected to have a material impact on the Agency’s financial position, overall cash flow or balances or results of operations. Please see Note F, Pension Plans, on page XX for further information on the Agency’s participation in the statewide pension plan administered by the state of North Carolina.

In June 2012, GASB issued Statement No. 67, “Financial Reporting for Pension Plans – an amendment to GASB Statement No. 25”. This Statement improves accounting and financial reporting for state and local governments for pensions. It replaces the requirements of Statements No. 25 “Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contributed Plans”, and No. 50 “Pension Disclosures” as they relate to pension plans that are administered through trusts or equivalent arrangements that meet certain criteria. This Statement is effective for periods beginning after June, 2013, and is not expected to have a material impact on the Agency’s financial position, overall cash flow or balances or results of operations.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note B. Summary of Significant Accounting Policies (continued)

In March 2012, GASB issued Statement No. 66, “Technical Corrections – 2012 – an amendment of GASB Statements No. 10 and No. 62”. This Statement improves accounting and financial reporting for a governmental financial reporting entity by resolving conflicting guidance that resulted from the issuance of two pronouncements, Statements No. 54, “Fund Balance Reporting and Governmental Fund Type Definitions”, and No. 62, “Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements.” This Statement is effective for periods beginning after December 15, 2012 and is not expected to have a material impact on the Agency’s financial position, overall cash flow or balances or results of operations.

In November 2010, GASB issued Statement No. 61, “The Financial Reporting Entity: Omnibus – an amendment of GASB Statements No. 14 and No. 34.” This Statement improves financial reporting for a government financial reporting entity. This Statement is effective for periods beginning after June 15, 2012 and is not expected to have a material impact on the Agency’s financial position, overall cash flow or balances or results of operations.

Note C. Deposits

All deposits of ElectriCities are made in board-designated official depositories and are collateralized as required by North Carolina General Statute 159-31. Official depositories may be established with one or more banks, savings and loan associations or trust companies in North Carolina or, with written permission of the secretary of the Local Government Commission (LGC), a national bank located in another state. ElectriCities may also deposit monies at interest in those institutions described in the form of certificates of deposit, money market accounts or other forms of time deposits as the LGC may approve. At December 31, 2012, and 2011 ElectriCities’ deposits had carrying amounts of \$30,393 and \$198,644, respectively and bank balances of \$2,936 and \$2,410 respectively. For each of the bank balances, \$250,000 was insured by the Federal Depository Insurance Corporation.

At December 31, 2012 and 2011, ElectriCities Investments consisted of \$4,104,461 and \$2,580,946, respectively, in the North Carolina Capital Management Trust’s Cash Portfolio, which carried a credit rating of AAA by Standard and Poor’s. ElectriCities investment choices are limited by North Carolina General Statute 159-31. ElectriCities has no additional formal policies on credit risk.

At December 31, 2012 and 2011 the average maturity on the portfolio was 51 and 51 days, respectively. The investment in this money market mutual fund is essentially a demand deposit. ElectriCities investments are limited to this liquid fund since all of the cash is required for general operating purposes. ElectriCities does not have additional formal investment policies that limit maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

For cash and investments, custodial credit risk is the risk that, in the event of the failure of the counterparty, ElectriCities will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. ElectriCities has no formal policy regarding custodial credit risk.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note D. Capital Assets

	December 31, 2011	Additions	Retirements	December 31, 2012
Furniture and Equipment	\$ 4,255,834	\$ 498,859	\$ (131,429)	\$ 4,623,264
Accumulated Depreciation and Amortization	(3,122,100)	(501,469)	131,429	(3,492,140)
Total Furniture and Equipment, Net	<u>\$ 1,133,734</u>	<u>\$ (2,610)</u>	<u>\$ -</u>	<u>\$ 1,131,124</u>

	December 31, 2010	Additions	Retirements	December 31, 2011
Furniture and Equipment	\$ 4,066,924	\$ 401,682	\$ (212,772)	\$ 4,255,834
Accumulated Depreciation and Amortization	(2,859,619)	(475,253)	212,772	(3,122,100)
Total Furniture and Equipment, Net	<u>\$ 1,207,305</u>	<u>\$ (73,571)</u>	<u>\$ -</u>	<u>\$ 1,133,734</u>

In accordance with GASB No. 42, ElectriCities will assess the recoverability of its long lived assets whenever events or changes in circumstances indicate the carrying amount may have been impaired. During 2011 and 2012 ElectriCities determined that such an assessment was not necessary.

Note E. Management Services

North Carolina Eastern Municipal Power Agency and North Carolina Municipal Power Agency Number 1 ("Power Agencies") are joint agencies organized and existing pursuant to Chapter 159B of the General Statutes of North Carolina to enable municipal electric systems, through the organization of the Agencies, to finance, build, own and operate generation and transmission projects. The Agencies are comprised of 51 municipal electric systems which receive power from the Agencies. All of the Agencies' members are also members of ElectriCities.

ElectriCities entered into a contract with each Agency to provide them, at cost, management services as necessary to conduct their business. These agreements are for a period continuing to and including December 31, 2013, and are to be automatically renewed for successive periods of three years thereafter unless terminated by one year's written notice by either party prior to the end of any contract term. Such notice had not been provided as of December 31, 2012.

Effective January 1, 2011, the Agency revised the methodology used in the recognition of certain types of expenditures. Prior to this time, these expenditures, most notably for consulting and other outside services, were directly charged to the Power Agencies. In an effort to better manage such costs, a change in methodology was adopted whereby these expenditures were directly charged to ElectriCities and then billed to the Power Agencies in accordance with the aforementioned management services contract.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note F. Pension Plan

Plan Description

All permanent full-time employees participate in the statewide Local Government Employees' Retirement System (LERS), a multiple-employer, cost sharing, defined benefit pension plan administered by the State of North Carolina. The System provides retirement and disability benefits to plan members and beneficiaries. Article 3 of Chapter 128 of the North Carolina General Statutes assigns the authority to establish and amend benefit provisions to the North Carolina General Assembly. The System is included in the Comprehensive Annual Financial Report (CAFR) for the State of North Carolina. The State's CAFR includes financial statements and required supplementary information for the System. That report may be obtained by writing to: The Office of the State Controller, 1410 Mail Service Center, Raleigh, NC 27699-1410, or by calling (919) 981-5454.

Funding Policy

Plan members contribute 6% of their annual covered salary. ElectriCities contributes at an actuarially determined rate. The current rate is 6.9% of annual covered payroll. The contribution requirements of members and ElectriCities are established and may be amended by the North Carolina General Assembly.

Employee contributions to the System for the years ended December 31, 2012, 2011 and 2010 were \$614,417, \$619,571 and \$608,711, respectively. ElectriCities contributions to the System for the years ended December 31, 2012, 2011, and 2010 were \$697,480, \$682,574 and \$564,529, respectively. These contributions equaled the required contributions for each year.

Note G. Supplemental Retirement Plans

The Agency offer their employees a deferred compensation plan created in accordance with Internal Code Section 457 and a 401(k) supplemental retirement income plan through the State of North Carolina that is also in compliance with the Internal Revenue Code. All regular, full-time employees are eligible to participate in one or both of the plans.

The deferred compensation plan permits participants to defer a portion of their salaries to future years. The deferred compensation is not available to employees until termination, retirement, death or unforeseeable emergency. The Agency has complied with changes in the laws which govern deferred compensation plans, requiring all assets of the plan to be held in trust for the exclusive benefit of the participants and their beneficiaries. The 401(k) supplemental retirement income plan allows eligible participants to contribute up to the maximum allowable under the law as a percentage of base salary.

In 2012, the Agency's contributions to the 401(k) plan were \$256,000.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note H. Other Post Employment Benefits

Plan Description

ElectriCities provides post-employment health benefits to certain retired ElectriCities employees. It is a single-employer defined benefit plan. This is the only Other Post Employment Benefits (OPEB) under GASB No. 45 which ElectriCities has.

An employee that retires with at least 15 years of employment with ElectriCities, with at least 25 years of credited service in the LGERS and elects an unreduced (full) retirement is eligible for the retiree health benefit. ElectriCities reimburses the employee's health benefit premium at 80% (25 to 29 years of credited service with LGERS) or 100% (30 or more years of credited service with LGERS) of the "employee only" premium for individual major medical (including prescription drug) coverage. If the employee keeps the retiree health coverage in force until they become eligible for Medicare, ElectriCities reimburses 50% of the "employee only" premium for major medical (including prescription drug) coverage under the ElectriCities group insurance or the actual amount incurred for a supplemental Medicare policy, whichever is less.

A separate report was not been issued for the Retiree Health Benefit Plan.

Funding Policy

ElectriCities finances the Retiree Health Benefit Plan with actuarially determined annual contributions from the Power Agencies that are set aside for future retiree health insurance premiums. The funds are used to pay the health insurance premiums incurred under the Plan. The cumulative contributions are included in the "Cash and Cash Equivalents" as reported on the Balance Sheets. The assets are solely the property and rights of ElectriCities subject to the claims of ElectriCities general creditors. ElectriCities believes it is unlikely that it will use the funds to satisfy the claims of general creditors in the future. The Board of Directors reserves the right and shall have complete discretion to amend, modify or terminate these benefits at any time. If the Retiree Health Benefit Plan is terminated, any amounts funded in excess of premiums paid to date will be refunded to the Power Agencies. ElectriCities does not anticipate that the Plan will be amended or terminated during 2012. Accordingly, ElectriCities has recorded a non-current post employment obligation and accrued expense liability for the unexpended amount of funds collected from the Power Agencies for the financing of the Retiree Health Benefit Plan as of December 31, 2012, and future years, respectively.

