

NEW ISSUE – BOOK ENTRY ONLY

In the opinion of McGuireWoods LLP, Bond Counsel, based on existing law and subject to conditions described in the section herein entitled “TAX MATTERS,” interest on the Bonds (including any accrued “original issue discount” properly allocable to the owners of the Bonds) is excludable from the gross income of the owners of the Bonds for Federal income tax purposes and interest on the Bonds is not treated as a preference item for purposes of the Federal alternative minimum tax imposed on individuals and corporations; provided, however, that for purposes of the alternative minimum tax on corporations, interest on the Bonds is included in computing adjusted current earnings. It is also the opinion of Bond Counsel that, under existing law of the State of Maryland, the interest on the Bonds is exempt from taxation by the State of Maryland or by any of its political subdivisions; however, the law of the State of Maryland does not expressly refer to, and no opinion is expressed concerning, estate or inheritance taxes, or any other taxes not levied directly on the Bonds or the interest thereon. See the information contained herein under the caption “TAX MATTERS.”



**CALVERT COUNTY, MARYLAND
GENERAL OBLIGATION BONDS
\$9,035,000
COUNTY COMMISSIONERS OF CALVERT COUNTY
CONSOLIDATED PUBLIC IMPROVEMENT BONDS, 2014 SERIES**

Dated: Date of Initial Delivery

Due: as shown on inside front cover

Bond Ratings

Fitch Ratings: AAA
Moody's Investors Service, Inc.: Aa1
Standard & Poor's: AAA

Redemption

Bonds maturing on or after May 1, 2023 are redeemable in whole or in part, on or after May 1, 2022 – Page 2.

Security

General obligations of County Commissioners of Calvert County

Purpose

The proceeds are being used to finance certain public improvements – Page 4.

Interest Payment Dates

May 1 and November 1, beginning November 1, 2014.

Closing/Settlement

On or about May 28, 2014

Denominations

\$5,000

Book-Entry-Only Form

The Depository Trust Company, New York, NY

Bond Registrar/Paying Agent

Manufacturers and Traders Trust Company, Buffalo, NY

Bond Counsel

McGuireWoods LLP, Baltimore, MD

Financial Advisor

Davenport & Company LLC, Towson, MD

Issuer Contact

Calvert County Director of Finance and Budget: (410) 535-1600

*The Bonds **will not** be qualified tax-exempt obligations under Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.*

**FOR MATURITY SCHEDULE, INTEREST RATES, PRICES OR YIELDS
AND CUSIP NUMBERS, SEE INSIDE FRONT COVER**

The Bonds are offered for delivery when, as and if issued, subject to the approving legal opinion of McGuireWoods LLP, Baltimore, Maryland, Bond Counsel and other conditions specified in the official Notice of Sale. The Bonds in definitive form will be available for delivery through the facilities of DTC in New York, New York, on or about May 28, 2014.

THIS COVER PAGE CONTAINS CERTAIN INFORMATION FOR QUICK REFERENCE ONLY. IT IS NOT A SUMMARY OF THIS ISSUE. INVESTORS MUST READ THE ENTIRE OFFICIAL STATEMENT TO OBTAIN INFORMATION ESSENTIAL TO THE MAKING OF AN INFORMED INVESTMENT DECISION.

The date of this Official Statement is May 6, 2014

\$9,035,000

**COUNTY COMMISSIONERS OF CALVERT COUNTY
CONSOLIDATED PUBLIC IMPROVEMENT BONDS, 2014 SERIES**

<u>Maturing May 1</u>	<u>Principal Amount</u>	<u>Interest Rate*</u>	<u>Price or Yield*</u>	<u>CUSIP</u>	<u>Maturing May 1</u>	<u>Principal Amount</u>	<u>Interest Rate*</u>	<u>Price or Yield*</u>	<u>CUSIP</u>
2015	\$420,000	3.00%	0.20%	131537ZW5	2026	\$550,000	3.00%	2.70%†	131537A93
2016	405,000	4.00	0.40	131537ZX3	2027	570,000	3.00	2.80†	131537B27
2017	415,000	5.00	0.65	131537ZY1	2028	585,000	3.00	2.90†	131537B35
2018	430,000	5.00	1.00	131537ZZ8	2029	605,000	3.00	3.00	131537B43
2019	440,000	5.00	1.30	131537A28	2030	135,000	3.00	3.10	131537B50
2020	455,000	5.00	1.60	131537A36	2031	145,000	3.00	3.20	131537B68
2021	470,000	5.00	1.85	131537A44	2032	150,000	3.25	3.30	131537B76
2022	485,000	5.00	2.05	131537A51	2033	155,000	3.25	3.35	131537B84
2023	500,000	2.00	2.22	131537A69					
2024	520,000	2.25	2.40	131537A77					
2025	540,000	3.00	2.55†	131537A85					

\$500,000 3.50% Term Bonds due May 1, 2036 Yield 3.55% CUSIP 131537C34
\$560,000 3.50% Term Bonds due May 1, 2039 Yield 3.65% CUSIP 131537C67

† Priced to call.

* The interest rates shown above are the interest rates payable by the County resulting from the successful bid for the Bonds on May 6, 2014 by UBS Financial Services. The prices or yields shown above are furnished by the successful bidder for the Bonds. All other information concerning the terms of reoffering of the Bonds, if any, should be obtained from the successful bidder and not from the County (see "SALE AT COMPETITIVE BIDDING" herein).

COUNTY COMMISSIONERS OF CALVERT COUNTY

CERTAIN ELECTED OFFICIALS

Pat Nutter
President, Board of County Commissioners

Steven R. Weems
Vice President, Board of County Commissioners

Gerald W. Clark
Commissioner

Susan Shaw
Commissioner

Evan K. Slaughenhaupt Jr.
Commissioner

Nova (Novalea) Tracy-Soper
Treasurer

CERTAIN APPOINTED OFFICIALS

Terry L. Shannon
County Administrator

Timothy Hayden
Director of Finance and Budget

Thomas P. Barnett
Director of Community Planning and Building

Linda Vassallo
Director of Economic Development

P. Rai Sharma
Director of Public Works

BOND COUNSEL
McGuireWoods LLP
Baltimore, Maryland

FINANCIAL ADVISOR
Davenport & Company LLC
Towson, Maryland

INDEPENDENT AUDITOR
Murphy and Murphy, CPA, LLC
Clinton, Maryland

PAYING AGENT AND BOND REGISTRAR
Manufacturers and Traders Trust Company
Buffalo, New York

CUSIP numbers set forth herein are copyrighted by the American Bankers Association. CUSIP data herein are provided by Standard & Poor's CUSIP Service Bureau, a division of The McGraw-Hill Companies, Inc., and the County takes no responsibility for the accuracy thereof. This data is not intended to create a database and does not serve in any way as a substitute for the CUSIP Service Bureau.

Requests for additional copies of this Official Statement or any questions regarding this Official Statement or the Bonds should be directed to Timothy Hayden, Director of Finance and Budget, Court House 175 Main Street, Prince Frederick, Maryland 20678, (410) 535-3065 or to A. Samuel Ketterman, at Davenport & Company LLC, 8600 LaSalle Road, Suite 324, Towson, Maryland 21286, (410) 296-9426.

No dealer, broker, salesman or other person has been authorized by the County Commissioners of Calvert County (the “County”) or the successful bidder to give any information or to make any representations other than those contained in this Official Statement, and, if given or made, such other information or representations must not be relied upon as having been authorized by any of the foregoing. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale.

TABLE OF CONTENTS

	<u>Page</u>		
SUMMARY OF OFFERING	ii	Indebtedness	28
SYNOPSIS OF STATISTICAL DATA.....	iii	Pay-As-You-Go Financing.....	29
MAP OF CALVERT COUNTY	iv	Future Plans to Issue Debt.....	30
INTRODUCTION	1	CERTAIN SERVICES AND RESPONSIBILITIES	31
General.....	1	Planning and Zoning	31
Description and Government.....	1	Utilities.....	31
THE BONDS	2	Solid Waste and Recycling Enterprise Fund	33
General.....	2	Law Enforcement, Fire Protection and Ambulance	
Authorization.....	2	Service.....	33
Redemption of Bonds.....	2	Roads.....	33
Form and Denomination.....	4	SELECTED DEMOGRAPHIC AND ECONOMIC	
Source of Payment	4	FACTORS.....	34
Application of Proceeds	4	Population	34
BOOK-ENTRY ONLY SYSTEM	4	Business, Employment and Labor	34
The Depository Trust Company	4	Unemployment.....	35
Book-Entry Only System Miscellaneous.....	6	Income.....	36
Termination of Book-Entry System	6	Commuting Patterns	36
LEGAL MATTERS.....	6	Education.....	37
Approval of Legal Proceedings	6	Economy	37
Bondholders’ Remedies	6	Commercial Tax Base	38
TAX MATTERS.....	6	Economic Development	38
RATINGS	9	Tourism	39
ORGANIZATIONAL CHART.....	10	Agriculture	40
COUNTY GOVERNMENT AND ADMINISTRATION	11	CERTAIN COMMUNITY RESOURCES IN	
General.....	11	CALVERT COUNTY.....	40
Certain Elected and Appointed Officials.....	11	Education.....	40
Retirement and Pension Programs.....	13	Higher Education.....	40
Other Post-Employment Benefits.....	15	Medical Facilities	41
Labor Relations	15	Recreation	41
Insurance	15	Housing	42
Leases and Other Contracts.....	16	Construction Activity	43
Accounting and Financial Operations	16	Land Use	43
Budgeting.....	18	LITIGATION.....	43
Historical Revenues and Expenditures	19	FINANCIAL ADVISOR.....	43
Results for Fiscal Year 2013	21	SALE AT COMPETITIVE BIDDING	43
REVENUES OF THE COUNTY	22	RELIANCE ON ACCOUNTANTS.....	44
Major Sources of Revenue	22	CERTIFICATE OF COUNTY OFFICIALS.....	44
State and Federal Financial Assistance	22	CONTINUING DISCLOSURE	44
Property Taxes	22	MISCELLANEOUS	45
CERTAIN DEBT INFORMATION	24	APPENDIX A—Comprehensive Annual Financial Report of	
General.....	24	Calvert County, Maryland for the Fiscal Year Ended June	
Public School Construction Financing	27	30, 2013.....	A-1
Agricultural Land Preservation Program.....	27	APPENDIX B—Draft Approving Opinion of Bond Counsel .	B-1
Schedule of Principal and Interest Payments of Bonded		APPENDIX C—Notice of Sale	C-1

This Official Statement is not to be construed as a contract or agreement between the County and the purchasers or holders of any of the Bonds.

All quotations from and summaries and explanations of provisions of laws and documents herein do not purport to be complete and reference is made to such laws and documents for full and complete statements of their provisions. Any statements made in this Official Statement involving estimates or matters of opinion, whether or not expressly so stated, are intended merely as estimates or opinions and not as representations of fact. The information and expressions of opinion herein are subject to change without notice. Neither the delivery of this Official Statement nor any sale of the Bonds shall under any circumstances create any implication that there has been no change in the affairs of the County since the respective dates as of which information is given herein.

SUMMARY OF OFFERING

IssuerCounty Commissioners of Calvert County.

Bonds\$9,035,000 County Commissioners of Calvert County Consolidated Public Improvement Bonds, 2014 Series.

Interest Payment Dates.....November 1, 2014 and semiannually thereafter on May 1 and November 1 until maturity or prior redemption.

Redemption.....Bonds maturing on or after May 1, 2023 are subject to redemption as a whole or in part at any time on and after May 1, 2022, at the option of the County, at a redemption price of 100% of the principal amount thereof, plus accrued interest, as set forth herein under the caption “THE BONDS – Redemption of Bonds.”

Federal and Maryland Income Tax Exemption.....Information as to the tax status of the Bonds may be found in the section of this Official Statement captioned “TAX MATTERS”.

