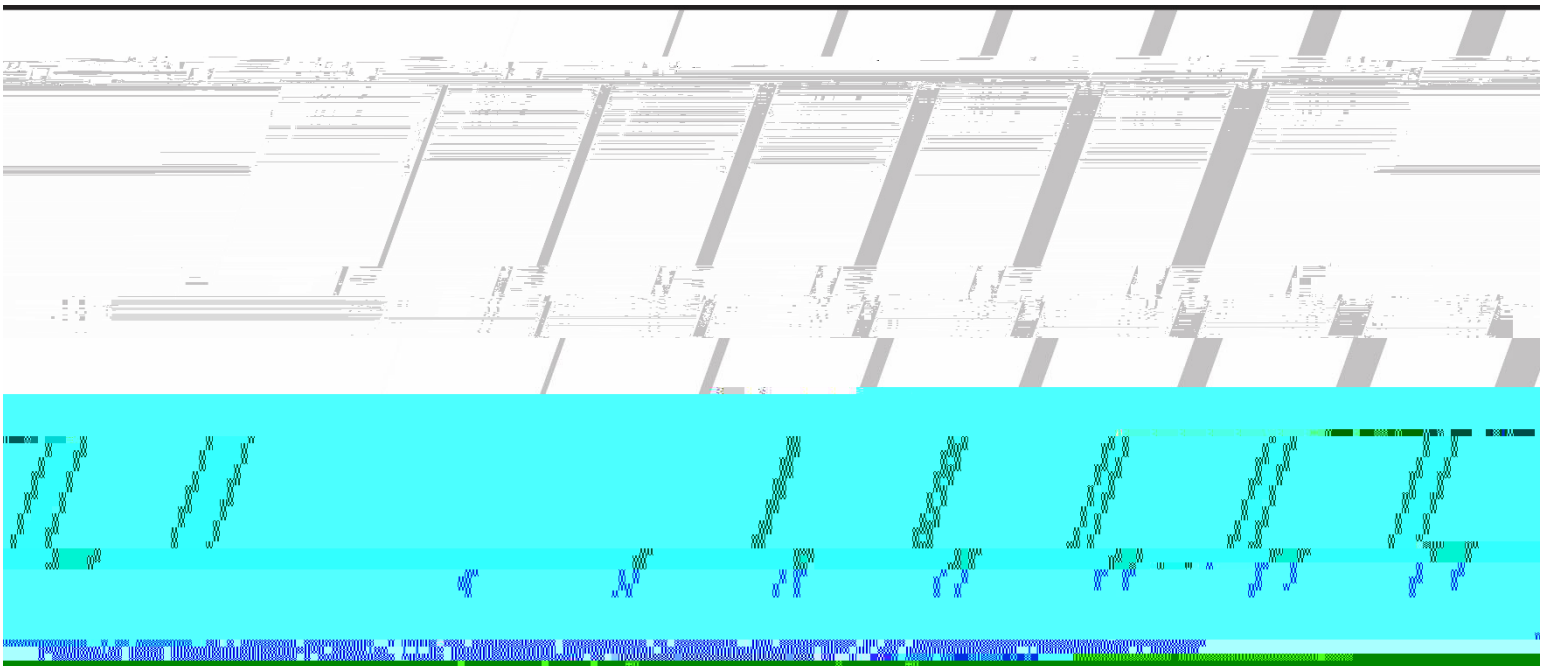


Nebraska Utility Corporation

(A Component Unit of the University of Nebraska)

Independent Auditor's Report and Financial Statements

June 30, 2023 and 2022



Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
June 30, 2023 and 2022

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Independent Auditor's Report

Board of Directors
Nebraska Utility Corporation
Lincoln, Nebraska

Opinion

We have audited the financial statements of Nebraska Utility Corporation, a component unit of the University of Nebraska, as of and for the years ended of June 30, 2023 and 2022, and the related notes to the financial statements, which collectively comprise Nebraska Utility Corporation's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the financial position of Nebraska Utility Corporation, as of June 30, 2023 and 2022, and the changes in financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about NebrnUtilit



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee. The audit was conducted in accordance with the standards of the American Institute of Certified Public Accountants (AICPA) and the standards of the Public Company Accounting Oversight Board (PCAOB).

Management's Discussion and Analysis (MD&A) (Unaudited)

SIGNIFICANT EVENTS

- As of July 1, 2022, NUCorp transferred all financial assets and operational activity for the City and East campus utility operations to the University of Nebraska – Lincoln (UNL). The remaining activity for the Innovation Campus centralized renewable energy system (CRES) will be transferred upon the dissolution of NUCorp.