Annual OPEB Cost and Net OPEB Obligation

ElectriCities calculates the OPEB cost based on the annual required contribution of the employer (ARC), an amount actuarially determined in accordance with the parameters of GASB No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover the normal cost each year and amortize any unfunded liabilities (or funding excess) over the next thirty years. The following table shows the components of ElectriCities annual OPEB cost for the year, the amount actually contributed to the plan and changes in the net OPEB obligation to the Retiree Health Benefit Plan.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note H. Other Post Employment Benefits (continued)

	<u>2012</u>	<u>2011</u>
Annual required contribution	\$ 668,711	\$ 246,529
Interest on net OPEB obligation	27,441	5,754
Adjustment to annual required contribution	<u>(40,507)</u>	<u>(7,998)</u>
Annual OPEB Cost	655,645	244,285
Premiums paid	<u>(91,245)</u>	<u>(39,271)</u>
Increase in net OPEB obligation	564,400	205,014
Net OPEB obligation, beginning of year	<u>762,244</u>	<u>557,230</u>
Net OPEB obligation, end of year	<u><u>\$1,326,644</u></u>	<u><u>\$ 762,244</u></u>

ElectriCities annual OPEB cost, the percentage of annual OPEB cost contributed to the plan and the net OPEB obligation for 2012, 2011, and 2010 is as follows:

For the Year Ended December 31,	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2012	\$ 655,645	13.92%	\$ 1,326,644
2011	\$ 244,285	22.23%	\$ 762,244
2010	\$ 244,285	19.34%	\$ 557,230

Funding Status and Funding Progress

As of December 31, 2011, the most recent actuarial date, the plan was not funded according to the definition per GASB 45. The unfunded actuarial accrued liability for benefits (UAAL) was \$5,664,890. The covered payroll (annual payroll of active employees covered by the plan) was \$10,326,170, and the ratio of the UAAL to the covered payroll was 54.9%. Actuarial methods of an ongoing plan involve estimates of the value, reported amounts and assumptions about the probability of occurrences of events far into the future. Examples include assumptions about future employment, mortality and healthcare trends. Amounts for ElectriCities are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the financial statement, presents trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and the plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members at that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial accrued assets, consistent with the long-term prospective of the calculations.

ElectriCities of North Carolina, Inc.
Notes to Financial Statements
Years Ended December 31, 2012 and 2011

Note H. Other Post Employment Benefits (continued)

In the December 31, 2011 actuarial valuation, the projected unit credit actuarial cost method was used. The actuarial assumptions included a 3.60% investment rate of return which is the expected long-term investment return on the employer's own investments calculated based on the funded level of the plan at the valuation date, and an annual medical cost trend rate of 9% to 5% with 2022 the year of ultimate trend rate. Both rates included a 3.00% inflation assumption. The actuarial value of the assets was determined using techniques that spread the effects of short-term volatility in the market value of investments over a five year period. The UAAL is being amortized as a level percentage of projected payroll on a closed basis. The remaining amortization period at December 31, 2012 was 25 years.

Note I. Commitments

ElectriCities occupies office space in the administrative office building owned by the Agencies and reimburses the Agencies for its share of the building's operating and maintenance costs. During 2012 and 2011, ElectriCities reimbursed the Agencies \$12,892 and \$12,840, respectively, for building operating and maintenance costs.

Note J. Risk Management

ElectriCities is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; health and accident insurance claims, and injuries to employees. These risks are covered by commercial insurance purchased from independent third parties. Settled claims from these risks have not exceeded commercial insurance coverage in 2012, 2011 or 2010.

ElectriCities maintains flood coverage for insured property located outside of the 500 year flood plain territory as defined by Federal Emergency Management Agency guidelines; additionally, ElectriCities does not have property that falls within this flood plain territory.

In accordance with G.S. 159-29, all ElectriCities employees, including the finance officer, are bonded with a \$10,000,000 Employee Dishonesty limit per occurrence subject to a \$50,000 deductible.

Note K. Regions Contract Services

ElectriCities is providing contract services to the electric systems of the towns of Drexel, Lexington and Pineville, all members of ElectriCities, through its Regions Contract Services project. Through this project, ElectriCities provides management and technical services assistance as requested by the members. The services are provided at cost plus reasonable charges for general and administrative expenses. During 2012 and 2011, revenues of \$0 and \$0, respectively, were recognized under these agreements.

Other members are eligible for such services by entering into a formal agreement with ElectriCities.

Note L. Subsequent Events

ElectriCities has evaluated subsequent events through March 26, 2013, in connection with the preparation of these financial statements which is the date the financial statements were available to be issued.

ElectriCities of North Carolina, Inc.
Required Supplemental Information
For the Year Ended December 31, 2012

Schedule of Funding Progress

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability (AAL) Projected Unit	Unfunded AAL (UAAL) Obligation	Funded Ratio	Covered Payroll	UAAL As a percentage of Covered
12/31/2008	\$ -	\$ 2,015,431	\$ 2,015,431	0%	\$ 10,271,067	19.62%
12/31/2011	\$ -	\$ 5,664,890	\$ 5,664,890	0%	\$ 10,326,170	54.86%

Schedule of Employer Contributions

Year Ended	Annual Required Contribution	Actual Premiums Paid	Percentage Contributed
12/31/2012	\$ 668,711	\$ 91,245	13.64%
12/31/2011	\$ 246,529	\$ 39,271	15.93%
12/31/2010	\$ 246,529	\$ 47,257	19.17%
12/31/2009	\$ 246,529	\$ 28,046	11.38%
12/31/2008	\$ 164,265	\$ 18,058	10.99%

Notes to the Required Supplemental Schedules:

The information presented in the required supplemental schedules was determined as part of the actuarial valuations at the dates indicated. The 2011 actuarial study reflects underlying corrections in the model that will be reflected prospectively.

Additional information as of the latest actuarial valuation follows:

Valuation date	12/31/2011
Actuarial cost method	Projected unit credit
Amortization method	Level dollar, open
Remaining amortization period	25 years

Actuarial assumptions:

Investment rate of return	3.60%
Medical cost trend	9.00 to 5.00%
Year of ultimate trend date	2022
Includes inflation at	3.00%

ADDITIONAL FINANCIAL INFORMATION

ElectriCities of North Carolina, Inc.
Schedules of Revenues and Expenses – Budget and Actual

	For the Years Ended December 31,			
	2012		2011	
	Actual	Final Budget	Actual	Final Budget
Revenues:				
Membership Dues	\$ 1,117,610	\$ 1,117,610	\$ 1,076,177	\$ 1,061,928
Management Services	25,328,561	25,656,329	25,958,256	26,057,774
Investment Income	281	3,600	266	3,000
Program Revenues	1,695,438	1,703,419	1,571,727	1,704,968
Total Revenues	<u>28,141,891</u>	<u>28,480,958</u>	<u>28,606,426</u>	<u>28,827,670</u>
Expenditures:				
Administration	38,226	45,334	39,073	44,144
Safety and Training	949,652	964,938	761,274	889,331
Member Services	316,030	322,481	283,901	319,264
Government Affairs	871	5,116	831	5,939
Annual Meeting	163,594	172,900	162,931	175,000
Management Services	25,328,562	25,656,329	25,958,256	26,057,774
Regions Project #1	1,292,031	1,313,861	1,218,535	1,269,296
Regions Contract Services	-	-	-	17,798
Energy Auditor	-	-	16,317	21,124
General Contingency	-	-	-	28,000
Total Expenditures	<u>28,088,967</u>	<u>\$ 28,480,958</u>	<u>28,441,118</u>	<u>\$ 28,827,670</u>
Excess Dues to Be Refunded	<u>\$ 52,924</u>		<u>\$ 165,308</u>	
Reconciliation of Modified Accrual Basis To Full Accrual Basis:				
Total Revenues	\$ 28,141,891		\$ 28,606,426	
Total Expenditures	<u>28,088,967</u>		<u>28,441,118</u>	
Excess of Revenues over Expenditures	52,924		165,308	
Reconciling Items				
Budgetary Appropriations:				
Capital Outlay	498,860		401,682	
Depreciation and Amortization	(501,469)		(475,253)	
Refund of Excess Revenues	<u>(52,924)</u>		<u>(165,308)</u>	
Increase (decrease) in Net Position (Pg. 11)	<u>\$ (2,610)</u>		<u>\$ (73,571)</u>	

Prepared on a budgetary basis which is modified accrual.