**SYNOPOSIS OF STATISTICAL DATA
PERTAINING TO
COUNTY COMMISSIONERS OF
CALVERT COUNTY**

As of June 30, 2013

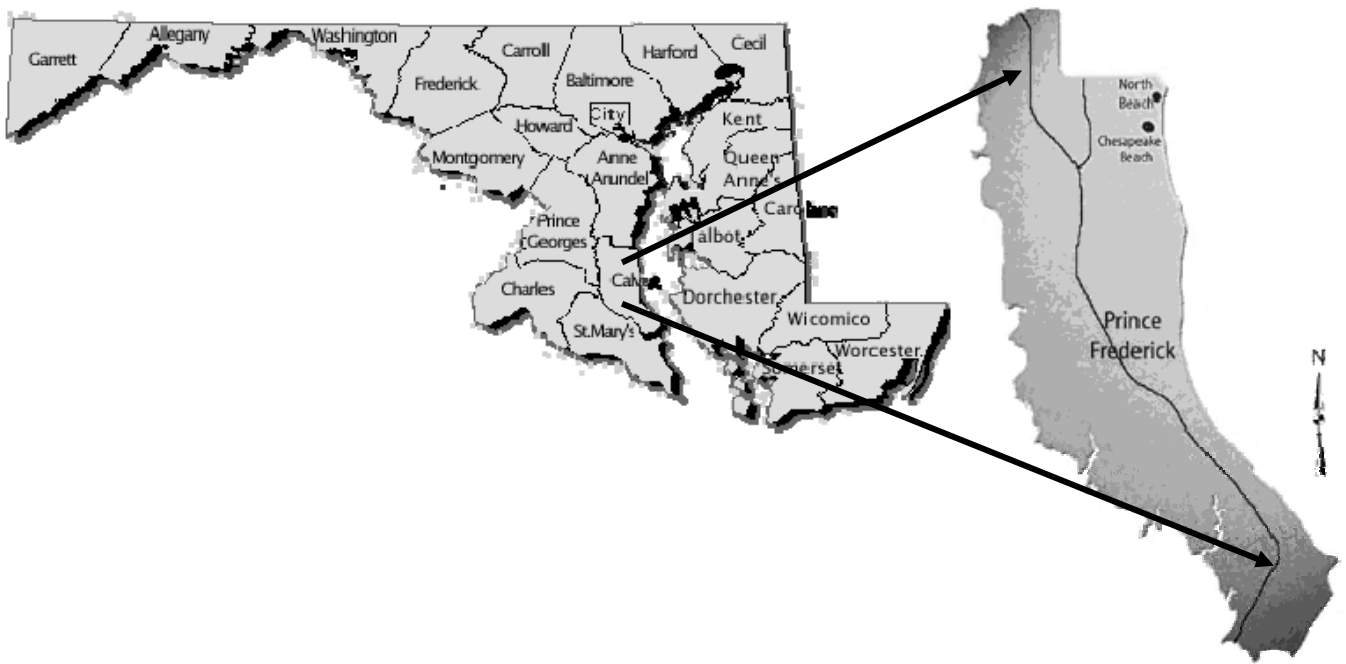
Population	92,250 ⁽¹⁾
Total assessed value of all taxable property, fiscal year 2013	\$12,675,477,296
Ratio of assessed to estimated market value (real property)	100%
County real property tax rate per \$100 of assessed value	\$0.892
Portion of 2012 - 2013 levy collected	
Amount	\$118,376,406 ⁽²⁾
Percentage	96.81%
Ratio of net direct debt to assessed value (after issuance)	1.02% ⁽³⁾
Per capita net direct debt (after issuance).....	\$1,371.81 ⁽³⁾
Net underlying debt.....	\$8,279,352

(1) Source: 2013 estimates provided by The Department of Community Planning and Zoning.

(2) Includes various real property tax credits.

(3) Estimated as of June 30, 2013, net of enterprise debt.

Calvert County, Maryland



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**OFFICIAL STATEMENT
CALVERT COUNTY, MARYLAND**

\$9,035,000

**COUNTY COMMISSIONERS OF CALVERT COUNTY
CONSOLIDATED PUBLIC IMPROVEMENT BONDS, 2014 SERIES**

INTRODUCTION

General

The purpose of this Official Statement, including the cover page (excluding prices or yields) and appendices, is to provide information for prospective purchasers and others who may become holders of any of the \$9,035,000 County Commissioners of Calvert County Consolidated Public Improvement Bonds, 2014 Series (the "Bonds"), which are being issued as general obligation bonds by the County Commissioners of Calvert County ("Calvert County" or the "County"), a body politic and corporate and a political subdivision of the State of Maryland (the "State"). The information herein has been assembled from various sources, including County records, economic data supplied by the Calvert County Departments of Planning and Zoning, Economic Development, and Finance and Budget, and the Bureau of Economic Analysis of the U.S. Department of Commerce, the Maryland Department of Business and Economic Development and financial statements prepared by the County and audited by Murphy and Murphy, CPA, LLC, the County's independent auditors for the 2013 fiscal year report. This information is subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the County since the date as of which such information is stated or the date hereof.

All estimates and assumptions herein have been based upon information believed to be reliable and correct. Statements made involving estimates and assumptions, however, whether or not expressly so stated are intended merely as such and not as representations of fact. Figures herein relating to tax collection, assessed value of property and the financial position of the County have been taken from official records of the County.

The material and information contained in this Official Statement have been provided by the County, and the execution and distribution of this Official Statement have been authorized and approved by the County.

Description and Government

Calvert County is located in the Southern Maryland section of the western shore of the Chesapeake Bay. It is a peninsula bounded on the east by the Chesapeake Bay and on the west by the Patuxent River and contains approximately 219 square miles. The County's northern neighbor is Anne Arundel County, and Prince George's, Charles and St. Mary's Counties lie across the Patuxent River. Calvert and Charles Counties are connected via the Patuxent River Bridge located in Benedict, Maryland, and St. Mary's County is connected via a bridge at the southern tip of Calvert County.

Prince Frederick, the County seat, is located 35 miles southeast of Washington, D.C., and 55 miles south of Baltimore. The closest points of these metropolitan areas to the boundary of the County are, respectively, 18 and 38 miles.

The major north-south highway traversing Calvert County is Maryland Route 4, a four-lane highway from Washington, D.C. to Solomons Island and over the bridge to St. Mary's County. Other major thoroughfares in Calvert County are Maryland Route 2, which connects the County with the State capital in Annapolis and thence with U.S. Routes 301 and 50, and Interstate Route 97. Maryland Route 231, a two-lane highway, connects Prince Frederick with Hughesville in Charles County via the Patuxent River Bridge where it intersects with Maryland Route 5, the major north-south artery in Charles and St. Mary's Counties.

The topography of Calvert County is variable and rugged. An upland plain runs generally in a northwest-southeast direction and forms the central spine of the County. On the Chesapeake Bay side, the upland terminates in high cliffs of clay, gravel and sand rising from the shoreline to maximum heights of 125-135 feet. On the west, the upland areas slope toward the Patuxent River forming a level terrace commonly called "bottom land." The elevation here varies from approximately 10 to 40 feet.

Calvert County has more than 110 miles of shoreline. The bay shoreline is approximately 32 miles in length and the river shoreline is approximately 78 miles in length.

Calvert County was established as one of the original counties of the Maryland Colony in 1654 and was named for Frederick Calvert, the last Lord Baltimore. Prince Frederick, the County seat, was established in 1723 at Williams Old Fields and named Prince Frederick in 1925. Development during these and subsequent years was facilitated by the Chesapeake Bay and the Patuxent River, which afforded access to much of the County.

There are two incorporated municipalities in Calvert County, the towns of Chesapeake Beach and North Beach.

Calvert County is governed by a five-member Board of County Commissioners, each of whom is elected for a four-year term. Each December, the Commissioners elect a President and a Vice President from their number.

The offices of the Commissioners are located in the Courthouse, 175 Main Street, Prince Frederick, Maryland 20678. The Commissioners' office telephone number is (410) 535-1600. The County's Internet address is www.co.cal.md.us.

All references in this Official Statement to the County's Internet home page are provided for convenience only. The information on the County's Internet home page is not incorporated herein, by reference or otherwise.

THE BONDS

General

The Bonds will initially be maintained under a book-entry only system; beneficial owners shall have no right to receive physical delivery of certificates representing their interests in the Bonds. The Bonds are dated their date of initial delivery and are being issued in the aggregate principal amount of \$9,035,000. The Bonds will mature on May 1 of the years, in the principal amounts and bear interest at the interest rates set forth on the inside front cover of this Official Statement.

The Bonds are general obligations of the County for the payment of which the full faith and credit and the unlimited taxing power of the County are irrevocably pledged (see "Source of Payment" below). Interest on the Bonds is payable on November 1, 2014 and semiannually thereafter on the first day of May and November in each year until and including the date of maturity or earlier redemption, to the registered owners, as shown on the bond registration books maintained by the Bond Registrar on the fifteenth day of the month immediately preceding each interest payment date. Interest on the Bonds will be calculated based on a 360-day year consisting of twelve 30-day months.

Authorization

The Bonds are being issued pursuant to the authority of Chapter 54 of the Laws of Maryland of 2005, Chapter 381 of the Laws of Maryland of 2009, Chapter 135 of the Laws of Maryland of 2010, Chapter 150 of the Laws of Maryland of 2011, and Chapter 56 of the Laws of Maryland of 2013, are being consolidated pursuant to Section 19-101 of the Local Government Article of the Annotated Code of Maryland, and are authorized to be issued, sold and delivered by a Resolution adopted by the Board of County Commissioners on April 15, 2014 as supplemented by a Resolution adopted by the Board of County Commissioners on May 6, 2014 (collectively, the "Bond Resolution").

Redemption of Bonds

Optional Redemption

The Bonds maturing on or after May 1, 2023 shall be subject to redemption prior to their respective maturities, at the option of the County, at any time on or after May 1, 2022, either as a whole or in part, but only upon payment of a redemption price equal to 100% of the principal amount thereof, together with accrued interest thereon to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Bonds maturing on May 1, 2036 and May 1, 2039 are subject to redemption prior to maturity at a redemption price equal to the principal amount thereof plus accrued interest thereon to the date set for redemption from mandatory sinking fund installments on May 1 of the following years and in the following amounts:

Term Bonds maturing May 1, 2036

<u>Year</u>	<u>Sinking Fund Installment</u>
2034	\$160,000
2035	165,000
2036*	175,000

* maturity

Term Bonds maturing May 1, 2039

<u>Year</u>	<u>Sinking Fund Installment</u>
2037	\$180,000
2038	185,000
2039*	195,000

* maturity

If such Bonds are redeemed in part prior to the mandatory redemption date, the sinking fund installments for such Bonds shall be reduced on a pro rata basis.

Redemption Procedures

If less than all of the outstanding Bonds are called for redemption, the County shall choose the maturities of the Bonds to be redeemed and the principal amount of each maturity to be redeemed, in its sole discretion. If less than all of the Bonds of any one maturity are called for redemption, the particular Bonds to be redeemed from such maturity shall be selected by lot by the Bond Registrar (hereinafter defined), except that so long as The Depository Trust Company (“DTC”) or its nominee is the sole registered owner of the Bonds, the particular Bonds or portion to be redeemed shall be selected by lot by DTC, in such manner as DTC shall determine. Each \$5,000 portion of a Bond shall be treated as a separate Bond in the selection by lot of Bonds to be redeemed.

In case part but not all of a Bond shall be selected for redemption, then, upon the surrender thereof, there shall be issued without charge to the registered owner thereof a Bond or Bonds in any authorized denomination as specified by the registered owner. The aggregate principal amount of the Bond or Bonds so issued shall be equal to the unredeemed balance of the principal amount of the Bond surrendered.