FINANCIAL REPORT OVERVIEW

The information provided in the MD&A section of the Financial Report is provided to explain activities, plans and events that impacted Nebraska Utility Corporation's (NUCorp) financial position and operating results for the 12-month periods ended June 30, 2023, 2022 and 2021. This overview from management is one of the three components of the Financial Report. The other two components are the Financial Statements and Notes to the Financial Statements. The Financial Report should be read in its entirety to understand the events and conditions impacting NUCorp.

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

Statement of Revenues, Expenses and Changes in Net Position - Operating results are separated into operating revenue and expense and non-operating income and expense. This statement is useful in analyzing the financial health of the organization.

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

Notes to Financial Statements - The notes are an explanation of information within the Financial Statements

FINANCIAL POSITION AND OPERATING RESULTS

The following table summarizes the financial position as of June 30:

CONDENSED BALANCE SHEETS

	2023	2022	2021
Current Assets	\$ 8,028,458	\$ 9,122,757	\$ 8,073,491
Noncurrent Assets	12,331,366	14,900,352	16,621,762
Capital Assets	8,168,690	71,220,835	66,003,404
Deferred Outflows of Resources	-	-	123,559

Net position in 2022 increased \$5,474,982 or 8% over 2021 based on results of operations.

The following table summarizes operating results for the fiscal years ended June 30:

CONDENSED STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

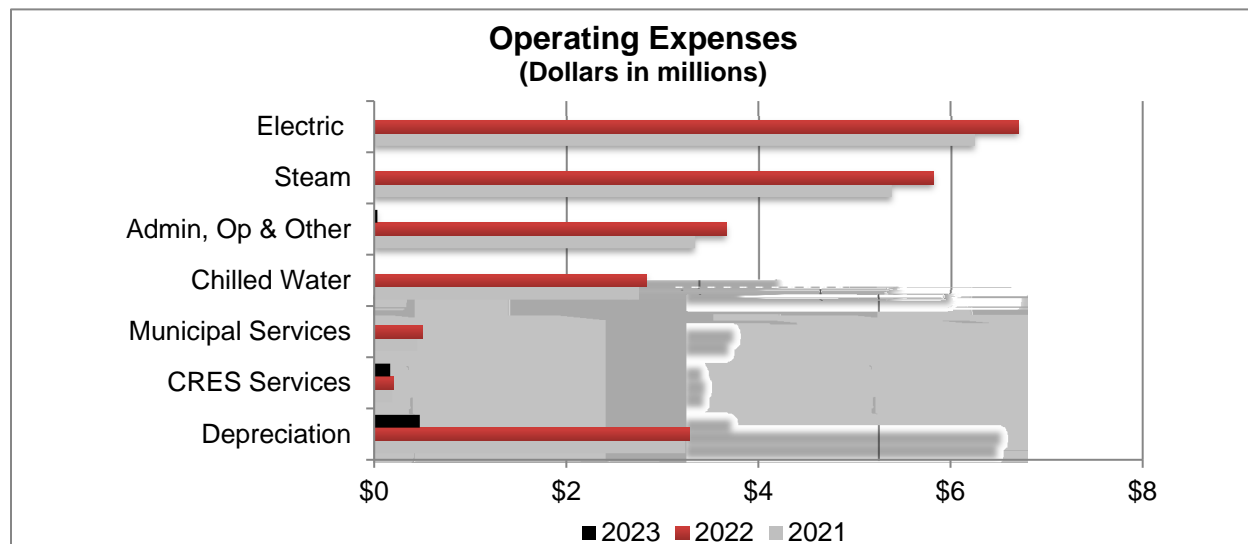
	2023	2022	2021
Operating Revenues	\$ 1,148,472	\$ 28,717,919	\$ 27,307,704
Operating Expenses	674,073	23,021,069	21,617,765
Operating Income	474,399	5,696,850	5,689,939
Interest Expense (Net of Interest Rate Subsidy)	(105,667)	(230,724)	(271,245)
Contribution to UNL	(62,735,519)	-	-
Other Non-Operating Income (Expense)	695,195	8,856	(28,907)

Comparison of 2022 to 2021

Operating revenues for 2022 were \$28,717,919, an increase of \$1,410,215 from 2021 operating revenues of \$27,307,704. The increase was primarily due to increased fixed charges and commodity sales variations.