ElectriCities of North Carolina, Inc.
Schedule of Budgetary Comparison
For the Year Ended December 31, 2012

	2012 Budget		Actuals	Positive
	Original	Final	(Budgetary	(Negative)
			Basis)	Variance
				With Final
				Budget
Revenues:				
Membership Dues	\$ 1,117,610	\$ 1,117,610	\$ 1,117,610	\$ -
Management Services	25,656,329	25,656,329	25,328,561	(327,768)
Investment Income	3,600	3,600	281	(3,319)
Program Revenues	1,703,419	1,703,419	1,695,438	(7,980)
Total Revenues	28,480,958	28,480,958	28,141,891	(339,067)
Expenditures:				
Administration	45,334	45,334	38,226	7,107
Safety and Training	964,938	964,938	949,652	15,286
Member Services	322,481	322,481	316,030	6,451
Government Affairs	5,116	5,116	871	4,245
Annual Meeting	172,900	172,900	163,594	9,306
Management Services	25,656,329	25,656,329	25,328,562	327,767
Regions Project #1	1,313,861	1,313,861	1,292,031	21,829
Total Expenditures	28,480,958	28,480,958	28,088,967	391,991
Revenues Over Expenses	\$ -	\$ -	52,924	\$ 52,924
Dues Refund Payable			(52,924)	
Revenues Over Expenses			\$ -	

Prepared on a budgetary basis which is modified accrual.

ElectriCities of North Carolina, Inc.
Schedule of Expenditures – Budget and Actual
For the Year Ended December 31, 2012

	Administration		Safety and Training	
	Actual	Final Budget	Actual	Final Budget
Program Expenditures				
Property Tax	\$ -	\$ -	\$ -	\$ -
Advertising	-	-	3,632	-
Salaries	10,607	14,036	330,253	344,598
Office & Program Supplies	50	58	121,357	115,590
Dues, Subscriptions & Publications	-	-	11,444	10,279
Printing	-	3,248	25	120
Telephone	-	-	3,000	7,048
Postage	-	-	4,385	4,160
Copies	-	-	10,575	9,528
Miscellaneous Office Expenses	29	100	806	678
Travel	(331)	-	155,800	175,319
Outside Services	17,750	18,400	44,478	59,980
Insurance	6,171	4,500	-	-
Employee Benefits	3,951	4,992	130,937	122,099
Recruitment & Relocation	-	-	940	1,800
Staff Development	-	-	7,542	14,400
Other Expenses	-	-	-	-
Occupancy Costs	-	-	6,882	6,840
Other Rents	-	-	4,484	3,200
Vehicle O&M	-	-	79,067	89,139
Equipment Maintenance	-	-	18	160
Capital Assets Additions	-	-	34,025	-
Total Program Expenditures	<u>\$ 38,226</u>	<u>\$ 45,334</u>	<u>\$ 949,652</u>	<u>\$ 964,938</u>

Prepared on a budgetary basis which is modified accrual.

Member Services		Government Affairs		Annual Meeting	
Actual	Final Budget	Actual	Final Budget	Actual	Final Budget
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
482	2,000	-	-	-	-
173,380	161,613	651	3,980	-	-
4,916	12,620	-	-	-	-
502	736	-	-	-	150
1,242	2,500	-	-	-	1,000
2,347	3,037	-	-	-	-
1,061	980	-	-	-	-
2,644	2,382	-	-	-	-
207	319	-	-	-	250
42,433	41,122	-	-	163,594	171,500
12,147	22,345	-	-	-	-
-	-	-	-	-	-
62,809	57,161	220	1,136	-	-
241	450	-	-	-	-
3,347	8,675	-	-	-	-
-	-	-	-	-	-
6,010	6,000	-	-	-	-
-	-	-	-	-	-
2,260	500	-	-	-	-
5	40	-	-	-	-
-	-	-	-	-	-
<u>\$ 316,030</u>	<u>\$ 322,481</u>	<u>\$ 871</u>	<u>\$ 5,116</u>	<u>\$ 163,594</u>	<u>\$ 172,900</u>

ElectriCities of North Carolina, Inc.
Schedule of Expenditures – Budget and Actual (continued)
For the Year Ended December 31, 2012

	Management Services	
	Actual	Final Budget
Program Expenditures		
Property Tax	\$ 16,891	\$ 11,500
Advertising	527,130	520,830
Salaries	9,614,535	10,098,936
Office & Program Supplies	1,211,058	696,002
Dues, Subscriptions & Publications	1,220,860	1,281,150
Printing	239,908	304,218
Telephone	740,466	831,910
Postage	84,016	94,710
Copies	252,008	227,290
Miscellaneous Office Expenses	63,896	26,643
Travel	463,676	465,390
Outside Services	4,009,019	4,088,898
Insurance	160,534	154,500
Employee Benefits	3,214,472	3,092,338
Recruitment & Relocation	22,485	42,750
Staff Development	138,225	125,606
Other Expenses	1,849,711	2,418,365
Occupancy Costs	459,888	417,760
Other Rents	212,756	232,444
Vehicle O&M	99,804	93,200
Equipment Maintenance	47,886	46,950
Capital Assets Additions	679,340	384,940
Total Program Expenditures	<u>\$ 25,328,562</u>	<u>\$ 25,656,329</u>

Regions Project #1		Total	
Actual	Final Budget	Actual	Final Budget
\$ 7	\$ 3,500	\$ 16,897	\$ 15,000
645	1,500	531,888	524,330
924,361	927,375	11,053,786	11,550,536
666	-	1,338,046	824,270
221	8,150	1,233,026	1,300,465
-	-	241,175	311,086
-	900	745,813	842,895
-	-	89,462	99,850
-	-	265,227	239,200
-	-	64,938	27,990
6,879	6,100	832,052	859,431
9,805	2,500	4,093,199	4,192,123
24,313	17,000	191,018	176,000
321,944	336,836	3,734,333	3,614,563
-	-	23,666	45,000
-	6,000	149,114	154,681
-	-	1,849,711	2,418,365
-	-	472,780	430,600
-	-	217,240	235,644
3,191	3,000	184,323	185,839
-	-	47,909	47,150
-	1,000	713,365	385,940
<u>\$ 1,292,031</u>	<u>\$ 1,313,861</u>	<u>\$ 28,088,967</u>	<u>28,480,958</u>

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STATISTICAL SECTION

ElectriCities of North Carolina, Inc.
Statistical Section

This part of ElectriCities comprehensive annual financial report presents detailed information about ElectriCities and its member cities as a context for understanding what the information in the financial statements, note disclosures and required supplemental information says about ElectriCities overall financial health. Schedules presented in the Statistical Section differ from financial statements because they usually cover more than one fiscal year and may present non-accounting data. The Statistical Section reflects social and economic data, financial trends and the fiscal capacity of ElectriCities.

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This schedule contains information to help the reader understand the various components of net position and how they have changed over time.	
Schedule of Changes in Net Position	36 - 37
This schedule contains information to help the reader understand ElectriCities financial performance and how it has changed over time.	
Schedule of Membership Dues	38 - 41
This schedule contains information to help the reader understand who ElectriCities dues paying members are and how those dues have been assessed over time.	
Schedule of Estimated Population	42 - 45
This schedule contains information to help the reader understand about ElectriCities member's populations and how they have changed over time.	
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This schedule contains information to help the reader understand ElectriCities staffing over time and how that staff has been devoted to ElectriCities efforts.	

ElectriCities of North Carolina, Inc.
Schedule of Net Position

	Years Ended December 31,				
	2012	2011	2010	2009	2008
Business-type activities					
Net invested in Capital Assets	\$ 1,131,124	\$ 1,133,734	\$1,207,305	\$ 506,176	\$ 526,296
Unrestricted	20,896	20,896	20,896	20,896	20,896
Total Net Position	<u>\$ 1,152,020</u>	<u>\$ 1,154,630</u>	<u>\$1,228,201</u>	<u>\$ 527,072</u>	<u>\$ 547,192</u>

	Years Ended December 31,				
	2007	2006	2005	2004	2003
Net invested in Capital Assets	\$ 535,805	\$ 566,884	\$ 729,258	\$ 569,888	\$ 591,958
Unrestricted	20,896	20,896	20,896	20,896	20,896
Total Net Position	<u>\$ 556,701</u>	<u>\$ 587,780</u>	<u>\$ 750,154</u>	<u>\$ 590,784</u>	<u>\$ 612,854</u>

Prepared on accrual basis of accounting.

Source: ElectriCities' basic or general purpose, as applicable, financial statements for the years indicated.

ElectriCities of North Carolina, Inc.
Schedule of Changes in Net Position

	For the Years Ended December 31,			
	2012	2011	2010	2009
Operating Expenses				
Administration	\$ 38,226	\$ 39,073	\$ 32,095	\$ 52,667
Safety and Training	915,627	732,087	697,695	682,000
Member Services	316,030	283,901	264,035	256,522
Government Affairs	871	831	830	851
Annual Meeting	163,594	162,931	150,786	60,246
Management Services	24,649,222	25,477,812	16,556,273	16,072,937
Regions Project #1	1,292,031	1,218,534	1,164,993	1,161,209
Regions Contract Services	-	-	8,445	16,163
Energy Auditor	-	16,320	-	-
Depreciation and amortization	501,470	475,253	285,179	260,282
Refund of excess revenues	52,924	165,308	235,923	74,123
Total Expenditures	<u>\$ 27,929,995</u>	<u>\$ 28,572,050</u>	<u>\$ 19,396,254</u>	<u>\$ 18,637,000</u>
Operating Revenues				
Membership dues	\$ 1,117,610	\$ 1,076,177	\$ 970,707	\$ 988,575
Management services and other program revenues	26,310,635	27,020,354	18,139,852	17,385,815
Miscellaneous revenues				
Non-operating revenues	281	266	516	2,328
Total Revenues	<u>\$ 27,428,526</u>	<u>\$ 28,096,797</u>	<u>\$ 19,111,075</u>	<u>\$ 18,376,718</u>
Net Revenue/(Expense)	<u>\$ (501,469)</u>	<u>\$ (475,253)</u>	<u>\$ (285,179)</u>	<u>\$ (260,282)</u>
Changes in Net Position				
Capital Contributions	\$ 498,860	\$ 401,682	\$ 986,308	\$ 240,162
Change in Net Position	<u>\$ (2,610)</u>	<u>\$ (73,571)</u>	<u>\$ 701,129</u>	<u>\$ (20,120)</u>

Prepared on accrual basis of accounting.