If the County elects to redeem all or a portion of the Bonds outstanding, a redemption notice shall be given to DTC by a secure means in accordance with DTC’s applicable operational arrangements in a timely manner designed to assure that such notice is in DTC’s possession no later than the close of business on such 30th day (or such fewer number of days as shall be acceptable to DTC). If the book-entry only system is discontinued for the Bonds, a redemption notice shall be mailed by the Bond Registrar, on behalf of the County, not less than 30 days prior to the date fixed for redemption, postage prepaid, to the registered owners of the Bonds to be redeemed by first class mail at their last addresses appearing on the registration books maintained by the Bond Registrar (the “Bond Register”). The redemption notice shall include the information required by the Bond Resolution, including any conditions to such redemption. Failure to deliver or mail such notice with respect to a particular Bond to be redeemed or any defect in such notice, or in the delivery or mailing thereof, shall not affect the sufficiency of the redemption proceedings. From and after the date fixed for redemption, if funds sufficient for the payment of the redemption price of the Bonds call for redemption are held by the Bond Registrar on such date, the Bonds so called for redemption shall become due and payable at the redemption price provided for the redemption of such Bonds on such date, interest on the Bonds shall cease to accrue and the registered owners of such Bonds so called for redemption shall have no rights in respect thereof expect to receive payment of the redemption price thereof from such monies held by the Bond Registrar. Upon presentation and surrender of a Bond called for redemption, the Bond Registrar shall pay the appropriate redemption price of such Bond. If Bonds so called for redemption are not paid upon presentation and surrender as described above, such Bonds shall continue to bear interest at the rates stated therein until paid.

Form and Denomination

The Bonds shall be issued as fully registered bonds in denominations of \$5,000 or any integral multiple thereof. Manufacturers and Traders Trust Company, Buffalo, New York (the “Bond Registrar” and the “Paying Agent”), will act as bond registrar, paying agent and authenticating agent for the Bonds.

Source of Payment

The County will assess and levy in each year, so long as any of the Bonds are outstanding and unpaid, an ad valorem tax on all property subject to taxation within Calvert County, sufficient in rate and amount to pay the principal of and interest on the Bonds; and the full faith and credit of the County is irrevocably pledged to the prompt payment of the principal of and interest on the Bonds.

Application of Proceeds

General

A portion of the proceeds of the Bonds will be applied, together with funds from other sources, (1) to finance all or a portion of the costs associated with the capital projects listed below, (2) to pay the expenses of the issuance and sale of the Bonds; and (3) to pay interest on the Bonds. The following summarizes the manner in which such amounts are expected to be used:

<u>Use</u>	<u>Proceeds</u>
800 MHz System Expansion.....	\$1,500,000
Dowell Newtown Road.....	1,000,000
Williams Road at the College of Southern Maryland	2,500,000
Pushaw Station Road	290,000
Mutual Elementary School.....	410,000
St. Leonard Well & Elevated Storage	300,000
Industrial Park wastewater treatment plant	1,943,000
Solomons/Dowell Road wastewater pump station.....	1,000,000
Issuance Costs.....	<u>92,000</u>
Total	<u>\$9,035,000</u>

BOOK-ENTRY ONLY SYSTEM

The Depository Trust Company

The Depository Trust Company, New York, New York, (“DTC”), is acting as the securities depository for the Bonds. The Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered bond certificate will be issued for each maturity of the Bonds, in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934.

DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity, corporate and municipal debt issues, and money market instruments from over 100 countries that DTC’s participants (“Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities through electronic computerized book-entry transfers and pledges between Direct Participants’ accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation (“DTCC”). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies.

DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants”). DTC has Standard & Poor’s rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC’s records. The ownership interest of each actual purchaser of each Bond (the “Beneficial Owner”) is in turn to be recorded on the Direct and Indirect Participants’ records. Beneficial Owners will not receive written confirmation from DTC of their purchases. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of the Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interest in the Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC’s partnership nominee, Cede & Co. or such other name as may be requested by an authorized representative of DTC. The deposit of the Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC’s records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Bonds unless authorized by a Direct Participant in accordance with DTC’s MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the County as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.’s consenting or voting rights to those Direct Participants to whose accounts the Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Bonds will be made to Cede & Co. or such other nominee as may be requested by an authorized representative of DTC. DTC’s practice is to credit Direct Participants’ accounts, upon DTC’s receipt of funds and corresponding detail information from the County or the Paying Agent on the payment date in accordance with their respective holdings shown on DTC’s records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in “street name”, and will be the responsibility of such Participant and not of DTC, its nominee, the Paying Agent or the County, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal of and interest on the Bonds to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the County or the Paying Agent, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as securities depository with respect to the Bonds at any time by giving reasonable notice to the County and the Paying Agent. Under such circumstances, in the event that a successor securities depository is not obtained, bond certificates are required to be printed and delivered.

The County may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, bond certificates will be printed and delivered.

Book-Entry Only System – Miscellaneous

The information in the section “Book-Entry Only System–The Depository Trust Company” has been obtained by the County from DTC. The County takes no responsibility for the accuracy or completeness thereof. Neither the County, the Bond Registrar nor the Paying Agent will have any responsibility or obligations to Direct or Indirect Participants or the persons for whom they act as nominees with respect to the payments to or in the providing of notice to Direct or Indirect Participants, or Beneficial Owners. The County cannot and does not give any assurance that Direct or Indirect Participants or others will distribute principal and interest payments paid to DTC or its nominees, as the registered owner, or any notices to the Beneficial Owners, or that they will do so on a timely basis or that they will serve and act in the manner described in this Official Statement.

Termination of Book-Entry System

In the event that the Book-Entry Only System is discontinued, the Bonds will be delivered by DTC to the Bond Registrar and such Bonds will be exchanged for certificated Bonds registered in the names of the Direct Participants or the Beneficial Owners identified to the Bond Registrar. In such event, certain provisions of the Bonds pertaining to ownership of the Bonds will be applicable to the registered owners of the Bonds as hereinbefore described (See “THE BONDS”).

LEGAL MATTERS

Approval of Legal Proceedings

McGuireWoods LLP, Baltimore, Maryland, is acting as Bond Counsel in connection with the issuance and sale of the Bonds. Delivery of the Bonds is conditioned upon delivery by Bond Counsel of an opinion to the effect stated on the cover page hereof and substantially in the form set forth in Appendix B of this Official Statement. See also “TAX MATTERS”.

Bondholders’ Remedies

It is the opinion of Bond Counsel that the County may be sued in the event that it fails to perform its obligations under the Bonds to the holders thereof, and that any judgments resulting from such suits would be enforceable against the County. Nevertheless, a holder of a Bond who has obtained any such judgment may be required to seek additional relief to compel the County to levy and collect such taxes as may be necessary to provide the funds from which such judgment may be paid. Although there is no Maryland law with respect to this issue, it is the opinion of Bond Counsel that the appropriate courts of Maryland have jurisdiction to grant additional relief, such as a mandatory injunction, if necessary, to enforce the levy and collection of such taxes and payment of the proceeds thereof to the holders of the County’s general obligation bonds, including the Bonds, ratably, subject to the inherent constitutional limitations referred to below.

It is also the opinion of Bond Counsel that, while remedies would be available to holders of the Bonds and while the Bonds are entitled to constitutional protection against the impairment of the obligation of contracts, such constitutional protection and the enforcement of such remedies would not be absolute. Enforcement of a claim for payment of the principal of or interest on any of the Bonds could be made subject to the applicable provisions of Federal bankruptcy laws or other statutes that may hereafter be constitutionally enacted by the United States Congress or the Maryland General Assembly extending the time of payment or imposing other constraints upon enforcement.

TAX MATTERS

Opinion of Bond Counsel – Federal Income Tax Status of Interest. Bond Counsel's opinion will state that, under current law, (i) interest on the Bonds (including any accrued "original issue discount" properly allocable to the owners of the Bonds) is excludable from gross income for purposes of Federal income taxation under Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”) and (ii) interest on the Bonds is not a specific item of tax preference for purposes of the Federal alternative minimum tax imposed on individuals and corporations; provided, however, for purposes of the alternative minimum tax imposed on corporations (as defined for Federal income tax purposes under Section 56 of the Code), interest on the Bonds is included in computing adjusted current earnings.

Bond Counsel will express no opinion regarding other Federal tax consequences arising with respect to the Bonds.

Bond Counsel's opinion speaks as of its date, is based on current legal authority and precedent, covers certain matters not directly addressed by such authority and precedent, and represents Bond Counsel's judgment as to the proper treatment of interest on

the Bonds for Federal income tax purposes under Section 103 of the Code. Bond Counsel's opinion does not contain or provide any opinion or assurance regarding the future activities of the County or about the effect of future changes in the Code, the applicable regulations, the interpretation thereof or the enforcement thereof by the Internal Revenue Service (the "IRS"). The County has covenanted, however, to comply with the requirements of the Code.

Reliance and Assumptions; Effect of Certain Changes. In delivering its opinion regarding the tax treatment of interest on the Bonds, Bond Counsel is relying upon certifications of representatives of the County, the underwriters for the Bonds and other persons as to facts material to the opinion, which Bond Counsel has not independently verified. In addition, Bond Counsel is assuming continuing compliance with the Covenants (as hereinafter defined) by the County. The Code and the regulations promulgated thereunder contain a number of requirements that must be satisfied after the issuance of the Bonds in order for interest on the Bonds to be and remain excludable from gross income for purposes of Federal income taxation. These requirements include, by way of example and not limitation, restrictions on the use, expenditure and investment of the proceeds of the Bonds and the use of the property financed by the Bonds, limitations on the source of the payment of and the security for the Bonds, and the obligation to rebate certain excess earnings on the gross proceeds of the Bonds to the United States Treasury. The Non-Arbitrage Certificate and Tax Covenants executed and delivered by the County on the date of delivery of the Bonds (the "Tax Agreement") contains covenants (the "Covenants") under which the County has agreed to comply with such requirements. Failure by the County to comply with the Covenants could cause interest on the Bonds to become includable in gross income for Federal income tax purposes retroactively to their date of issue. In the event of noncompliance with the Covenants, the available enforcement remedies may be limited by applicable provisions of law and, therefore, may not be adequate to prevent interest on the Bonds from becoming includable in gross income for Federal income tax purposes. Bond Counsel has no responsibility to monitor compliance with the Covenants after the date of issue of the Bonds.

Certain requirements and procedures contained, incorporated or referred to in the Tax Agreement, including the Covenants, may be changed and certain actions may be taken or omitted under the circumstances and subject to the terms and conditions set forth in the Tax Agreement. Bond Counsel expresses no opinion concerning any effect on the excludability of interest on the Bonds from gross income for Federal income tax purposes of any such subsequent change or action that may be made, taken or omitted upon the advice or approval of counsel other than Bond Counsel.

Certain Collateral Federal Tax Consequences. The following is a brief discussion of certain collateral Federal income tax matters with respect to the Bonds. It does not purport to address all aspects of Federal taxation that may be relevant to a particular owner thereof. Prospective purchasers of the Bonds, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the Federal tax consequences of owning or disposing of the Bonds.

Prospective purchasers of the Bonds should be aware that the ownership of tax-exempt obligations may result in collateral Federal income tax consequences to certain taxpayers including, without limitation, financial institutions, certain insurance companies, certain corporations (including S corporations and foreign corporations), certain foreign corporations subject to the "branch profits tax," individual recipients of Social Security or Railroad Retirement benefits, taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations and taxpayers attempting to qualify for the earned income tax credit.

In addition, prospective purchasers should be aware that the interest paid on, and the proceeds of the sale of, tax-exempt obligations, including the Bonds, are in many cases required to be reported to the IRS in a manner similar to interest paid on taxable obligations. Additionally, backup withholding may apply to any such payments to any Bond owner who fails to provide an accurate Form W-9 Request for Taxpayer Identification Number and Certification, or a substantially identical form, or to any Bond owner who is notified by the IRS of a failure to report all interest and dividends required to be shown on Federal income tax returns. The reporting and withholding requirements do not in and of themselves affect the excludability of such interest from gross income for Federal tax purposes or any other Federal tax consequence of purchasing, holding or selling tax-exempt obligations.