OPERATING EXPENSES

The following chart illustrates operating expenses by category.



Comparison of 2023 to 2022

Similar to revenues, operating expenses for 2023 significantly decreased to \$674,073, a decrease of \$22,346,996 from 2022 operating expenses of \$23,021,069. The decreases were due to the transfer of operations to UNL.

Comparison of 2022 to 2021

Operating expenses for 2022 were \$23,021,069, an increase of \$1,403,304 from 2021 operating expenses of \$21,617,765. The increases in general expenses, steam and electric services were primarily due to higher maintenance costs. These increases were offset by lower water and sewer distribution expenses as a result of lower sales and plant consumption.

CASH AND FINANCING ACTIVITIES

Cash and cash equivalents decreased \$1,385,997 for fiscal year 2023 and increased \$15,560,209 and \$1,628,403 for fiscal years 2022 and 2021, respectively. The following table summarizes the cash flows by activities for the fiscal years ended June 30:

CONDENSED STATEMENTS OF CASH FLOWS

	2023	2022	2021
Cash Flows from Operating Activities	\$ 276,378	\$ 9,222,417	\$ 10,204,314
Cash Flows from Capital and Related Financing	(2,737,283)	(10,013,354)	(8,676,775)
Cash Flows from Investing Activities	1,074,908	16,351,146	100,864
CHANGE IN CASH & CASH EQUIVALENTS	\$ (1,385,997)	\$ 15,560,209	\$ 1,628,403

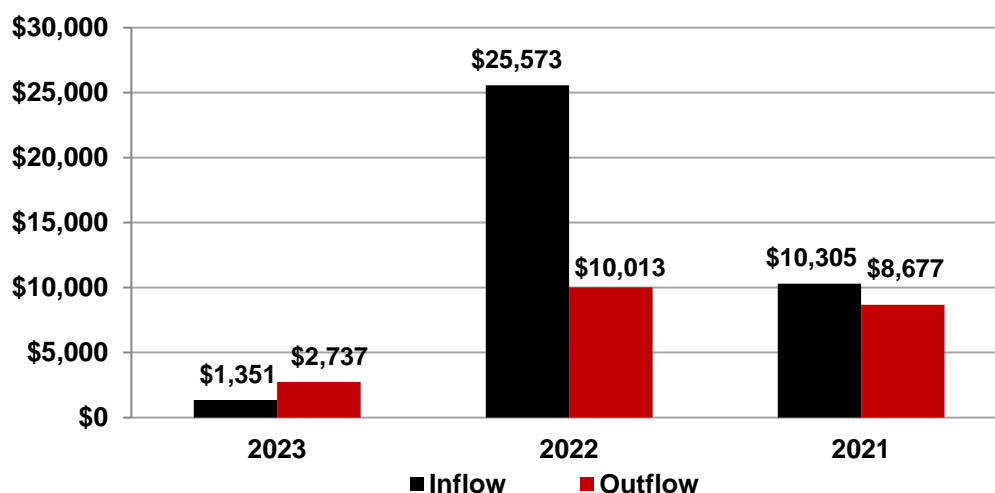
Cash flows from operating activities contain transactions involving customers and suppliers.

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

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

Annual Cash Flows

(Dollars in thousands)



Comparison of 2023 to 2022

Cash flows from operating activities for 2023 decreased \$8,946,039 from 2022 as a result of the transfer of City & East utility operations to UNL. Cash flows used for capital and related financing activities for 2023 decreased \$7,276,071 from 2022 primarily due to migration of operations to UNL. The 2023 cash flows from investing activities decreased \$15,276,238 from 2022 due to the transfer of assets noted above.

Comparison of 2022 to 2021

Cash flows from operating activities for 2022 decreased \$981,897 from 2021 as a result of the timing of payments from UNL. Cash flows used for capital and related financing activities for 2022 increased \$1,336,579 from 2021 primarily due to an increase in cash used for acquisition and construction of capital assets. 2022 cash flows from investing activities increased \$16,250,282 from 2021 due to the increased amount of maturities and sales of investments.