Source: ElectriCities' basic or general purpose, as applicable, financial statements for the years indicated.

For the Years Ended December 31,					
2008	2007	2006	2005	2004	2003
\$ 39,220	\$ 51,860	\$ 56,820	\$ 67,400	\$ 71,806	\$ 66,538
729,469	715,873	636,357	590,177	526,532	514,016
268,297	272,169	272,616	266,817	240,524	228,204
2,627	8,008	9,239	6,374	2,375	3,529
192,487	210,350	166,086	107,565	179,101	111,019
16,614,852	15,253,337	14,190,428	13,177,208	11,864,298	11,053,462
1,184,200	1,061,362	826,026	766,659	786,794	743,080
7,031	9,455	12,932	14,868	20,725	20,180
44,878	83,547	23,889	-	-	-
246,135	255,201	282,421	251,791	302,406	291,923
45,477	40,650	41,442	6,835	18,177	22,227
<u>\$ 19,374,673</u>	<u>\$ 17,961,812</u>	<u>\$ 16,518,256</u>	<u>\$ 15,255,694</u>	<u>\$ 14,012,738</u>	<u>\$ 13,054,178</u>
\$ 869,520	\$ 825,376	\$ 798,865	\$ 764,127	\$ 701,092	\$ 699,671
18,250,893	16,865,977	15,425,175	14,231,050	13,001,227	12,060,169
				1,985	(223)
8,125	15,258	11,795	8,727	6,027	7,868
<u>\$ 19,128,538</u>	<u>\$ 17,706,611</u>	<u>\$ 16,235,835</u>	<u>\$ 15,003,904</u>	<u>\$ 13,710,331</u>	<u>\$ 12,767,485</u>
<u>\$ (246,135)</u>	<u>\$ (255,201)</u>	<u>\$ (282,421)</u>	<u>\$ (251,790)</u>	<u>\$ (302,407)</u>	<u>\$ (286,693)</u>
\$ 236,626	\$ 224,122	\$ 259,700	\$ 356,938	\$ 280,337	\$ 207,531
<u>\$ (9,509)</u>	<u>\$ (31,079)</u>	<u>\$ (22,721)</u>	<u>\$ 105,148</u>	<u>\$ (22,070)</u>	<u>\$ (79,162)</u>

ElectriCities of North Carolina, Inc.
Schedule of Membership Dues
For the Years Ended December 31,

	2012	2011	2010	2009
Albemarle	22,452	\$ 24,391	\$ 22,402	\$ 22,338
Apex	22,596	24,435	22,152	21,744
Ayden	7,805	8,334	7,833	7,991
Bamberg, SC*	689	670	612	592
Bedford, VA *	1,378	1,339	1,224	1,185
Belhaven	1,847	2,005	1,878	1,836
Bennettsville, SC*	1,378	1,339	1,224	1,185
Benson	3,394	3,717	3,449	3,443
Black Creek				
Bostic	447	486	455	450
Camden, SC*	1,378	1,339	1,224	1,185
Cherryville	4,934	5,441	5,018	5,023
Clayton	9,139	8,997	9,286	8,244
Concord	53,571	56,493	51,738	49,381
Cornelius	4,928	5,210	4,619	4,599
Dallas	5,236	5,729	5,265	5,229
Danville, VA *	1,378	1,339	1,224	1,185
Drexel	1,933	2,110	1,968	1,956
East Carolina University	137	133	122	118
Edenton	7,810	8,405	7,786	7,797
Elizabeth City	22,715	24,272	22,385	21,982
Elizabeth City State University	137	133	122	118
Enfield	2,699	2,976	2,734	2,755
Farmville	4,951	5,357	4,931	4,893
Fayetteville Public Works Commission	84,697	91,743	72,236	51,666
Forest City	8,338	9,180	8,282	7,672
Fountain	592	648	595	512
Fremont	1,324	1,425	1,307	1,330
Gastonia	47,864	52,291	48,128	47,710
Granite Falls	4,640	5,087	4,650	4,475
Greenville Utilities	84,697	91,742	84,952	84,168
Hamilton	464	508	473	474
Hertford	2,001	2,219	2,082	2,053
High Point	74,691	81,077	74,684	74,835
Highlands*				
Hobgood	514	566	536	533
Hookerton	730	789	737	730
Huntersville	9,751	10,276	9,060	8,465
Kings Mountain	8,664	9,248	8,370	8,130
Kinston	25,562	27,928	26,313	26,640
La Grange	3,065	3,319	2,969	2,967
Landis	4,874	5,294	4,844	4,783
Laurinburg	10,900	11,869	11,028	11,044
Lexington	32,201	34,554	32,174	32,805
Lincolnton	5,320	5,796	5,506	5,480
Louisburg	4,368	4,790	4,451	4,367

2008	2007	2006	2005	2004	2003
\$ 20,943	\$ 20,288	\$ 19,804	\$ 19,382	\$ 18,016	\$ 18,117
19,376	17,882	16,439	15,223	13,692	13,071
7,284	7,046	6,834	6,453	6,043	5,948
543	517	500	500	100	100
1,087	1,035	1,000	1,000	1,000	1,000
1,764	1,635	1,596	1,607	1,494	1,485
1,087	1,035	500	1,000	500	500
3,310	3,147	3,087	3,089	2,894	2,924
					937
418	407	391	383	366	355
1,087	1,035	1,000	1,000	1,000	1,000
4,493	4,469	4,253	4,280	4,003	4,032
7,224	6,838	6,632	6,448	6,015	5,883
46,994	44,291	42,626	40,802	37,105	38,455
4,310	3,909	3,684	3,545	3,127	3,019
4,699	4,505	4,414	4,339	4,083	4,136
1,087	1,035	1,000	1,000	1,000	1,000
1,829	1,762	1,712	1,647	1,551	1,564
108	103	100	100	100	100
7,338	7,095	6,970	6,812	6,425	6,295
21,083	19,440	18,282	18,219	17,009	16,704
108				100	100
2,669	2,562	2,523	2,492	2,708	2,318
4,281	4,182	4,160	4,914	4,775	4,764
32,602	31,050	30,000	15,000	1,000	1,000
8,440	8,097	7,984	7,788	7,373	7,465
476					
1,268	1,227	1,185	1,191	1,129	1,128
45,351	43,321	41,538	40,509	39,380	38,302
4,208	3,992	3,833	3,743	3,504	3,610
79,223	75,412	72,923	70,809	65,786	69,243
453	426	414	412	394	399
1,990	1,786	1,777	1,757	1,681	1,694
67,017	64,037	61,950	60,540	56,066	55,899
					500
501	505	488	478	458	452
699	671	660	639	611	600
7,009	6,200	5,789	5,625	5,094	4,829
7,602	7,035	6,895	6,507	6,157	6,062
25,659	24,017	23,362	22,746	24,560	24,774
2,753	2,646	2,586	2,550	2,422	2,400
4,511	4,169	4,026	3,980	3,774	3,750
10,533	10,000	9,693	9,571	9,035	9,231
31,396	30,242	30,010	29,455	27,809	28,084
5,235	5,030	4,825	4,757	4,472	4,458
4,119	3,891	3,825	3,747	3,571	3,571

ElectriCities of North Carolina, Inc.
Schedule of Membership Dues
For the Years Ended December 31,

	2012	2011	2010	2009
Lucama*		\$ -	\$ -	\$ -
Lumberton	20,473	22,021	21,576	20,140
Maiden	3,379	3,533	3,143	3,365
Martinsville, VA*	1,378	1,339	1,224	1,185
Monroe	30,283	32,015	29,301	30,143
Morganton	19,839	21,438	19,718	20,029
Murphy*				
New Bern	35,717	38,377	35,302	33,988
New River Light & Power*	14,059	15,590	1,224	1,185
Newton	9,712	10,634	9,573	9,368
Pikeville	892	972	897	905
Pineville	6,927	7,653	6,987	7,034
Piedmont Municipal Power Agency**	9,367	9,105	7,834	7,584
Red Springs	3,365	3,640	3,572	3,342
Richlands, VA*			612	592
Robersonville	1,907	2,011	1,988	1,947
Rocky Mount	48,047	52,098	48,465	48,593
Scotland Neck	3,021	3,246	3,065	3,056
Selma	5,130	5,606	5,375	5,383
Sharpsburg*				
Shelby	14,822	16,080	14,702	14,984
Smithfield	9,960	11,197	9,962	9,940
Southport	4,783	5,103	4,775	4,692
Stantonsburg	1,948	2,141	2,010	1,940
Statesville	27,379	29,510	27,731	28,515
Tarboro	13,473	14,673	13,533	13,599
University of NC - Chapel Hill*	137	133	122	
University of NC - Greensboro*				118
NC State University	137	133	122	118
Wake Forest	11,345	12,078	11,114	10,708
Washington	22,629	24,603	22,858	22,529
Waynesville				
Western Carolina University*	689	670	612	592
Wilson	70,569	75,965	71,468	69,791
Windsor	3,878	4,263	3,903	3,818
Winterville	5,101	5,351	4,911	4,874
Budget Amendment - Appropriate Dues Refund	119,075			48,450
Total Dues	<u>\$ 1,117,610</u>	<u>\$ 1,076,177</u>	<u>\$ 970,707</u>	<u>\$ 988,575</u>

*Associate Members

** Membership includes the following South Carolina municipalities, all of whom are associate members:
 Abbeville, Clinton, Easley, Gaffney, Greer, Laurens, Newberry, Rock Hill, Union and Westminster

Source: ElectriCities' dues billing to its members.