Original Issue Discount. The "original issue discount" ("OID") on any Bond is the excess of such Bond's stated redemption price at maturity (excluding certain "qualified stated interest" that is unconditionally payable at least annually at prescribed rates) over the issue price of such Bond. The "issue price" of a Bond is the initial offering price to the public at which price a substantial amount of the Bonds of the same maturity was sold. The "public" does not include bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters, placement agents or wholesalers. The issue price for each maturity of the Bonds is expected to be the initial public offering price set forth on the inside front cover of this Official Statement (or, in the case of Bonds sold on a yield basis, the initial offering price derived from such yield), but is subject to change based on actual sales. OID on the Bonds with OID (the "OID Bonds") represents interest that is excludable from gross income for purposes of Federal income taxation. However, the portion of the OID that is deemed to have accrued to the owner of an OID Bond in each year may be included in determining the alternative minimum tax and the distribution requirements of certain investment companies and may

result in some of the collateral Federal income tax consequences mentioned in the preceding subsection. Therefore, owners of OID Bonds should be aware that the accrual of OID in each year may result in alternative minimum tax liability, additional distribution requirements or other collateral Federal income tax consequences although the owner may not have received cash in such year.

Interest in the form of OID is treated under Section 1288 of the Code as accruing under a constant yield method that takes into account compounding on a semiannual or more frequent basis. If an OID Bond is sold or otherwise disposed of between semiannual compounding dates, then the OID which would have accrued for that semiannual compounding period for Federal income tax purposes is to be apportioned in equal amounts among the days in such compounding period.

In the case of an original owner of an OID Bond, the amount of OID that is treated as having accrued on such OID Bond is added to the owner's cost basis in determining, for Federal income tax purposes, gain or loss upon its disposition (including its sale, redemption or payment at maturity). The amounts received upon such disposition that are attributable to accrued OID will be excluded from the gross income of the recipients for Federal income tax purposes. The accrual of OID and its effect on the redemption, sale or other disposition of OID Bonds that are not purchased in the initial offering at the initial offering price may be determined according to rules that differ from those described above.

Prospective purchasers of OID Bonds should consult their own tax advisors with respect to the precise determination for Federal income tax purposes of interest accrued upon sale or redemption of such OID Bonds and with respect to state and local tax consequences of owning OID Bonds.

Bond Premium. In general, if an owner acquires a Bond for a purchase price (excluding accrued interest) or otherwise at a tax basis that reflects a premium over the sum of all amounts payable on the Bond after the acquisition date (excluding certain "qualified stated interest" that is unconditionally payable at least annually at prescribed rates), that premium constitutes "bond premium" on that Bond (a "Premium Bond"). In general, under Section 171 of the Code, an owner of a Premium Bond must amortize the bond premium over the remaining term of the Premium Bond, based on the owner's yield over the remaining term of the Premium Bond, determined based on constant yield principles. An owner of a Premium Bond must amortize the bond premium by offsetting the qualified stated interest allocable to each interest accrual period under the owner's regular method of accounting against the bond premium allocable to that period. In the case of a tax-exempt Premium Bond, if the bond premium allocable to an accrual period exceeds the qualified stated interest allocable to that accrual period, the excess is a nondeductible loss. Under certain circumstances, the owner of a Premium Bond may realize a taxable gain upon disposition of the Premium Bond even though it is sold or redeemed for an amount less than or equal to the owner's original acquisition cost. Prospective purchasers of any Premium Bonds should consult their own tax advisors regarding the treatment of bond premium for Federal income tax purposes, including various special rules relating thereto, and state and local tax consequences, in connection with the acquisition, ownership, sale, exchange, or other disposition of, and the amortization of bond premium on, Premium Bonds.

Possible Legislative or Regulatory Action – Legislation and regulations affecting tax-exempt bonds are continually being considered by the United States Congress, the United States Treasury Department (the "Treasury Department"), and the IRS. In addition, the IRS has established an expanded audit and enforcement program for tax-exempt bonds. There can be no assurance that legislation enacted or proposed after the date of issue of the Bonds or an audit initiated or other enforcement or regulatory action taken by the Treasury or the IRS involving the Bonds or other tax-exempt bonds will not have an adverse effect on the tax status or the market price of the Bonds or on the economic value of the tax-exempt status of the interest thereon.

Prospective purchasers of the Bonds should consult their own tax advisors regarding the potential consequences of any such pending or proposed federal or State tax legislation, regulations or litigation, as to which Bond Counsel expresses no opinion.

Opinion of Bond Counsel – State Tax Exemption. In the opinion of Bond Counsel, under existing law of the State of Maryland, the interest payable on the Bonds is exempt from taxation by the State of Maryland or by any of its political subdivisions; however, the law of the State of Maryland does not expressly refer to, and no opinion is expressed concerning, estate or inheritance taxes, or any other taxes not levied directly on the Bonds or the interest thereon.

Interest on the Bonds may be subject to state and local taxes in jurisdictions other than the State of Maryland under applicable state or local laws. Prospective purchasers of the Bonds should consult their own tax advisors regarding the taxable status of the Bonds in a particular state or local jurisdiction other than the State of Maryland.

RATINGS

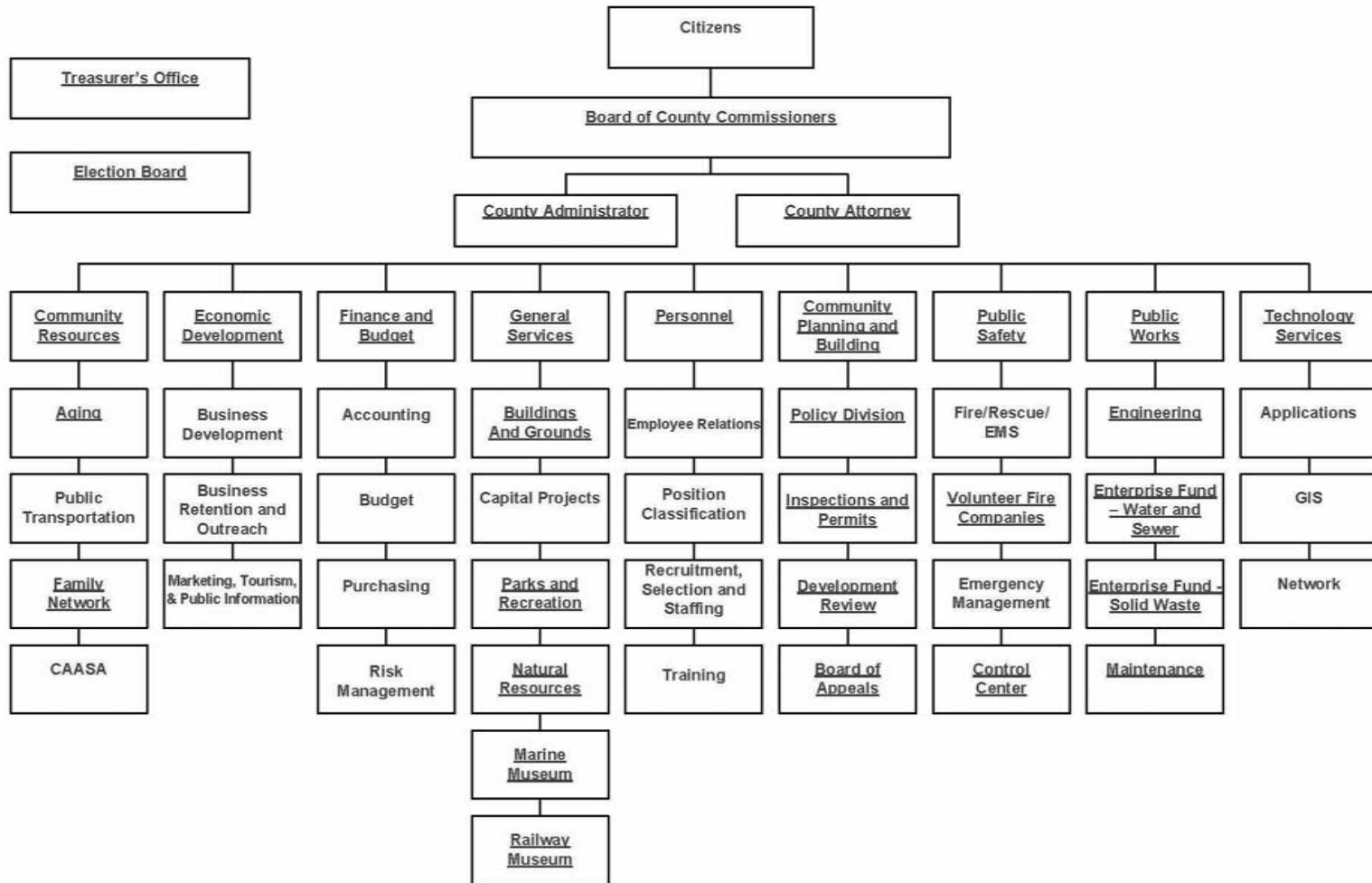
Fitch Ratings, Moody's Investors Service, Inc. and Standard and Poor's, a division of The McGraw-Hill Companies, Inc., have given the Bonds the ratings indicated on the cover page of this Official Statement. An explanation of the significance of any of such ratings may be obtained only from the rating agency furnishing the same. The County furnished to such rating agencies the information contained in a preliminary form of this Official Statement and other materials and information pertaining to the Bonds. Generally, rating agencies base their ratings on such material and information, as well as their own investigations, studies and assumptions. Each rating given the Bonds may be changed at any time and no assurance can be given that any such rating will not be revised downward or withdrawn by the applicable rating agency if, in the judgment of such rating agency, circumstances should warrant such action. Any such downward revision or withdrawal of any of such ratings may have an adverse effect on market prices for the Bonds.

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ORGANIZATIONAL CHART

CALVERT COUNTY GOVERNMENT

175 Main Street, Prince Frederick, MD 20678
 Local: 410-535-1600; Metro: 301-855-1243
calvertcounty@co.cal.md.us



COUNTY GOVERNMENT AND ADMINISTRATION

General

The County is governed by a five-member Board of County Commissioners, and the Commissioners are elected for continuous four-year terms. One Commissioner is elected annually by the Board of County Commissioners to serve as its President and one Commissioner is elected annually by the Board to serve as its Vice President. The Board of County Commissioners meets every Tuesday and at other times as it deems necessary.

The Board of County Commissioners regards the orderly management of growth of the County as its primary planning concern. To this end, the Board of County Commissioners is operating under the Comprehensive Plan approved in 2004. The Board has also passed an Adequate Public Facilities Ordinance, and established various excise taxes and a solid waste fee.

Certain Elected and Appointed Officials

Pat Nutter, County Commissioner, was elected to the Board of County Commissioners in 2010 and currently serves as President. Commissioner Nutter is a lifelong Calvert County resident and has enjoyed a long career in public service. He first served as a member of the Chesapeake Beach police force in the 1960s and 1970s, after which he became a deputy with the Calvert County Sheriff's Office. He filled a number of roles there from 1977 through 1998, including criminal investigator and lieutenant. He was among the first group of individuals to attend the Municipal Police Academy and maintains membership in the Fraternal Order of Police. Following retirement from the Sheriff's Office, Commissioner Nutter became Calvert County's first Chief Zoning and Code Enforcement Officer in the Department of Planning & Zoning and he held this position for five years. Commissioner Nutter has been an active supporter of many charitable, athletic and educational organizations and activities throughout his lifetime. He has also been a martial arts instructor and member of the Kiwanis Club. He has three children and nine grandchildren and resides in Owings with his wife.