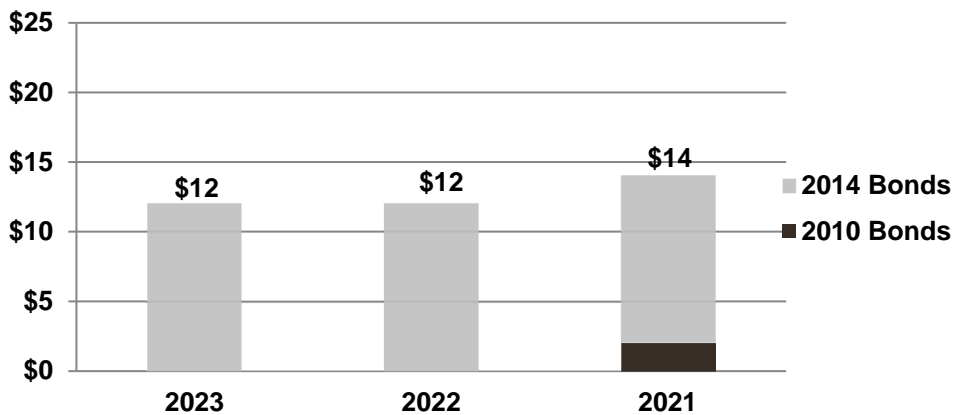
FINANCING

Sufficient liquidity is maintained to ensure working capital is available to meet operating and capital obligations and to fund operating reserves to the targeted levels. Current financial projections indicate that NUCorp will maintain adequate liquidity targets until the CRES operations are transferred to UNL in 2024.

There were no bond issuances in 2023 or 2022.

Detail on NUCorp's debt balances and activity are included in Note 5 in the Notes to Financial Statements section of this report. The following chart illustrates detail for the outstanding debt as of June 30.

Outstanding Debt (Dollars in millions)



RATINGS

In establishing a company's credit rating, bond ratings agencies take into account both operating characteristics and financial strength. Moody's Investors Service Inc. (Moody's) and Standard & Poor's Ratings Group (S&P) assigned ratings for the 2014 (Series B) bond issue. The 2014 QECB (Series A) were privately issued and did not require bond ratings. NUCorp's credit ratings in effect on June 30, 2023 were as follows:

	S&P	Moody's
2014 QECB (Series B)	AA	Aa1

CAPITAL PROGRAM

The following table summarizes capital investments for the fiscal years ended June 30 (2023, 2022 and 2021):

Campus	Actual		
	2023	2022	2021
City	\$ -	\$ 5,111,380	\$ 3,045,076
East	-	3,202,752	3,627,941
Common	157,937	186,717	292,449
Totals	\$157,937	\$ 8,500,849	\$ 6,965,466

Actual and budgeted capital expenditures for 2021 through 2023 included the following:

- City Campus:
 - Repair and upgrade of Chiller 4 to improve efficiency, performance, reliability, and lifespan of this unit. It also adds redundancy to the chilled water production system for City Campus.
 - Construction of a new mechanical maintenance shop due to the Boiler (#6) project displacing the current maintenance shop.
 -

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Balance Sheets
June 30, 2023 and 2022

Assets

	<u>2023</u>	<u>2022</u>
Current Assets		
Cash and cash equivalents	\$ 7,618,523	\$ 6,773,610
Restricted cash and investments	137,500	248,065
Accounts receivable	-	1,758,372
Accrued interest receivable	271,947	8,140
Other assets	488	334,570
Total current assets	<u>8,028,458</u>	<u>9,122,757</u>
Noncurrent Assets		
Cash and investments	-	9,037,057
Restricted cash and investments	12,263,043	5,787,796
Costs recoverable from future billings	68,323	75,499
Total noncurrent assets	<u>12,331,366</u>	<u>14,900,352</u>
Capital Assets		
Utility plant	11,864,070	87,715,837
Accumulated depreciation	(4,033,784)	(32,875,935)
Construction work-in-progress	338,404	16,380,933
Total capital assets	<u>8,168,690</u>	<u>71,220,835</u>
Total assets	<u>\$ 28,528,514</u>	<u>\$ 95,243,944</u>

Liabilities and Net Position

Current Liabilities		
Accounts payable	\$ 32,723	\$ 4,965,995
Accrued interest payable	137,500	248,066
Total current liabilities	<u>170,223</u>	<u>5,214,061</u>
Long-term Debt, Net		
Total liabilities	<u>12,000,000</u>	<u>12,000,000</u>
	<u>12,170,223</u>	<u>17,214,061</u>
Net Position		
Net investment in capital assets	(3,852,200)	57,031,712
Restricted for debt service	12,550,739	5,787,795
Unrestricted	7,659,752	15,210,376
Total net position	<u>16,358,291</u>	<u>78,029,883</u>
Total liabilities and net position	<u>\$ 28,528,514</u>	<u>\$ 95,243,944</u>