2008	2007	2006	2005	2004	2003
\$ 108	\$ 103	\$ 100	\$ 100	\$ 100	\$ 100
19,005	18,384	17,795	17,150	16,343	16,372
3,151	2,942	2,892	2,885	2,836	2,906
1,087	1,035	1,000	1,000	1,000	1,000
28,188	26,388	24,847	23,365	20,235	20,419
18,766	17,881	17,298	16,566	15,735	15,604
543	517	500	500	500	500
31,339	29,831	28,866	27,850	25,922	24,997
1,087	1,035	1,000	1,000	1,000	1,000
8,868	8,003	7,516	7,142	5,880	6,510
847	814	810	794	752	741
6,846	6,439	6,203	6,066	5,608	5,518
6,950	6,620	6,400	6,400	6,400	6,400
3,164	3,016	2,894	2,855	2,722	2,879
543	517	500	500	500	500
1,860	1,857	1,789	1,705	1,576	1,595
48,219	46,011	46,638	45,740	42,260	42,909
2,904	2,839	2,775	2,727	2,564	2,566
5,196	4,880	4,630	4,528	4,287	4,225
108	103	100	500	500	500
14,269	13,405	12,871	12,656	11,773	12,201
9,762	9,344	9,028	8,810	8,141	8,101
4,441	4,057	3,909	3,712	3,466	3,332
1,801	1,728	1,647	1,730	1,562	1,572
27,398	26,172	25,416	25,127	23,088	23,195
13,188	12,598	12,494	12,502	11,634	11,810
108	103	100	100	100	100
108	103	100	100	100	100
108					
9,905	9,495	9,093	8,505	7,881	6,903
21,157	20,336	19,546	19,240	17,918	17,628
543	517	500	500	500	500
543	517	500	500	500	500
65,040	62,217	60,290	58,334	53,881	54,730
3,564	3,416	3,226	3,192	2,948	500
4,639	4,181	4,322	3,707	3,498	
<u>\$ 869,520</u>	<u>\$ 825,376</u>	<u>\$ 798,865</u>	<u>\$ 764,127</u>	<u>\$ 701,092</u>	<u>\$ 699,671</u>

ElectriCities of North Carolina
Schedule of Estimated Population
For the Fiscal Years Ended June 30,

<i>City/Town</i>	2012	2011	2010	2009	2008
Abbeville, SC	81,370	81,370	5,900	5,900	5,900
Albemarle	16,338	16,338	16,043	16,026	15,917
Apex	32,275	32,275	34,937	34,591	33,405
Ayden	5,008	5,008	4,923	4,827	4,827
Bamberg, SC	3,600	3,600	3,600	3,600	3,600
Bedford, VA	6,300	6,300	6,300	6,300	6,300
Belhaven	1,963	1,963	1,945	1,938	1,933
Bennettsville, SC	9,425	9,425	9,425	9,425	9,425
Benson	3,703	3,703	3,581	3,380	3,380
Black Creek					
Bostic	316	316	316	322	322
Camden, SC	7,000	7,000	7,000	7,000	7,000
Cherryville	5,795	5,795	5,680		5,538
Clayton	14,333	14,333	13,842		13,842
Clinton, SC	8,091	8,091	8,091	8,091	8,091
Concord	81,370	81,370	79,673	71,240	68,249
Cornelius	24,847	24,847	23,929	22,946	14,581
Dallas	4,033	4,033	3,558	3,558	3,558
Danville, VA	46,500	46,500	46,500	46,400	48,500
Drexel	1,920	1,920	1,950	1,930	1,930
Easley, SC	20,000	20,000	20,000		19,194
East Carolina University					
Edenton	5,166	5,166	5,143	5,069	5,069
Elizabeth City	20,406	20,406	19,449	19,449	19,449
Elizabeth City State University					
Enfield	2,221	2,221	2,250	2,370	2,370
Farmville	4,776	4,776	4,656	4,601	4,601
Fayetteville	207,788	207,788	207,445	174,364	174,364
Forest City	7,133	7,133	7,162	7,329	7,329
Fountain	586	586	578	550	550
Fremont	1,404	1,404	1,463	1,463	1,463
Gaffney, SC	12,986	12,986	12,986	18,133	18,133
Gastonia	75,280	75,280	74,518	72,848	71,376
Granite Falls	4,999	4,999	4,979	4,904	4,845
Greenville	82,571	82,571	79,629	72,233	72,233
Greer, SC	24,557	24,557	24,557	21,421	21,421
Hamilton	459	459	502	502	502
Hertford	2,203	2,203	2,172	2,172	2,172
High Point	102,216	102,216	100,442	96,867	96,867
Highlands					
Hobgood	381	381	385	385	387
Hookerton	487	487	485	487	487
Huntersville	41,216	41,216	44,500	40,000	40,000
Kings Mountain	11,070	11,070	10,757	10,535	10,535
Kinston	22,478	22,478	22,649	23,337	23,337
La Grange	2,774	2,774	2,836	2,836	2,836
Landis	3,127	3,127	3,100	3,047	3,047
Laurens, SC	10,000	10,000	10,000	9,964	9,916

2007	2006	2005	2004	2003
5,900	5,900	5,900	5,985	6,000
15,917	15,694	15,694	15,684	15,680
30,182	30,182	28,895	27,858	23,949
4,827	4,661	4,642	4,622	4,430
3,600	3,600	3,600	3,604	3,604
6,300	6,300	6,300	6,299	6,299
1,933	1,933	1,937	1,957	1,971
9,425	9,425	9,425	9,425	9,425
3,232	3,232	3,232	3,100	2,955
			724	711
322	322	325	500	363
6,682	6,682	6,682	6,682	6,700
5,538	5,538	5,538	5,538	5,514
12,173	12,173	10,706	10,706	8,500
8,091	8,091	9,129	8,100	9,600
62,291	62,291	61,068	59,200	56,663
17,144	14,581	15,399	14,577	14,128
3,558	3,558	3,558	3,414	3,413
48,500	48,500	48,500	48,300	48,300
1,930	1,930	1,931	1,938	1,938
17,754	17,754	17,754	17,754	17,703
5,069	5,069	5,394	5,018	5,394
17,490	17,490	17,686	18,055	18,055
2,370	2,370	2,409	2,418	2,347
4,601	4,601	4,591	4,325	4,325
173,653	173,653	130,762	132,000	125,155
7,329	7,329	7,450	7,450	7,475
550	545	537	537	459
1,463	1,463	1,463	1,314	1,907
18,133	18,133	18,133	18,133	18,133
70,278	68,809	68,518	67,919	63,700
4,762	4,703	4,660	4,661	4,621
69,517	67,525	63,477	61,152	61,113
19,989	19,989	19,989	17,000	16,843
502	502	502	600	600
2,172	2,080	2,070	2,070	2,070
94,793	92,489	92,489	90,522	80,787
				914
395	395	397	404	404
472	472	472	472	469
32,000	32,000	32,000	33,400	30,050
10,535	10,535	10,535	10,487	10,900
23,337	23,337	23,500	23,500	23,500
2,836	2,836	3,000	2,972	2,844
3,036	3,033	3,033	3,012	3,012
9,916	9,916	9,916	9,916	9,916

ElectriCities of North Carolina
Schedule of Estimated Population
For the Fiscal Years Ended June 30,