Steven R. Weems, County Commissioner, was elected to the Board of County Commissioners in 2010 and currently serves as Vice President. He received his Bachelor of Science degree from Frostburg State University. Commissioner Weems is a businessman with over 25 years of experience in business. His current business endeavor, Wemyss Liquors in St. Leonard, is the oldest family-owned liquor store in Calvert County. Commissioner Weems has been an active supporter of many charitable, athletic and educational organizations and activities throughout Calvert County. Mr. Weems resides in St. Leonard with his wife and family.

Gerald W. "Jerry" Clark, County Commissioner, was elected from the 1st District to the Board of County Commissioners in 2002, 2006, and again in 2010, serving as vice president in 2008, 2009, and 2010. He served as Board President in 2012. Commissioner Clark is a businessman with over 35 years of experience in a variety of commercial endeavors, which include real estate and retail businesses. He began his career with Safeway Stores, Inc. in 1970 through 1977. He has been involved in many endeavors over the years, his current holdings include Port of Call Wine and Spirits in Solomons, and Duke Street LLC; former holdings include Jerry's of Dunkirk and Solomons, Market Place Wine & Spirits, and G. W. Clark, L.L.C. Through his businesses, Commissioner Clark has been an active supporter of many charitable athletic and educational organizations and activities. In his many years in the Solomons business community, he has become a dedicated supporter of the Calvert Marine Museum. Commissioner Clark is currently a member of the Maryland Critical Area Commission, the Solomons Business Association (past offices include treasurer, Vice-President, and President), Calvert County Chamber of Commerce (past offices include Member of Board of Directors and Treasurer), and Chair of the Tri-County Council of Southern Maryland. Mr. Clark was formerly a member of the Board of Directors of Annmarie Garden in Solomons, Maryland, and a former member of the Board of Directors for Asbury – Solomons Retirement Community. Mr. Clark and his wife reside in Preston Point located in Lusby, Maryland.

Susan Shaw, County Commissioner, was elected to the Board of County Commissioners in 2002, 2006, and again in 2010. She earned her Bachelor of Arts degree from the University of the Americas in Puebla, Mexico, in 1969 and her Master's degree in Social Work from the Catholic University of America in Washington, D.C., in 1976. In 2004, Commissioner Shaw earned the distinction of Fellow from the Academy for Excellence in Local Government. She has worked as a clinical social worker since 1976, including stints as a staff psychotherapist at the Tri-County Youth Services Bureau, Director of Social Work for Calvert Memorial Hospital, and the clinical director of a large group psychiatric practice. Since 1980, she has been self-employed at Susan Ellsworth Shaw, L.C.S.W.-C., B.C.D., a private psychotherapy and mental health

consulting practice. Commissioner Shaw also co-owned Shaw's Aerial Photo with her late husband. She has been the Volunteer Disaster Mental Health Coordinator for the local Red Cross and remains a member of the Maryland Critical Incident Stress Management Team. She has held leadership positions in many local organizations including the Rotary Club of Northern Calvert, the Calvert Crusade for Children, the Citizens Advisory Committee, the Huntingtown Citizens Association, the local NAACP, the Mental Health Association, the Southern Maryland Boys and Girls Club, and the State Commission for Children and Youth. Commissioner Shaw has written mental health columns for newspapers, and now writes current affair columns for local publications. She helped launch the Calvert Community Foundation. Commissioner Shaw chairs the Veteran's Committee for the Tri-County Council and volunteers for Battle Buddies, a Veterans support organization. She maintains her membership in many local entities including Republican organizations, Friends of the Calvert Public Library, the Calvert Farm Bureau, Calvert Hospice, the Calvert Animal Welfare League, the American Legion Auxiliary, the NAACP, the American Chestnut Land Trust, the Calvert Marine Museum, the Chesapeake Railway Museum and many children's advocacy groups. Additionally, Commissioner Shaw formerly served as Chief Local Elected Official for Southern Maryland Works, Inc., a workforce development agency for the tri-county region, and as the President of the Board of County Commissioners. She was appointed by Governor Robert Ehrlich to serve on the Task Force for Traffic Capacity across the Chesapeake Bay. Commissioner Shaw has a son, a daughter and 1 grandson and resides in Huntingtown.

Evan K. Slaughenhaupt Jr., County Commissioner, was elected to the Board of County Commissioners in 2010. Commissioner Slaughenhaupt began his career with the United States Air Force and then joined the United States Department of Defense at Fort Meade. He retired in 2002. He is currently employed by a major aerospace corporation. He received his Bachelor of Science degree from the University of Maryland and earned a Master's degree in Strategic Intelligence from the National Defense Intelligence College. Mr. Slaughenhaupt and his wife Jeanne live in the Dunkirk area and share their home with their adult son Christopher. He is a member of Friendship United Methodist Church. Mr. Slaughenhaupt is a member of the Dunkirk Area Concerned Citizens Association (DACCA) and served as a two-term president. Previously, he served as a member of Calvert County's Ethics Commission, is a current member of the American Legion in Chesapeake Beach, a member of the Chesapeake Bay Foundation, an associate member of the League of Women's Voters of Calvert County, and is a volunteer and an enthusiastic supporter of the Special Olympics of Calvert County.

Nova (Novalea) Tracy-Soper, Treasurer, was elected to her first term of office in 1994. She graduated from Calvert Christian High School in 1984, and holds a B.S. degree in Business Management, with a minor in Accounting, from the University of Maryland University College. She was employed for 10 ½ years with The First National Bank of Maryland, where she attained the position of Assistant Branch Manager, and earned the qualifications of Registered Investment Representative, Bank Auditor and Budget Preparer and Monitor. She previously held the position of Treasurer for the Calvert County Historical Society. In 1997, she received the Outstanding Young Women of America award. In 1998, she was selected as an honored member of the International Who's Who. She was selected in 2005 as the Republican Woman of the Year. She has resided in Calvert County since 1970. She currently lives in Port Republic with her two children, and is a member of Emmanuel Church in Huntingtown.

Terry L. Shannon, County Administrator, CPA, holds a B.S. Degree in Accounting from York College of Pennsylvania. In 2009, she was appointed County Administrator, and had previously held the position of Director of Administration and Finance (now Finance and Budget) since 1999, the position of Deputy Director since 1991 and Staff Accountant since 1987. Prior to joining Calvert County Government in 1987, she served as Comptroller for a medium-sized computer business in Greenbelt, Maryland and Corporate Auditor for Suburban Bank in Bethesda, Maryland. She is a member of the American Institute of Certified Public Accountants, the Maryland Association of Certified Public Accountants, GFOA, and MDGFOA. She serves as a member of the Board of Trustees for the Calvert County Employees Retirement Plan; the Calvert County Sheriff's Department Pension Plan; and the Calvert County Employees Defined Contribution Plan. She also serves on the Finance Committee for the Local Government Insurance Trust and as a Board member of the Maryland Government Finance Officers Association.

Timothy Hayden, Director of Finance and Budget, CPA, CMA holds a B.S. Degree in Accounting from University of Maryland, College Park. He has worked for Calvert County since 2002. Prior to joining Calvert County Government, he served as Assistant Controller for a not for profit trade organization. His background includes employment as a senior staff at a CPA firm and senior staff accountant at a not for profit membership/publishing organization. He is a member of the American Institute of Certified Public Accountants, Institute of Management Accountants, the Maryland Association of Certified Public Accountants, Government Finance Officers Association (GFOA), and Maryland Government Finance Officers Association (MDGFOA). He serves as a member of the Board of Trustees for the Calvert County Employees Retirement Plan; the Calvert County Employees Retirement Savings Plan, the Calvert County Sheriff's Department Pension Plan; and the Calvert County Employees Other Post Employment Benefits Trust Fund. He also serves on the Calvert County Housing Opportunities Committee.

Thomas P. Barnett, Director of Community Planning and Building, holds a B.S. Degree in Civil Engineering Technology from the University of Pittsburgh. He was appointed Director of Community Planning and Building in 2013. He most recently president of Hands On Consulting and prior to that was the executive director of metropolitan development for the city of Evansville, Indiana. During that time he was responsible for long-range planning, residential and commercial construction management and redevelopment of the city.

Linda S. Vassallo, Director of Economic Development holds a B.S. Degree in Mass Communications from Towson State University. She was appointed Director of Economic Development in 1999 and previously served as a Marketing and Communications Specialist from 1996-1999. She has more than 26 years of experience in the fields of public relations, communications, marketing and business development. Prior to joining Calvert County Government, she served as a communications associate for USEC, public information specialist for SAIC, special projects analyst at the National Renewable Energy Laboratory and intern staff to the National Republican Senatorial Committee on Capitol Hill. She is a board member and past president of Leadership Southern Maryland (LSM). She is also a member of the Southern Maryland Economic Development Association, currently serving as chair; the Public Relations Society of America (PRSA); the Maryland Association of Counties (MACo); the International Economic Development Council (IEDC); and 2007 graduate of Leadership Maryland. She previously served as board member to the Maryland Economic Development Association (MEDA), is currently a member of the membership committee and was a member and previous chair of the MEDA awards committee.

Ria P. Sharma, Director of Public Works Department holds a Bachelor of Science degree in Civil Engineering. He is a member and past president of the County Engineers Association and the Solid Waste Association of America. He was appointed Director of Public Works in 2014. He has been with Calvert County government since 2010, when he was hired as a project engineer and was soon promoted to deputy director of public works. He started his county government career in Wicomico County, where he served as chief engineer for public works and as director. Since joining Calvert County government, Mr. Sharma has focused his attention on public road safety, sidewalk policies and neighborhood traffic management.

Retirement and Pension Programs

Calvert County Savings Plan

On July 28, 1998, the Commissioners approved the formation of a single employer defined contribution pension plan with a 5% County contribution and a required 3% contribution from all eligible employees. The plan was put in place January 1, 1999 and the Employees Plan was closed to new entrants. All employees (except for full-time deputy sheriffs and correctional officers) hired after June 30, 1998 were automatically enrolled in the defined contribution pension plan. Required contributions and all other plan provisions are established by the County Commissioners and administered by a County-appointed Board of Trustees. The contributions by the County and the employees for the fiscal year 2013 were \$922,895 and \$648,151, respectively.

Calvert County Employee Pension Plan

The County contributes to the Calvert County Employees Retirement Plan (the Employees Plan), a single employer defined benefit pension plan that provides retirement benefits and death and disability benefits to participating employees and their beneficiaries. If hired before July 1, 1996, benefits vest 100% for service greater or equal to 5 years, or if hired on or after July 1, 1996, benefits vest 100% for service greater or equal to seven years. County employees are eligible to receive retirement benefits for the first month following completion of 30 years of eligibility service or (1) if hired prior to July 1, 1996, first month following attainment of age 62, completion of 2 years eligibility service and sum of age and service is at least 67, and (2) if hired on or after July 1, 1996, first month following attainment of age 62, and completion of 7 years of eligibility service. Benefits are payable monthly for life, in an amount equal to 1.5% of the average final salary (the highest consecutive thirty-six month period of base pay) up to covered compensation for each year of service up to 30 years plus .3% of average final salary over the Social Security integration level for each year of service up to 30 years, plus 1.0% of the average final salary for each year in excess of 30 years up to 5 years. Benefit provisions and all other requirements are established by the County Commissioners and administered by a County-appointed Board of Trustees.

Participating County employees are required to contribute 2% of their annual compensation to the Employees Plan, plus an additional 2% of base salary in excess of Social Security Wage Base. The County contributes the remaining amounts necessary to fund the payments of benefits under the Employees Plan based upon the direction of its consulting actuary. The contributions made to the Employees Plan for fiscal year 2013 were made based on estimates provided by the County's actuary. The contributions consisted of amounts contributed by the employees of \$163,001. The County's costs for fiscal year 2013 were \$2,910,000.

Prior to the formation of the Employees Plan, County employees participated in the State Retirement and Pension System of Maryland. On October 29, 1996, the Commissioners approved the withdrawal of employees of Calvert County from the State (the System). Based on the establishment of the Employees Plan, all employees covered under the System were given the option to participate in the Employees Plan or remain in the System. All but 58 county employees opted to participate in the new plan.