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Statements of Revenues, Expenses and Changes in Net Position
Years Ended June 30, 2023 and 2022

	2023	2022
Operating Revenues	\$ 1,148,472	\$ 28,717,919
Operating Expenses		
Administration	33,214	911,067
Steam	-	5,821,796
General operating and maintenance	-	1,484,489
Electric	-	6,707,025
Water/sewer	-	195,154
Chilled water	-	2,839,867
Municipal utility services	-	497,767
Cooling tower water	-	1,032,255
Cooling tower water loop	-	48,131
CRES services	166,296	200,100
Depreciation	474,563	3,283,418
Total operating expenses	674,073	23,021,069
Operating income	474,399	5,696,850
Nonoperating Income (Expenses)		
Interest expense on long-term debt	(496,130)	(618,599)
Investment income	702,371	21,162
Interest rate subsidy – QECCB	390,463	387,875
Net costs recoverable	(7,176)	(12,306)
Contribution to UNL	(62,735,519)	-
Total nonoperating expenses	(62,145,991)	(221,868)
Change in Net Position	(61,671,592)	5,474,982
Net position – Beginning of Year	78,029,883	72,554,901
Net position – End of Year	\$ 16,358,291	\$ 78,029,883

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Statements of Cash Flows – Continued
Years Ended June 30, 2023 and 2022

	2023	2022
Reconciliation of Operating Income to Net Cash		
Provided by Operating Activities		
Operating income	\$ 474,399	\$ 5,696,850
Noncash items included in operating income		
Depreciation	474,563	3,283,418
Changes in operating assets and liabilities		
Accounts receivable	1,758,372	51,421
Other assets	334,082	(161,359)
Accounts payable	(2,765,038)	352,087
	\$ 276,378	\$ 9,222,417
Net cash provided by operating activities		
Supplemental Non-cash Activities		
Capital expenditures in accounts payable	\$ 20,891	\$ 2,189,123
Contribution of capital assets to UNL	62,735,519	-

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Note 1: Summary of Significant Accounting Policies

Reporting Entity

Nebraska Utility Corporation (NUCorp), a public benefit corporation, was organized on May 17, 2001 for the purpose of purchasing, leasing, constructing, and financing facilities and acquiring services in order to furnish energy requirements, utility and infrastructure facilities, and all related energy, utility, and infrastructure services to the University of Nebraska Lincoln (UNL). Operations commenced in January 2002. UNL is the primary user of the energy generated by NUCorp and accounts for all of NUCorp's operating revenues. It is the intent of the NUCorp Board of Directors to transfer the remaining assets and dissolve NUCorp when the remaining debt is callable in fiscal year 2024.

The Board of Directors consists of five members. Three members are appointed by the University of Nebraska Board of Regents and two members are appointed by Lincoln Electric System. NUCorp is included as a component unit in the financial statements of the University of Nebraska.

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and deferred inflows and outflows of resources and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues, expenses, and other changes in net position during the reporting period. Actual results could differ from those estimates.

Cash Equivalents

NUCorp considers all highly liquid investments with an original maturity of three months or less at the date of purchase to be cash equivalents. At June 30, 2023, cash equivalents consisted of money market funds. At June 30, 2022, cash equivalents consisted of money

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Capital Assets

Capital assets are recorded at historical cost. Major outlays for utility plant are capitalized as projects are constructed. NUCorp capitalizes assets with an original cost of \$5,000 or more with asset life expectancy of more than one year. Routine maintenance, repairs and minor replacement costs are charged to expense as incurred. Capital assets in service are

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Classification of Revenues and Expenses

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

Charges for Services

Revenues are based on rates authorized by the Board of Directors. New rates are authorized annually based on the approved budget. Rate changes can occur more frequently with notice to the customer. Revenues are recognized and billed on a monthly basis as earned.

Income Taxes

NUCorp is a public benefit corporation established under the Nebraska Nonprofit Corporation Act and is exempt from federal and state income taxes.

Note 2: Deposits and Investments

Deposits

State statutes require banks either to give a bond or pledge government securities (types of which are specifically identified in the statutes) to NUCorp in the amount of all deposits. The statutes allow pledged securities to be reduced by the amount of the deposit insured by the Federal Deposit Insurance Corporation (FDIC). Any cash deposits in excess of the \$250,000 FDIC insured limits are covered by collateral held in a pledge account for NUCorp.