<i>City/Town</i>	2012	2011	2010	2009	2008
Laurinburg	15,825	15,825	15,911	16,586	16,586
Lexington	21,420	21,420	21,378	20,927	20,927
Lincolnton	11,553	11,553	11,316	11,061	10,791
Louisburg	3,711	3,711	3,677	3,644	3,644
Lucama				880	880
Lumberton	23,039	23,039	22,006	20,795	20,795
Macclesfield	401	401	450	432	432
Maiden	3,466	3,466	3,406	3,279	3,279
Martinsville, VA	15,416	15,416	15,416	15,416	15,416
Monroe	38,120	38,120	37,280	35,966	33,908
Morganton	17,058	17,058	17,108	18,474	18,474
Murphy					
New Bern	26,613	26,613	28,586	25,600	25,600
New River Light & Power	15,000	15,000	15,000	13,901	13,901
Newberry, SC	10,907	10,907	10,907	10,580	10,580
Newton	13,819	13,819	13,670	13,075	13,075
Pikeville	703	703	704	714	714
Pinetops	1,259	1,259	1,256	1,314	1,329
Pineville	7,747	7,747	7,501	7,368	6,897
Red Springs	3,497	3,497	3,461	3,461	3,461
Richlands, VA			5,639	5,639	5,639
Robersonville	1,578	1,578	1,596	1,650	1,650
Rock Hill, SC	70,500	70,500	67,339	64,858	56,114
Rocky Mount	60,219	60,219	59,228	56,291	56,291
Scotland Neck	2,182	2,182	2,268	2,268	2,268
Selma	7,671	7,671	7,497	7,008	7,008
Sharpsburg					2,512
Shelby	20,793	20,793	21,449	20,957	20,957
Smithfield	13,410	13,410	12,800	12,160	12,160
Southport	3,143	3,143	2,964	2,934	2,860
Stantonsburg	749	749	730	730	730
Statesville	27,322	27,322	24,292	24,292	24,292
Tarboro	10,292	10,292	10,430	10,686	10,686
University of NC - Chapel Hill					
University of NC - Greensboro					
Union, SC	9,575	9,575	9,575	8,800	8,800
Wake Forest	28,542	28,542	27,217	25,000	25,000
Walstonburg	232	232	231	231	231
Washington	10,114	10,114	9,583	9,764	9,764
Waynesville				9,972	9,621
Western Carolina University					
Westminster, SC	3,120	3,120	3,120	3,120	3,120
Wilson	51,274	51,274	50,652	49,000	47,487
Windsor	3,214	3,214	3,165	2,285	2,285
Winterville	9,154	9,154	8,949	6,942	6,942

Source: ElectriCities' member questionnaires prepared by members and submitted to ElectriCities in the fall of each year.

2007	2006	2005	2004	2003
16,586	16,586	15,815	15,864	15,974
20,918	20,605	20,385	20,327	19,953
10,206	10,206	10,206	10,387	10,387
		3,413	3,413	3,413
880	880	878	879	849
20,795	20,795	20,795	21,759	20,795
432	432	458	452	457
3,279	3,279	3,279	3,262	3,141
15,416	15,416	15,000	15,416	15,983
29,489	29,489	30,392	29,489	26,456
18,474	18,474	17,080	17,318	17,310
1,588	1,588	1,581	1,650	1,581
25,600	25,600	23,415	23,128	23,599
13,901	13,901	13,901	14,198	14,198
10,580	10,580	10,580	10,580	10,550
13,075	12,986	12,939	12,988	12,294
714	714	793	793	793
1,329	1,419	1,416	1,419	1,569
4,027	4,027	3,975	4,027	3,632
3,461	3,461	3,447	3,889	3,889
4,144	4,144	4,144	4,456	4,144
1,650	1,650	1,751	1,651	1,750
56,114	56,114	56,144	62,900	49,760
56,290	56,309	56,321	55,998	56,014
2,268	2,268	2,299	2,425	2,425
6,841	6,685	6,517	6,394	5,968
2,512	2,512	2,460	2,460	2,421
20,957	20,957	20,825	20,825	19,853
12,160	11,893	11,915	11,915	11,510
2,677	2,595	2,558	2,534	2,351
730	730	802	732	820
24,292	24,292	23,320	23,320	22,843
10,985	10,985	11,138	11,153	11,138
8,800	8,800	8,793	8,737	8,793
20,300	20,300	16,490	14,217	11,750
231	225	228	224	225
9,764	9,764	9,674	9,674	9,943
9,531	9,482	9,482	9,354	9,283
				3,579
3,120	3,120	3,120	3,120	3,120
47,487	47,487	45,562	45,562	44,405
2,285	2,311	2,311	2,311	2,500
6,942	6,942	5,101	5,101	4,931

**ElectriCities of North Carolina
Schedule of Customers Served
For the Fiscal Years Ended June 30,**

<i>City/Town</i>	2012	2011	2010	2009
Abbeville, SC		3,541	3,511	3,522
Albemarle	11,857	11,957	11,966	11,880
Apex	14,279	13,995	13,866	13,964
Ayden	4,576	4,611	4,625	3,950
Bamberg, SC		1,826		
Bedford, VA		7,055		6,955
Belhaven	1,140	1,164	1,174	1,185
Bennettsville, SC		4,657		4,726
Benson	1,767	1,768	1,792	1,789
Black Creek				
Bostic	199	201	198	198
Camden, SC		10,636		9,344
Cherryville	3,115	2,432	2,508	2,486
Clayton	5,142	5,141	5,160	4,950
Clinton, SC		4,106		5,614
Concord	28,282	28,064	27,170	27,014
Cornelius	2,783	2,707	2,636	2,625
Dallas	3,311	3,276	3,243	3,000
Danville, VA		46,016		44,579
Drexel	1,202	1,212	1,212	1,210
Easley, SC		13,463		12,779
East Carolina University	University	University	University	University
Edenton	4,159	4,185	4,193	4,600
Elizabeth City	11,967	12,010	11,809	11,863
Elizabeth City State University	University	University	University	University
Enfield	1,312	1,322	1,394	1,448
Farmville	2,883	2,901	2,886	2,850
Fayetteville	85,174	85,197	85,186	76,756
Forest City	4,100	4,126	4,123	4,461
Fountain	316	318	304	331
Fremont	753	749	817	916
Gaffney, SC		7,288		7,292
Gastonia	26,067	26,133	26,063	26,292
Granite Falls	2,410	2,406	2,384	2,418
Greenville	64,309	63,893	63,240	62,363
Greer, SC		17,437		15,928
Hamilton	284	251	258	254
Hertford	1,198	1,185	1,227	1,228
High Point	39,462	39,338	39,208	39,223
Highlands				
Hobgood	289	297	301	371
Hookerton	398	432	434	439
Huntersville	4,355	4,193	4,118	4,056
Kings Mountain	4,250	4,324	4,086	4,624
Kinston	11,787	11,838	12,068	12,226
La Grange	1,502	1,500	1,503	1,654
Landis	2,810	2,816	2,816	2,800
Laurens, SC		51,974		5,424

2008	2007	2006	2005	2004	2003
3,588	3,569	3,591	3,591	3,584	3,604
11,910	11,645	11,645	N/A	11,524	11,345
13,441	11,224	11,224	11,224	10,669	10,319
4,283	3,925	3,817	3,813		3,695
				1,928	1,784
6,955	6,619	6,738	6,754	6,647	6,647
1,144	1,125	1,125	2,244	1,119	1,103
4,726	4,726	4,726	4,733		4,950
1,789	1,761	1,800	1,784	1,776	1,797
					741
193	193	193	N/A	193	193
9,344		9,784	9,784	9,219	9,109
2,964	2,914	2,465	2,906	2,924	2,625
5,135	5,132	5,132	N/A	4,321	4,321
4,202	4,202	4,202	4,202	4,110	4,215
26,945	26,945	25,780	25,780	24,537	24,224
2,625	2,458	2,537	2,341	2,097	2,097
3,000	3,000	3,000	3,000	3,000	2,851
46,400	48,601	48,757	41,900	41,910	48,718
1,202	1,202	1,202	1,193	1,183	1,182
12,779	12,779	12,779	12,779	12,541	12,368
University	University	University	University	University	University
4,196	4,965	4,069	3,951	3,936	3,950
11,878	11,373	11,373	11,219	11,075	10,920
University	University	University	University	University	University
1,448	1,448	1,448	1,448	1,448	1,500
2,864	N/A	5,788	5,787	N/A	2,888
76,170	76,909	72,920	72,920	70,219	68,932
4,155	4,155	4,170	4,170	4,182	4,265
388	338	338	338	341	413
916	916	1,724	844	862	930
7,254	7,254	7,254	7,461	7,461	7,308
25,254	N/A	25,634	25,446	25,279	25,279
2,418	2,390	2,379	2,366	2,346	2,346
60,758	60,758	58,299	57,187	54,410	51,978
16,851	16,729	13,273	13,273		13,051
254	254	254			254
990	990	990	1,218	1,258	1,258
39,186	39,186	38,715	37,246	37,418	36,998
371	371	371	331	368	320
439	N/A	437	437	392	392
4,079	3,521	3,836	3,566	3,566	3,491
4,381	4,381	4,381	4,381	4,271	4,250
12,186	12,118	12,366	12,366	12,339	12,300
			1,525	1,542	1,524
2,700	2,700	2,700			2,607
5,345	5,198	5,198	5,198	5,216	5,237

ElectriCities of North Carolina, Inc.
Schedule of Customers Served
For Fiscal Year Ended June 30,