State Retirement System of Maryland

The State Retirement Agency (the Agency) is the administrator of the System, a cost sharing multiple-employer public-employee retirement system. The System issues a publicly available financial report that includes financial statements and required supplementary information for the System. That report may be obtained by writing to the State Retirement and Pension System of Maryland, 120 East Baltimore Street, Baltimore, Maryland 21202 or by calling (800) 492-5909.

Members of the System may elect to contribute 5% to 7% of their earnable compensation depending on the retirement option selected. County employer contribution rates are determined actuarially. The County's required contributions and actual contributions to the System for the fiscal years 2011 through 2013 were zero. The computation of the pension contribution provisions, actuarial funding method and other significant factors are used to determine pension contribution requirements in the previous year. Contributions by the State of Maryland on behalf of the Calvert County Public Library were \$298,488, \$320,402, and \$320,784, for the fiscal years 2013, 2012, and 2011, respectively.

Calvert County Volunteer Fire and Rescue Pension Plan

The County contributes to the Length of Service Awards Program (LSAP) for the Volunteer Fire and Rescue Squads personnel of Calvert County, a single-employer noncontributory retirement and pension plan. Any person who is certified as an active member with any Calvert County Volunteer Fire Company or Rescue Squad is eligible to participate. Active members who attain age 55 and have completed 25 years of certified volunteer service shall receive \$400 per month plus \$4 per month additional for each year of service in excess of 25 years, with a maximum benefit of \$500 per month. If an active member attains age 70 and has 2 years of qualifying service out of the least 5 years, but does not complete 25 years of service, a monthly benefit equal to \$8 times the years of service will be payable. The LSAP also provides for death and disability benefits to participating volunteers. Benefit provisions and all other requirements are established by the Fire and Rescue Commission and approved by the Commissioners as authorized by State law. The County contributes all amounts necessary to fund the payments of benefits under the LSAP.

The contributions made by the County to the LSAP for fiscal year 2013 totaling \$470,000 were made based on estimates provided by the County's actuary.

Calvert County Sheriff's Department Pension Plan

The County contributes to the Calvert County Sheriff's Pension Plan (the Sheriff's Plan), a single-employer defined benefit pension plan. All full-time deputy sheriffs and correctional officers employed by the County, excluding those who were hired prior to July 1, 1989, who elected to remain in the State System, are eligible to participate in this plan. Benefits vest 50% after 5 years, increasing 5% a year to 100% after 15 years. County employees who retire at or after age 55 or after 25 years of service are entitled to an annual retirement benefit, payable monthly for life, in an amount equal to 2.4% of their final average earnings for each year of service up to 20, plus 2% of final average earnings for each year of service over 20 years and up to 27 years. The Sheriffs Plan also provides for death and disability benefits to participating employees. Benefit provisions and all other requirements are established by a County-appointed Board of Trustees.

Participating County employees are required to contribute 8% of their annual compensation to the Sheriff's Plan, compounded annually with 5% interest. The County contributes the remaining amounts necessary to fund the payments of benefits under the Sheriff's Plan based upon the direction of its consulting actuary.

The contributions made to the Sheriff's Plan for fiscal year 2013 totaling \$2,770,000 were made based on estimates provided by the County's actuary.

The following table sets forth the County’s contributions for each Retirement and Pension System for the five most recent fiscal years ended June 30.

<u>Fiscal Year</u>	<u>Calvert County Sheriff’s Plan</u>	<u>Calvert County Fire & Rescue LSAP</u>	<u>Calvert County Employees Plan</u>	<u>Calvert County Savings Plan</u>	<u>Total Contribution</u>
2009	\$1,765,284	\$259,000	\$2,141,454	\$877,482	\$5,043,220
2010	2,511,000	299,000	2,959,622	920,596	6,690,218
2011	2,615,000	375,000	3,090,000	875,065	6,955,065
2012	2,524,905	376,549	2,873,160	925,281	6,699,895
2013	2,770,000	470,000	2,910,000	922,895	7,072,895

Source: Calvert County Department of Finance and Budget.

As of June 30, 2013, there were 6 county employees in the State Retirement System, 8 employees in the State Pension System, 146 employees in the Employees Plan, 429 employees in the Calvert County Savings Plan and 184 employees in the Sheriff’s Plan.

Other Post-Employment Benefits

The County and the Board of Education provide their employees with other post-employment benefits (“OPEB”). The County and the Board of Education have historically funded these programs on a pay-go basis, but were required to fund OPEB on an actuarial basis beginning in fiscal year 2008. The County’s actuary determined, as of July 1, 2011, that the County’s OPEB actuarial accrued liability related to active and retired County employees was \$36,717,748, net of changes implemented in the benefit level. The present value of the County’s projected benefits at July 1, 2011 was \$50,068,750. As of July 1, 2011, the Board of Education’s OPEB actuarial accrued liability related to active and retired Board of Education employees was \$139,625,512. The present value of the Board of Education’s projected benefits is \$169,627,558. Both of these figures use a 7% discount rate based on the County’s creation and investment in a trust fund dedicated to paying OPEB. The annual required contribution (ARC) is \$18,356,365; \$3,996,491 for the County employees and \$14,359,874 for the Board of Education employees. Of this total amount, the County and the Board of Education current year funded approximately \$8,818,894 out of their respective operating budgets leaving a balance of \$9,537,471 to fully fund the ARC. The County’s long-range financial plan calls for phasing-in to full funding of the remaining balance of the ARC over a multiple year period that began in fiscal year 2008. Fund balance has been designated in an amount of \$4,718,619 to assist in covering the County’s annual contribution should current operating revenues be insufficient. The County’s OPEB contribution for fiscal year 2013 was \$2,500,000.

Labor Relations

As of June 30, 2013, the County’s payroll included 1,168 employees. This figure includes merit, elected, contract, and appointed employees. It also includes the Calvert Marine Society, Housing Authority, the Board of Library Trustees and grant employees, but does not include the employees of the Board of Education. The County is not a party to any collective bargaining agreements. The County has not experienced a work stoppage due to labor relations disputes, and considers its relationship with its employees to be satisfactory.

Insurance

The County is a member of the Maryland Local Government Insurance Trust. Section 19-602 of the Insurance Article of the Annotated Code of Maryland authorizes public entities, including local governments, in Maryland to pool together for the purpose of purchasing casualty insurance or self-insuring casualty risks. This trust also enables the County to pool with other local governments in order to obtain risk management and loss control services to minimize the cost of comprehensive general liability, business automobile liability and physical damage, law enforcement liability, public officials legal liability, insurance claims and administration.

Those activities not covered under the Maryland Local Government Insurance Trust, including workers’ compensation, are provided adequate coverage by policies obtained through competitive bidding.

Leases and Other Contracts

The County has lease agreements for copiers and for library space, some additional office and meeting space. These lease payments are budgeted at \$587,425 in fiscal year 2014.

Accounting and Financial Operations

The basic financial statements of the County Commissioners of Calvert County, Maryland have been prepared in conformity with accounting principles generally accepted in the United States of America as prescribed by the Governmental Accounting standards Board (GASB). These financial statements present the Primary Government and its component units, which are reported in separate columns in the Government-wide financial statements. The following is a summary of the more significant policies applied to these statements.

A. Financial Reporting Entity

The reporting entity includes the Primary Government's financial statements as well as the County's component units. Using the criteria of GASB Statement No. 14, defining the Governmental Reporting Entity, the Board of Education of Calvert County Public Schools and the Economic Development Authority of Calvert County, are considered component units. The County is financially accountable for the entity or its relationship with the Primary Government is of such significance that exclusion would cause the financial statements to be misleading. Excluded from presentation in the County's financial statements are the Calvert County Housing Authority, the Volunteer Fire and Rescue Squads, the Calvert County Fair, Inc., and the Calvert County Soil Conservation District. Even though the Housing Authority's Board is appointed by the County, the County does not exercise oversight responsibility over the Housing Authority. The financial statements do not include the Calvert County Health Department, a governmental entity that has been formed under applicable state laws as separate and distinct from the County.

B. Government-wide Financial Statements

The Government-wide Financial Statements present financial information about the County as a whole. These financial statements include the Primary Government activities and distinguish between those activities that are *governmental*, supported by taxes and intergovernmental revenues, and those that are considered *business-type* activities, which rely to a significant extent on fees and charges for support. These statements also include separate presentation of the component units. The Government-wide Statement of Net Position and Statement of Activities measure and report all assets (both financial and capital), liabilities, revenues, expenses, gains and losses using the economic resources measurement focus and the accrual basis of accounting.

C. Fund Accounting

The accounts of the County are organized on the basis of funds, each of which is considered a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund balance/net assets, revenues, and expenditures/expenses. The various funds are summarized by fund type in the financial statements.

Governmental Fund Types

The Governmental fund types are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, these statements use a current financial resources measurement focus and the modified accrual basis of accounting. This fund type's financial statements focus on near term inflows and outflows of spendable resources. Under this method, revenue is recognized when it becomes measurable and available. Availability is determined when amounts are collected within the current period, or soon enough thereafter, to be used to pay liabilities of the current period. Expenditures are recognized as incurred, except for debt service and certain other liabilities, which are recognized as payments are due. The types of governmental funds are presented below.

General Fund – The General Fund is the general operating fund of the County. All financial resources are accounted for in this fund except those required to be accounted for in another fund.

Special Revenue Funds – Special Revenue Funds are used to account for the proceeds of specific revenue sources (other than major capital projects or expendable trusts) that are legally restricted or committed to expenditures for specific purposes. The Special Revenue Funds consist of the Planning and Zoning Special Revenue Fund, Excise Tax Fund, Board of Library Trustees for Calvert County Fund (the Library), Land Preservation Fund, Economic Development Incentive Fund, Parks and Recreation Fund, Chesapeake Hills Golf Course, Bar Library Fund, Economic Development Authority Revolving Loan Fund, Revolving Loan Fund, Grants Fund, and Calvert County Family Network Fund.

Capital Projects Fund – The Capital Projects Fund is used to account for financial resources that are restricted, committed, or assigned to expenditures that are for the acquisition or construction of major capital facilities of the County and the Board of Education of Calvert County Public Schools.

Proprietary Fund Types

Proprietary funds are used to account for County business-type activities, which are primarily self-supporting and supported by user fees. This fund type uses the economic resources measurement focus and full accrual basis of accounting.

Enterprise Funds – Enterprise Funds are used to report any activity for which a fee is charged to external users for goods or services. Enterprise funds are used to account for the operations of the Water and Sewer Fund and the Solid Waste and Recycling Fund of the County, as well as the operations of the Calvert Marine Museum.

Fiduciary Fund Types

Trust Funds – The County maintains Pension Trust Funds to account for Volunteer Fire and Rescue Retirement benefits, the Calvert County Sheriff's Pension Plan, the Calvert County Employees Retirement Plan, and the Other Post Employment Benefits Trust Fund.

Agency Funds – The Agency Fund is used to account for assets held by the County in a trustee capacity or as an agent for individuals, other governments, and/or other funds. This fund is custodial in nature (assets equal liabilities) and does not involve measurement of results of operations. The Agency Fund type is used to account for the activities of the Tax Redemption Fund of the County.

D. Capital Assets and Long-term Liabilities

The accounting and reporting treatment applied to the capital assets and long-term liabilities associated with a fund are determined by the fund's measurement focus. The governmental fund types do not include these long-term items, as these funds focus on *spendable financial resources*. All general county capitalized fixed assets, including buildings, roads, bridges, curbs and gutters, streets and sidewalks, drainage systems and lighting systems, are capitalized and depreciated and included in the Government-wide financial statements as governmental activities. Capital assets and long-term liabilities related to the County's Enterprise fund activities are capitalized and depreciated within the Enterprise funds as these funds use the *economic resources* measurement focus. All fixed assets are valued at historical cost or estimated historical cost if actual historical cost is not available. Donated fixed assets are valued at their estimated fair value on the date donated. Depreciation is charged over the estimated useful lives using the straight-line method.