Investments

NUCorp may invest in U.S. Government securities and agencies, federal instrumentalities of the United States, repurchase agreements, corporate issues, money market mutual funds, interest bearing time deposits or savings accounts, state and/or local government taxable and/or tax-exempt debt and other fixed term investments as designated in the NUCorp investment policy. The balance sheet classification of NUCorp's designated and restricted accounts is based on the underlying intended use of the funds.

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

NUCorp had the following investments as of June 30:

Interest rate risk - Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. NUCorp has a formal investment policy that limits investment maturities with the intent of managing its exposure to fair value losses arising

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Concentration of credit risk - Concentration of credit risk is the risk associated with the amount of investments NUCorp has with any one issuer that exceeds 5% or more of its total investments. Investments issued or explicitly guaranteed by the U.S. Government are excluded from this requirement. NUCorp's investment policy places the following limits on the amount that may be invested in any one type of investment and/or issuer. At June 30, 2023 and 2022, 100% of NUCorp's investments in money market mutual funds were invested with one issuer.

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

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Recurring Measurements

NUCorp's investments in money market mutual funds are carried at cost and thus are not included in the fair value hierarchy. As of June 30, 2022, NUCorp's investments in U.S. Agency obligations were valued on a recurring basis within Level 2 of the Fair Value hierarchy.

Nebraska Utility Corporation
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Notes to Financial Statements
June 30, 2023 and 2022

Revenue Bonds

Revenue bonds are payable from and secured by a pledge of NUCorp's revenues subject to the prior payment therefrom of the operations and maintenance expenses. All bond proceeds are utilized to finance capital construction costs.

NUCorp's outstanding revenue bonds consist of Series 2014B totaling \$5,500,000 as of June 30, 2023. These revenue bonds are secured by the net revenues of NUCorp.

Direct Placement Bonds

NUCorp's outstanding direct placement revenue bonds consist of Series 2014A totaling \$6,500,000 as of June 30, 2023. These direct placement revenue bonds are secured by the net revenues of NUCorp.

Long-term debt consisted of the following as of June 30:

Long-term debt activity for the fiscal years ended June 30 was as follows:

	July 1, 2022	Increase	Decrease	June 30, 2023	Due Within One Year
Revenue bonds	\$ 5,500,000	\$ -	\$ -	\$5,500,000	\$ -
Revenue bonds (direct placement)	6,500,000	-	-	6,500,000	-
Total	\$ 12,000,000	\$ -	\$ -	\$12,000,000	\$ -
	July 1, 2021	Increase	Decrease	June 30, 2022	Due Within One Year
Revenue bonds	\$ 7,535,000				

Nebraska Utility Corporation
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Notes to Financial Statements
June 30, 2023 and 2022

Debt service requirements as of June 30, 2023 were as follows:

The Series 2014A and 2014B bonds were issued as Qualified Energy Conservation Bonds (QECB) under provisions of the Internal Revenue Code. NUCorp expects to receive a cash subsidy payment from the United States Treasury equal to 70% of the interest payable on the Series 2014A and 2014B bonds. The subsidy payment is contingent on federal regulations and is subject to change. NUCorp recorded income from this subsidy of \$390,463 and \$387,875, during the years ended June 30, 2023 and 2022, respectively.

Note 6: Related Party Transactions

Nebraska Utility Corporation
(A Component Unit of the University of Nebraska)
Notes to Financial Statements
June 30, 2023 and 2022

Note 7: Risk Management

NUCorp is subject to various risks of loss related to general liability and property. NUCorp is insured through UNL, who is partially self-insured to cover these risks.

Note 8: Transfer of Operations

The NUCorp Board of Directors determined there is not a need for the existence of NUCorp in the future. These discussions also led to the conclusion that NUCorp would be dissolved on or after January 1, 2024, at which time all of NUCorp's outstanding bonds will be called, in accordance with the provisions of the 2014A and 2014B Series Bonds. As indicated in the termination of services agreement, NUCorp's Board of Directors released LES from its performance obligation under the Management Agreement, effective June 30, 2022, prior to dissolution of NUCorp. All LES's performance obligations were transitioned to staff of the University of Nebraska.

As of July 1, 2022, NUCorp transferred all financial assets and operational activity for the City and East campus utility operations to the University of Nebraska – Lincoln. The remaining activity for the Innovation Campus centralized renewable energy system (CRES) will be transferred upon dissolution.