<i>City/Town</i>	2012	2011	2010	2009
Laurinburg	5,586	6,519	5,634	5,569
Lexington	18,356	18,267	18,092	18,154
Lincolnton	2,654	2,668	2,653	2,888
Louisburg	1,921	1,936	1,939	1,950
Lucama				
Lumberton	11,886	11,980	11,982	12,243
Macclesfield	274	276	275	295
Maiden	1,087	1,080	1,068	1,069
Martinsville, VA		7,897	7,867	8,047
Monroe	10,331	10,319	10,369	10,331
Morganton	8,173	8,089	8,230	8,230
Murphy				
New Bern	21,180	21,433	21,158	20,626
New River Light & Power	7,641		7,682	
Newberry, SC		12,507		4,989
Newton	4,478	4,522	4,486	4,840
Pikeville	512	519	519	516
Pinetops	777	777	777	752
Pineville	2,722	2,822	2,791	2,745
Red Springs	1,709	1,705	1,698	1,717
Richlands, VA				2,641
Robersonville	1,101	1,105	1,314	1,175
Rock Hill, SC		36,872	33,182	32,850
Rocky Mount	27,095	27,390	27,576	27,576
Scotland Neck	1,520	1,538	1,574	1,599
Selma	2,690	2,676	2,769	2,784
Sharpsburg				
Shelby	7,898	7,567	7,443	7,971
Smithfield	4,449	4,474	4,653	4,566
Southport	2,595	2,595	2,588	2,706
Stantonsburg	1,186	1,184	1,175	1,231
Statesville	13,020	12,914	12,914	13,024
Tarboro	6,078	6,087	6,098	6,125
University of NC - Chapel Hill	University	University	University	University
University of NC - Greensboro	University	University	University	University
Union, SC		7,041	7,006	7,000
Wake Forest	6,088	6,070	6,004	8,088
Walstonburg	131	132	132	132
Washington	13,421	13,435	13,347	13,333
Waynesville				
Western Carolina University	University	University	University	University
Westminster, SC		1,568		1,571
Wilson	33,593	33,549	33,518	36,200
Windsor	1,807	1,835	1,829	2,085
Winterville	3,460	3,427	3,413	2,716

Source: ElectriCities' member questionnaires prepared by members and submitted to ElectriCities in the fall of each year

2008	2007	2006	2005	2004	2003
5,681	N/A	5,681	5,668	N/A	5,615
18,477	18,477	18,461	18,354	18,224	18,214
2,879	2,864	2,864	2,834	2,818	2,819
3,878	3,898	3,878	1,930	1,938	1,938
1,200	1,200	1,200	1,200	1,151	1,349
20,345	20,496	20,345	10,109	10,978	10,066
293	293	293	293		300
1,069	1,067	1,067	1,043	1,034	1,034
8,647	8,047	8,047	8,047	8,067	8,111
10,467	10,403	9,631	9,846	9,631	9,631
8,695	8,120	8,128	8,128	19,550	8,045
4,802	4,802	4,802	4,680	4,463	4,358
19,481	19,481	19,481	18,579	18,399	17,976
					7,054
4,916	4,889	4,873	4,873	4,850	4,790
4,535	4,411	4,411	4,331	4,312	4,256
527	538	538	526	538	538
722	722	722		725	730
2,728	2,468	2,468	2,458	2,445	2,389
	3,410		1,697	1,697	1,800
3,002	3,002	3,002	3,002	2,590	2,500
1,069	1,035	1,035	1,216	1,068	1,067
32,917	29,800	29,800	29,800	29,312	29,918
29,376	29,367	29,105	31,154	30,700	30,198
1,599	3,211	3,281		1,731	1,657
2,842	2,385	2,733	2,733	2,802	3,000
1,504	1,504	1,504	1,504	1,516	1,503
8,316	8,230	8,230	7,878	8,322	7,792
4,528	4,700	4,700	4,444	4,433	7,000
2,590	2,553	2,394	2,300	2,205	2,205
1,030	1,030	1,030	1,030	1,117	1,161
13,024	12,801	12,697	12,689	12,591	12,591
6,104	6,116	6,024	5,986	4,890	6,149
University	University and 430 campus retail customers	University and 430 campus retail customers	University and 430 campus retail customers	University and 430 campus retail customers	University and 430 campus retail customers
University	University	University	University	University	University
7,125	7,096	7,072	7,072	7,046	7,097
6,220	N/A	6,220	5,517	5,950	5,950
130	130	130			135
12,956	N/A	12,956		12,690	12,690
3,006	3,019	3,038	3,020	3,164	2,988
University	University	University	University	University	University
					1,808
35,391	32,636	32,636	33,670	33,261	33,261
2,049	2,049	2,049	1,821	2,006	2,006
2,667	2,667	2,667	2,667	2,325	2,325

ElectriCities of North Carolina, Inc.
Schedule of kWh Sold
For the Fiscal Years Ended June 30,

<i>City/Town</i>	2012	2011	2010	2009
Abbeville, SC		58,056,000	62,971,764	59,369,085
Albemarle	300,735.000	308,342,000	288,735,000	284,095,000
Apex	253,762.000	256,633,000	242,155,000	235,084,147
Ayden	100,867.000	101,551,000	98,097,000	102,728,854
Bamberg, SC		50,050,000		
Bedford, VA		211,131,000		221,608,571
Belhaven	20,273.000	21,080,000	19,578,000	20,013,008
Bennettsville, SC		96,185,000		99,821,583
Benson	34,457.000	37,734,000	36,008,000	35,295,798
Black Creek				
Bostic	3,519.000	3,851,000	3,755,000	3,862,822
Camden, SC		180,705,000		191,925,842
Cherryville	51,276.000	52,461,000	52,351,000	50,827,289
Clayton	94,266.000	103,699,000	91,963,000	80,546,649
Clinton, SC		109,999,000		114,531,918
Concord	847,511.000	876,388,000	810,758,000	816,424,443
Cornelius	49,563.000	50,191,000	44,461,000	43,797,354
Dallas	62,020.000	63,917,000	58,626,000	45,620,476
Danville, VA		975,360,000		995,787,487
Drexel	19,412.000	19,990,000	18,846,000	19,389,000
Easley, SC		286,441,000		269,561,068
East Carolina University				
Edenton	97,814.000	101,544,000	93,082,000	96,886,066
Elizabeth City	315,771.000	323,348,000	302,963,000	312,472,937
Elizabeth City State University				
Enfield	34,988.000	37,291,000	37,111,000	36,716,967
Farmville	47,342.000	51,465,000	49,584,000	53,375,505
Fayetteville	2,171,225.000	2,214,346,000	2,101,183,000	2,120,880,926
Forest City	116,368.000	118,611,000	112,644,000	117,576,402
Fountain	3,663.000	3,748,000	3,699,000	3,799,414
Fremont	12,627.000	13,575,000	14,196,000	12,515,377
Gaffney, SC		210,072,000	230,400,000	238,542,504
Gastonia	660,255.000	684,155,000	692,156,000	704,505,952
Granite Falls	55,214.000	56,826,000	54,248,000	49,085,925
Greenville	1,690,744.000	1,704,348,000	1,608,710,000	1,626,811,632
Greer, SC		316,363,000		333,416,418
Hamilton	2,814.000	3,195,000	3,166,000	
Hertford	21,888.000	23,955,000	22,960,000	22,630,797
High Point	1,145,838.000	1,158,330,000	1,094,331,000	1,154,044,495
Highlands				
Hobgood	3,079.000	3,580,000	3,743,000	3,390,723
Hookerton	5,792.000	5,888,000	5,315,000	5,532,308
Huntersville	169,352.000	162,865,000	148,473,000	143,815,828
Kings Mountain	135,319.000	133,739,000	123,742,000	125,437,894
Kinston	436,370.000	450,636,000	430,248,000	444,952,078
La Grange	26,163.000	27,758,000	25,816,000	24,621,160
Landis	47,877.000	51,158,000	45,618,000	47,025,646
Laurens, SC		948,989,000		106,071,933

2008	2007	2006	2005	2004	2003
60,027,767	60,739,579	62,167,914	62,167,914	60,303,448	60,585,000
294,702,425	297,204,518	297,204,518		292,504,459	291,404,548
235,183,279	193,889,646	193,889,646	193,889,646	171,193,904	165,318,069
108,767,249	108,721,501	110,773,914	112,414,626		94,547,359
				50,555,174	
225,635,846	226,139,253	244,057,062	222,132,940	204,480,477	203,515,024
20,410,863	20,833,081	20,833,080	20,737,926	21,546,549	20,684,640
99,821,583	98,434,000	98,434,000	98,085,000		93,767,000
36,172,672	35,299,938	35,299,938	35,797,348	37,874,129	38,184,162
					10,282,579
3,798,848	3,798,848	3,798,848			3,798,848
191,342,018	183,911,678	170,745,000	170,745,000	184,000,000	179,094,735
47,578,133	47,886,499	47,886,499	45,981,979	46,783,638	47,895,498
78,423,102	75,682,251	75,444,492		80,167,346	79,084,319
112,620,629	112,620,629	112,620,629	112,620,629	112,823,527	119,485,333
780,264,570	795,381,007	722,654,117	722,564,117	712,026,581	680,978,096
44,500,576	39,950,456	39,264,246	39,950,456	38,895,036	36,943,604
45,620,476	45,620,476	45,620,476	45,620,476	49,559,876	48,485,781
NA	986,033,199	985,719,997	980,644,707	1,007,329,001	947,694,220
18,594,641	18,594,641	18,594,641	18,219,094	18,049,313	18,802,790
269,561,068	269,561,068	269,561,068	269,561,068	258,632,363	266,549,433
96,886,066	102,349,804	102,349,804	99,370,158	99,347,049	97,755,632
303,607,580	289,548,266	289,548,266	289,548,266	283,799,270	281,929,350
38,468,632	38,468,632	38,468,632	38,468,632	37,223,763	36,460,037
52,967,769	53,375,505	53,375,505	53,375,505		58,971,074
2,121,037,988	2,041,060,661	2,068,425,296	2,067,425,296	2,086,189,689	2,098,247,426
128,415,337	128,415,337	110,119,338	110,119,338	127,824,834	130,627,460
7,092,077	7,092,077	7,092,077	7,092,077	11,443,221	
12,515,377	12,515,377	12,515,377	12,515,377	13,169,895	13,979,452
224,137,152	224,137,152	224,137,152	212,577,910	208,856,363	216,356,148
732,860,472	690,930,239	694,921,864	668,235,055	618,926,951	592,708,465
49,085,925	48,614,472	46,524,887	44,370,881	44,458,435	45,851,873
1,556,258,230	1,556,258,230	1,537,258,938	1,505,981,099	1,511,629,588	1,546,524,158
326,309,000	303,247,994	259,661,590	259,661,590		243,241,000
					3,638,050
21,879,612	21,879,612	2,318,462	21,879,612	22,173,379	20,736,626
1,112,755,429	1,112,755,429	1,120,392,460	1,099,442,000	1,056,387,000	1,042,042,000
3,630,257	3,630,257	3,630,257	3,285,329	3,432,157	3,356,500
5,437,110	5,665,132	5,665,132	5,775,515	5,490,025	5,775,766
134,271,814	82,221,588	82,221,588	76,172,875	75,039,936	68,328,935
109,133,402	109,133,402	109,133,402	109,133,402	105,399,930	105,054,473
391,956,005	463,368,391	444,199,947	453,563,640	441,806,585	447,788,357
24,625,160			24,116,298	24,675,015	28,502,979
30,326,925	30,326,925	30,326,925			44,481,104
10,613,757	99,290	99,290	99,290	97,650,949	95,038,893