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Budgeting

Annual Operating Budget

The Board of County Commissioners annually adopts an operating budget for the County. The revenue estimates are prepared by the Department of Finance and Budget using the latest statistical data available, i.e., actual historical trend analysis, the State property tax assessment records, State income tax growth forecasts, market rate forecasts for investment income, etc. Simultaneously, each County department, agency, or board receiving County funds submits a budget request through the County Administrator and the Director of Finance and Budget to the Board of County Commissioners at a public hearing. Additional public hearings are conducted to obtain taxpayers' comments. On or before July 1, the budget is legally enacted through passage of a resolution which sets the County property tax rate for the ensuing fiscal year.

Currently, after the adoption of the annual budget, the County Code allows for transfers to be made in accordance with restrictions established by resolution. The Director of Finance and Budget is authorized to transfer budgeted amounts up to \$10,000. Budget adjustments up to \$25,000 may be authorized by the County Administrator. Budget adjustments in excess of \$25,000, but less than \$100,000 must be approved by the Board of County Commissioners. Effective July 1, 2001, any change totaling more than \$100,000 may be made only by resolution approved by the Board of County Commissioners after compliance with certain public hearing requirements.

Formal budgetary integration is employed as a management control device during the year for the General Fund, Capital Projects Funds, Enterprise Funds, and Special Revenue Funds. The budget for the General Fund is adopted on a basis consistent with GAAP except that encumbrances are treated as expenditures rather than as a reservation of fund balance on a budgetary basis.

The County's general operating expenditures for fiscal year 2013 are \$227,427,165. The fiscal year 2013 expenditures represent a decrease of \$10,630,812 or 4.5% below the previous fiscal year. The adopted budget for fiscal year 2014 is \$232,501,583, which represents an increase of \$7,557,384 or 3.3% over the adopted fiscal year 2013 budget. Under the full cash value method, the real property tax rate is \$.892 per \$100 of assessed value. The personal property tax rate is maintained at \$2.23 per \$100 of assessed value.

Capital Budgeting

The Board of County Commissioners adopts a Capital Projects Budget on an annual basis concurrent with the General Operating Budget. Projects are selected from the County's long-range plan and are budgeted on a fiscal year and a project length basis. The Capital Project Budget includes all capital projects financed in whole or in part by County appropriations. The document also includes the proposed capital projects to be undertaken in the next five fiscal years and the proposed funding for each.

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Historical Revenues and Expenditures

The following table sets forth the actual revenues and expenditures recorded in the General Fund of the County in each of the five most recent fiscal years.

General Fund Statement of Actual Revenues, Expenditures and Encumbrances (Budgetary Basis) Fiscal Years Ended June 30

	Fiscal Year				
	2009	2010	2011	2012	2013
Revenues					
Real levy	\$ 112,616,409	\$ 136,239,650	\$ 133,435,541	\$ 127,289,571	\$ 121,137,766
Personal levy	163,866	153,036	197,742	159,473	146,913
Corporation levy	16,193,384	2,709,764	2,350,760	2,268,497	2,147,216
Public utilities	7,528,408	8,352,651	17,502,345	17,868,027	18,678,948
Additions and abatements	(121,879)	(165,343)	(103,377)	148,910	(117,213)
Penalties and interest	396,946	629,610	441,598	854,020	495,788
Tax credit	(13,677,001)	(13,698,331)	(6,735,115)	(1,908,021)	(995,501)
Land preservations credit	(182,113)	(239,923)	(298,695)	(230,858)	(212,015)
Income taxes	58,370,205	56,136,128	62,668,488	64,199,044	64,127,088
Other local taxes	6,713,620	6,522,635	6,285,718	7,284,963	9,789,812
Taxes – shared	<u>6,155,275</u>	<u>1,367,070</u>	<u>1,580,228</u>	<u>281,653</u>	<u>513,103</u>
Total taxes	<u>194,157,120</u>	<u>198,006,947</u>	<u>217,325,233</u>	<u>218,215,279</u>	<u>215,711,905</u>
Licenses and permits:					
Business licenses and	189,322	257,830	245,841	246,762	257,177
Other licenses and permits	<u>48,821</u>	<u>70,841</u>	<u>46,460</u>	<u>57,809</u>	<u>50,376</u>
Total licenses and permits	<u>238,143</u>	<u>328,671</u>	<u>292,301</u>	<u>304,571</u>	<u>307,553</u>
Intergovernmental revenue	4,189,386	3,481,536	4,058,392	4,824,069	4,014,146
Charges for services	3,940,760	3,751,161	3,387,610	3,372,119	3,396,415
Fines and forfeitures	119,940	140,447	558,713	457,748	520,964
Miscellaneous:					
Interest and dividends	1,972,298	1,039,705	234,195	136,129	68,937
Rents and concessions	47,210	20,461	21,844	26,602	19,032
Other miscellaneous	<u>2,875,142</u>	<u>1,525,173</u>	<u>1,464,538</u>	<u>1,200,798</u>	<u>334,673</u>
Total miscellaneous	<u>4,894,650</u>	<u>2,585,339</u>	<u>1,720,577</u>	<u>1,363,529</u>	<u>422,642</u>
Total revenues	<u>\$207,539,999</u>	<u>\$208,294,101</u>	<u>\$227,342,826</u>	<u>\$228,537,315</u>	<u>\$224,373,625</u>
Expenditures					
General government	\$15,618,493	\$ 15,387,966	\$ 15,658,657	\$ 16,344,189	\$ 17,835,519
Public safety	26,012,513	25,859,952	26,997,957	27,903,667	27,881,534
Public works	10,261,999	9,616,540	9,198,994	9,587,361	8,780,146
Health	2,819,348	2,774,796	2,659,075	2,764,613	2,759,922
Social services	1,609,349	1,570,395	1,626,066	1,647,850	1,732,141
Education	103,411,708	106,532,728	108,187,201	112,461,911	114,190,853
Recreation and culture	10,285,911	10,160,405	10,252,664	10,607,982	10,303,633
Conservation of natural resources	371,824	404,982	407,160	405,860	408,211
Urban development and housing	1,789,913	1,794,115	1,794,963	1,828,361	1,407,391
Economic development	1,201,067	1,180,620	1,286,367	1,238,967	1,148,794
Debt service (1)	16,321,248	16,876,023	15,864,644	16,080,690	16,547,015
Pension/insurance/OPEB	<u>19,880,661</u>	<u>18,890,672</u>	<u>23,205,341</u>	<u>29,522,254</u>	<u>21,290,423</u>
Expenditures	<u>209,584,034</u>	<u>211,049,192</u>	<u>217,139,089</u>	<u>230,393,705</u>	<u>224,285,582</u>
Excess or (deficiency)	<u>(2,044,035)</u>	<u>(2,755,091)</u>	<u>10,203,737</u>	<u>(1,856,390)</u>	<u>88,043</u>
Other financing sources (uses):					
Operating transfers in					
Transfer for Board of Education Trooper	114,779	91,146	70,614	169,512	172,362
Transfer from BOE	800,000	1,398,596	1,300,000	-	-
Transfer from BOE Sheriff's Office	-	-	-	100,000	100,000
Transfer from Excise Tax Fund	3,538,682	1,300,000	2,040,000	-	1,000,000
Transfer from P&R Fund	-	-	-	-	3,500
Transfer from Capital Fund	-	139,251	-	-	-
Transfer from Revolving Loan Fund	-	1,000,000	-	-	-
Transfer from Housing Fund	-	1,022,640	-	-	-
Transfer from BOE OPEB	-	-	-	8,750,215	-
Operating transfer out					
Capital Projects Fund	(2,808,566)	(13,295)	(3,109,000)	(4,398,600)	(92,751)
Solid Waste Fund	(64,000)	(75,030)	(30,069)	(115,176)	(91,000)

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**General Fund
Statement of Actual Revenues, Expenditures and Encumbrances (Budgetary Basis)
Fiscal Years Ended June 30**

	Fiscal Year				
	2009	2010	2011	2012	2013
Parks and Recreation Fund	(173,921)	(192,211)	(294,823)	(402,539)	(269,985)
Grants Fund	(1,796,406)	(1,769,227)	(1,553,695)	(1,661,210)	(1,516,390)
Land Preservation Fund.....	(607,000)	(607,000)	(607,000)	(857,000)	(1,022,757)
Calvert Country Market.....	-	(28,156)	-	-	-
Water and Sewer Fund	-	-	-	(47,726)	-
Affordable Housing Fund.....	(55,342)	-	-	-	-
Bar Library Fund.....	-	(12,930)	-	-	-
Golf Course Fund	<u>(3,650,000)</u>	<u>(610,000)</u>	<u>(159,000)</u>	<u>(182,021)</u>	<u>(148,700)</u>
Total other financing sources (uses).....	<u>(4,701,774)</u>	<u>1,643,784</u>	<u>(2,342,973)</u>	<u>1,355,455</u>	<u>(1,865,721)</u>
Excess or (deficiency)	<u>(\$6,745,809)</u>	<u>(\$1,111,309)</u>	<u>\$7,860,764</u>	<u>(\$500,935)</u>	<u>(1,777,678)</u>

(1) Water and Sewer and Solid Waste and Recycling debt service expenditures are shown in their respective funds. All other debt service expenditures are made from the General Fund.

Source: Calvert County Department of Finance and Budget.

**General Fund
Summary of Fund Balances
Fiscal Years Ended June 30**

	Fiscal Year				
	2009	2010	2011	2012	2013
Fund Balances:					
<i>(prior to GASB 54)</i>					
Reserved	\$ 11,452,788	-	-	-	-
Unreserved Designated.....	30,703,197	-	-	-	-
Undesignated	<u>17,620,000</u>	-	-	-	-
<i>(post GASB 54)</i>					
Non-spendable	-	\$ 8,786,572	\$ 9,554,965	\$ 9,545,194	\$ 8,098,274
Restricted.....	-	1,652,377	64,861	-	-
Committed	-	18,159,691	20,913,418	21,430,248	21,983,132
Assigned	-	9,246,000	9,246,000	8,218,619	9,718,619
Unassigned	-	<u>19,404,914</u>	<u>26,763,823</u>	<u>27,321,625</u>	<u>27,228,179</u>
Total Fund Balances	<u>\$ 59,775,985</u>	<u>\$ 57,249,554</u>	<u>\$ 66,543,067</u>	<u>\$ 66,515,686</u>	<u>\$ 67,028,204</u>

Source: Calvert County Department of Finance and Budget.

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Results for Fiscal Year 2013

The following table indicates the County’s General Fund amended 2013 fiscal year budget, the fiscal year 2013 results, and the fiscal year 2014 adopted budget:

**General Fund
Statement of Approved Budget and Actual Operations
(Budgetary, Non-GAAP Basis)**

	<u>Amended Budget 2013</u>	<u>Actual Results 2013</u>	<u>Adopted Budget 2014</u>
Revenues			
Taxes:			
Property taxes	\$ 140,550,264	\$ 141,281,902	\$ 137,227,392
Income taxes	65,949,632	64,127,088	71,723,000
Other local taxes	9,326,000	9,789,812	9,863,000
State shared taxes	593,400	513,103	646,187
Licenses and permits	291,922	307,553	302,641
Intergovernmental	4,026,103	4,014,146	4,348,498
Service charges	3,426,915	3,415,447	3,439,499
Fines and forfeitures	515,201	520,964	406,900
Miscellaneous	4,223,400	373,610	3,248,648
Other financing sources	<u>1,445,955</u>	<u>1,305,862</u>	<u>1,295,818</u>
Total General Fund revenues	<u>230,348,792</u>	<u>225,649,487</u>	<u>232,501,583</u>
Expenditures			
General government	\$ 18,434,741	\$ 17,835,519	\$ 17,955,044
Public safety	28,215,192	27,881,534	28,179,174
Public works	9,033,045	8,780,146	8,886,344
Health and hospital	2,791,740	2,759,922	2,770,307
Social services	1,777,089	1,732,141	1,663,229
Recreation and culture	10,711,795	10,303,633	10,714,428
Conservation of natural resources	405,298	408,211	407,310
Urban development and housing	1,467,804	1,407,391	1,392,838
Economic development	1,248,575	1,148,794	1,269,353
Pension/insurance/OPEB	22,068,728	21,290,423	19,889,846
Transfers	3,535,050	3,141,583	5,150,885
Total debt service/other (1)	<u>16,468,882</u>	<u>16,547,015</u>	<u>16,590,177</u>
Total County government	<u>116,157,939</u>	<u>113,236,312</u>	<u>114,868,935</u>
Board of Education	110,284,424	110,284,424	113,394,429
College of Southern Maryland	<u>3,906,429</u>	<u>3,906,429</u>	<u>4,238,219</u>
Total Education	<u>114,190,853</u>	<u>114,190,853</u>	<u>117,632,648</u>
Total General Fund expenditures	<u>230,348,792</u>	<u>227,427,165</u>	<u>232,501,583</u>
Excess or (deficiency)	<u>\$ 0</u>	<u>(\$1,777,678)</u>	<u>\$ 0</u>

(1) Water and Sewer and Solid Waste and Recycling debt service expenditures are shown in their respective funds. All other debt service expenditures are made from the General Fund.