ElectriCities of North Carolina, Inc.
Schedule of kWh Sold
For the Fiscal Years Ended June 30,

<i>City/Town</i>	2012	2011	2010	2009
Laurinburg	135,751.000	140,725,000	132,781,000	135,531,419
Lexington	407,191.000	420,429,000	393,509,000	402,228,635
Lincolnton	59,224.000	59,871,000	64,606,000	58,259,569
Louisburg	60,830.000	61,872,000	60,109,000	58,093,522
Lucama				
Lumberton	282,350.000	283,235,000	280,361,000	287,992,127
Macclesfield	3,618.000	3,874,000	4,025,000	3,348,928
Maiden	69,345.000	70,748,000	57,409,000	67,918,558
Martinsville, VA		177,299,000	178,337,901	144,542,880
Monroe	651,109.000	630,713,000	568,604,000	595,688,716
Morganton	351,055.000	364,427,000	33,575,800	30,240,734
Murphy				
New Bern	467,060.000	485,072,000	443,210,000	451,164,298
New River Light & Power	225,700.000		224,880,845	229,690,000
Newberry, SC		266,442,000		191,986,260
Newton	155,410.000	158,754,000	143,202,000	141,369,813
Pikeville	8,331.000	8,757,000	7,876,000	8,223,625
Pinetops	20,125.000	20,105,000	19,151,000	20,051,000
Pineville	115,786.000	123,779,000	122,033,000	130,030,032
Red Springs	33,870.000	34,137,000	35,616,000	32,593,101
Richlands, VA				67,018,073
Robersonville	23,108.000	24,375,000	26,700,000	28,000,000
Rock Hill, SC		769,452,000	789,101,342	769,451,876
Rocky Mount	725,986.000	745,710,000	716,899,000	733,440,582
Scotland Neck	25,854.000	27,145,000	26,584,000	28,940,899
Selma	65,686.000	70,048,000	65,314,000	70,226,096
Sharpsburg				
Shelby	196,035.000	199,131,000	185,291,000	194,541,539
Smithfield	166,205.000	170,475,000	163,527,000	159,446,725
Southport	53,824.000	54,802,000	50,067,000	51,081,091
Stantonsburg	21,516.000	21,712,000	21,157,000	20,679,331
Statesville	434,033.000	444,631,000	443,440,000	489,779,611
Tarboro	232,616.000	240,688,000	229,890,000	233,782,590
University of NC - Chapel Hill				
University of NC - Greensboro				
Union, SC		137,924,000	143,405,785	137,924,001
Wake Forest	145,560.000	149,569,000	140,969,000	111,927,216
Walstonburg	1,741.000	1,958,000		
Washington	288,147.000	296,535,000	274,493,000	285,735,716
Waynesville				
Western Carolina University			37,097,180	35,888,071
Westminister, SC		26,939,000		
Wilson	1,230,141.000	1,261,358,000	1,202,530,000	1,237,711,000
Windsor	48,735.000	50,348,000	47,492,000	48,367,735
Winterville	50,406.000	50,446,000	46,856,000	46,856,298

Source: ElectriCities' member questionnaires prepared by members and submitted to ElectriCities in the fall of each year.

2008	2007	2006	2005	2004	2003
120,884,209	120,884,209	120,884,209	126,135,395		139,829,907
421,787,331	413,869,167	425,357,371	430,622,662	442,548,845	453,001,042
60,339,683	59,586,593	59,398,247	58,289,278	67,937,915	66,591,696
56,280,802	56,280,802	56,280,802	55,894,013	562,808	56,688,656
18,432,891	18,432,891	18,432,891	18,432,891	18,432,891	17,545,843
316,654,578	316,654,578	316,654,578	426,857,545	307,593,136	250,854,002
3,220,853	3,220,853	3,220,853	3,220,853	N/A	3,393,540
67,918,558	61,006,111	61,006,111	61,862,209	66,195,525	70,234,176
200,180,720	200,180,720	200,180,720	200,180,720	200,246,833	203,289,000
682,165,489	587,400,434	549,246,019	549,246,019	534,575,738	525,789,397
348,918,335	328,973,989	321,305,678	321,305,684	313,052,100	322,330,933
161,930,282	161,930,282	161,930,282	162,794,149	165,189,658	168,840,412
426,032,469	426,032,469	446,032,469	427,229,370	458,323,968	445,130,151
					208,395,988
194,261,115	179,341,477	171,980,472	171,980,472	169,664,320	169,899,221
141,091,968	118,679,979	118,679,979	114,695,842	115,425,556	113,942,250
8,032,212	8,100,759	8,100,759	8,100,759	8,071,802	8,817,712
20,569,825	19,418,000	19,418,000		19,566,895	18,333,256
122,771,300	128,022,607	128,022,607	123,424,622	122,590,140	119,453,578
			62,356,273	29,663,803	31,725,504
64,049,441	63,929,946	63,170,405	63,170,405	65,306,554	
31,018,075	24,546,070	24,546,070	26,373,771	25,000,000	25,403,689
783,394,069	706,158,126	706,158,126	706,158,126	765,956,527	667,345,055
748,028,249	748,028,249	750,345,125	743,649,282	732,325,441	727,283,872
28,940,899	27,705,275	27,705,275		25,943,393	26,699,522
66,228,035	67,939,467	60,885,106	60,885,106	60,286,426	59,138,865
22,011,729	22,011,729	22,011,729	22,011,729	22,267,676	22,934,039
193,017,022	184,425,052	184,425,052	186,055,663	189,979,144	186,502,863
182,473,888	165,242,947	165,242,947	165,292,948	164,686,235	160,132,926
49,602,758	49,260,956	47,856,394	47,856,394	47,492,315	45,581,024
20,856,000	20,856,000	20,856,000	20,856,000	21,109,867	21,698,115
489,779,611	472,258,240	480,322,435	464,311,836	440,172,763	456,969,763
243,794,843	236,859,861	244,597,555	244,597,555	248,399,000	256,108,232
138,959,214	133,151,187	129,742,886	129,742,886	132,177,957	136,486,771
125,781,181	125,781,181	125,781,181	118,597,797		102,647,000
286,452,156	286,452,156	286,452,156		279,052,617	270,126,997
92,462,495	93,743,094	91,650,561	89,153,936	88,110,950	89,208,320
34,847,112	34,521,598	33,388,479			
1,222,062,761	1,222,062,761	1,222,062,761	1,210,271,122	1,235,481,324	1,208,167,185
44,310,466	44,310,466	44,310,466	39,748,729	40,619,330	40,619,330
43,589,232	43,589,232	43,589,232	43,589,232	42,463,516	42,463,516

ElectriCities of North Carolina, Inc.
Schedule of Employees
For the Years Ended December 31,

	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>
Management Services	99	103	102	106	108
Member Services	3	3	3	4	3
Safety & Training	<u>6</u>	<u>4</u>	<u>5</u>	<u>4</u>	<u>4</u>
Total	<u>108</u>	<u>110</u>	<u>110</u>	<u>114</u>	<u>115</u>

	<u>2007</u>	<u>2006</u>	<u>2005</u>	<u>2004</u>	<u>2003</u>
Management Services	101	102	95	92	93
Member Services	3	3	3	3	3
Safety & Training	<u>4</u>	<u>4</u>	<u>4</u>	<u>3</u>	<u>3</u>
Total	<u>108</u>	<u>109</u>	<u>102</u>	<u>98</u>	<u>99</u>

Source: ElectriCities payroll records.