Source: Calvert County Department of Finance and Budget.

REVENUES OF THE COUNTY

Major Sources of Revenue

The following chart displays Calvert County’s eight largest revenue sources for fiscal years 2009 through 2013:

	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>
Real Property Tax (net of credits).....	\$ 92,720,955	\$ 102,729,402	\$ 107,291,120	\$ 106,666,521	\$ 100,809,164
Income Tax.....	58,370,205	56,136,128	62,668,488	64,199,044	64,127,088
Payment in Lieu of Taxes (PILOT)	6,096,574	19,646,574	19,646,574	19,646,574	19,646,574
Public Utility Tax	7,258,408	8,352,651	17,502,345	17,868,027	18,678,948
Recordation Taxes	5,799,985	5,690,348	5,330,746	5,180,576	5,909,376
Highway User.....	5,077,195	256,759	410,452	281,653	513,103
Corporate Taxes.....	<u>16,193,384</u>	<u>2,709,764</u>	<u>2,350,760</u>	<u>2,268,497</u>	<u>2,147,216</u>
Total	<u>\$191,516,706</u>	<u>\$195,521,626</u>	<u>\$215,200,485</u>	<u>\$216,110,892</u>	<u>\$211,831,469</u>

Source: Calvert County Department of Finance and Budget.

As indicated in the chart above, the primary source of revenue for the County is the County property tax (see “Property Tax Information” below for more detailed information regarding assessments, levies, and collections). This is due to a steady residential growth pattern and a significant increase in property values; electric deregulation and tax reform resulted in a lower public utility tax, but recent expansion has resulted in some increases. The local income tax is the second largest source of revenue for the County. The Board of County Commissioners set the local income tax at 2.8% in 2004; collections are administered by the State. The distribution of local tax collections to the County is made primarily on a quarterly basis.

Decreases in some revenue sources in fiscal years 2009, 2010, 2011, and 2012 such as recordation and highway user revenues have been replaced by increases in public utility tax. Some large corporate taxpayers have been changed to the PILOT, or the payment in lieu of taxes program. Income taxes began to rebound in fiscal year 2011 to pre-fiscal year 2008 levels.

State and Federal Financial Assistance

State of Maryland

During fiscal year 2013, the Calvert County Board of Education, an independent legal entity, received \$82,243,368 of direct operating financial assistance from the State. In addition, the County received \$1,628,452 which was applied to general operations of the County and \$2,153,280 to fund specific grant programs.

Federal Government

During fiscal year 2013, the Calvert County Board of Education received \$7,567,011 of direct financial assistance from the federal government. The County received \$352,943 of direct financial assistance from the federal government and an additional \$2,469,986 of federal assistance to fund specific grant programs.

Property Taxes

The assessment of all real and tangible personal property for purposes of property taxation by the County is the sole responsibility of the State Department of Assessments and Taxation, an independent State agency.

All real property is assessed at market value (full cash value). The County real property tax rate is \$.892 per \$100 of assessment. All property is physically re-assessed once every three years and any increase in full cash value arising from such assessment is phased in over the ensuing three tax years in equal annual installments.

Under State law, certain owners who occupy residential property receive tax credits against local property taxes. The effect of the homestead property tax credit is to limit property tax increases payable as a result of increases in assessed value. State law permits a maximum increase of 10% in assessed value annually. The County granted \$133,312 of such tax credits in fiscal year 2013.

The County granted \$1,074,203 in targeted tax credits in fiscal year 2013. The credits are titled Commissioners Tax Credit, Land Preservation Credit, Historical Tax Credit, Enterprise Zone Credit, Barn Credit, and Homeowner Tax Credit.

Exemptions from State and County property taxation include: public property; property owned by religious groups or organizations for public religious worship; property owned by charitable, fraternal, benevolent, educational and literary organizations; property owned by a national organization of veterans; property owned by historical societies and museums; related business property owned by fire companies and rescue squads; operating property owned by railroad and transportation companies (exempt from State taxation only); tangible personal property of certain domestic corporations; savings institutions and commercial banks, inventory, and certain rolling stock (exempt from local taxation only); vessels, aircraft and motor vehicles; fanning implements; certain agricultural products and commodities; all personal property located at a taxpayer's place of residence other than property used in connection with any business, occupation or profession; tools of mechanics or artisans; and non-operating property of public utilities and contract carriers (exempt from State taxation only).

Property taxes are levied and due on July 1 of the tax year. The taxpayer has the option to pay in full without interest by September 30 or under the semiannual payment method if it is a primary residence. If a semiannual payment method is elected, the first payment is payable without interest by September 30 and the second payment, including a service charge, is payable without interest by December 31. Taxes not paid by their due date are subject to interest at a rate of 1% per month for each month or fraction thereof that taxes remain unpaid. Property taxes delinquent for one year as of their due date are subject to tax sale held the following June at which time all outstanding tax, interest, and costs are collected.

The following table sets forth the assessed value of all taxable property in Calvert County for the past five years. The table also indicates the County and State rates applicable in each of those years. Assessed value of tax exempt property owned by the Federal, State, and County governments, churches, schools, fraternal organizations, cemeteries, disabled and the blind, aggregating \$992,111,598 for fiscal year 2013 is not included in the table below.

	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>
Assessed Value					
Real Property					
Full Year Levy	\$ 12,355,786,015	\$ 13,445,744,899	\$ 12,072,848,787	\$ 11,443,420,045	\$ 10,694,160,626
Half Year Levy	46,496,065	65,902,884	30,412,039	26,832,520	41,889,250
North Beach ⁽¹⁾	222,137,824	256,425,275	288,839,559	242,078,083	243,447,800
Chesapeake Beach ⁽¹⁾	710,816,083	816,733,946	920,428,270	729,875,577	745,581,500
Personal Property	131,572,360	128,701,690	126,395,840	118,200,810	111,580,810
Public Utilities and					
Corporations.....	<u>338,877,250</u>	<u>375,773,445</u>	<u>747,955,390</u>	<u>802,925,230</u>	<u>838,817,310</u>
Total Base	<u>\$ 13,805,685,597</u>	<u>\$ 15,089,282,139</u>	<u>\$ 14,186,879,885</u>	<u>\$ 13,363,332,265</u>	<u>\$ 12,675,477,296</u>
County Tax Rate					
(per \$100 of Assessed Value):					
Real Property					
Full-Year Levy.....	\$ 0.892	\$ 0.892	\$ 0.892	\$ 0.892	\$ 0.892
Half-Year Levy	0.446	0.446	0.446	0.446	0.446
North Beach ⁽¹⁾	0.556	0.556	0.556	0.556	0.556
Chesapeake Beach ⁽¹⁾	0.556	0.556	0.556	0.556	0.556
State Tax Rate	0.112	0.112	0.112	0.112	0.132
Personal Property Tax Rate.....	2.230	2.230	2.230	2.230	2.230
Public Utilities and Corporate					
Property Tax Rate	2.230	2.230	2.230	2.230	2.230
State Business Property Tax Rate...	0.280	0.280	0.280	0.280	0.280

⁽¹⁾ North Beach and Chesapeake Beach are incorporated towns. The County sets a lower county tax rate for the incorporated towns to offset the cost of services provided by the towns. The tax rate indicated reflects Calvert County's portion only.

⁽²⁾ Due to changes in Maryland property tax law during fiscal year 2008 a PILOT (payment in lieu of taxes) agreement was entered into with Constellation Energy Group which changed the taxable assessment. Constellation's assessable base was reclassified in fiscal year 2008 from public utility to personal property and real property.

The estimated County taxable real property assessed value for fiscal year 2014 is: Full Year Levy - \$10,274,200,000, Half Year Levy - \$20,000,000, North Beach - \$242,000,000 and Chesapeake Beach - \$730,000,000. The estimated County taxable real property assessed value for fiscal year 2015 is: Full Year Levy - \$10,279,200,000, Half Year Levy - \$30,000,000, North Beach - \$231,000,000 and Chesapeake Beach - \$737,000,000. Note that there are no known changes in the tax rates from 2013.

Ten Leading Commercial Properties or Taxpayers and Their Assessments

<u>Name of Taxpayer</u>	<u>Type of Business</u>	<u>Fiscal Year 2013 Assessment</u>
Constellation Energy Group (1)	Power plant	\$ 1,286,711,557
Dominion.....	Natural gas supplier.....	645,406,051
Southern Maryland Electric Co.	Electric supplier.....	52,109,730
Asbury - Solomons	Retirement community	32,434,994
Fox Run Ltd. Partnership	Retail sales	28,652,800
Dunkirk Gateway	Retail sales	24,077,500
Holiday Inn - Solomons.....	Hotel.....	22,820,000
Verizon.....	Telephone company.....	22,324,840
Market Square Shopping Center.....	Retail sales	16,610,200
Dunkirk Marketplace.....	Retail sales	10,050,600

Source: Maryland State Department of Assessments and Taxation.

(1) Due to the changes in Maryland property tax law in FY08 a PILOT (payment in lieu of taxes) agreement was entered into with Constellation which changed the taxable assessment. Note the difference is made up in the PILOT program.

Calvert County Government Tax Levies and Collections — County Only Fiscal Years Ended June 30

<u>Fiscal Year</u>	<u>Total Tax Levy</u>	<u>Current Year Taxes Collected During Year</u>	<u>Percent of Levy Collected During Year</u>	<u>Prior Year Taxes Collected During Year</u>	<u>Total Collected During Year</u>	<u>Accumulated Delinquent Taxes</u>
2009.....	\$126,099,233	\$123,501,219	97.94%	\$1,696,654	\$125,197,873	\$3,409,980
2010.....	137,446,533	133,596,703	97.20	2,468,876	136,065,579	4,790,934
2011.....	134,047,010	130,037,865	97.01	2,578,268	132,616,133	6,221,811
2012.....	128,140,153	125,344,923	97.82	2,795,230	128,140,153	6,257,083
2013.....	122,271,620	118,376,406	96.81	2,563,774	120,940,180	5,703,592

Source: Calvert County Department of Finance and Budget.

CERTAIN DEBT INFORMATION

General

The County may only issue general obligation and revenue bonds under authority conferred by the Maryland General Assembly. No referendum is required. After the issuance of the Bonds, the County will have \$68,791,803 of general obligation bond authority remaining.

Pursuant to Sections 9-601 to 9-699, inclusive, of the Environment Article of the Annotated Code of Maryland and Section 16-201 of the Code of Public Local Laws of Calvert County (collectively, the “Act”), the County may issue bonds for a water system, sewer system, solid waste disposal system or solid waste acceptance facility or any part of these to be owned, constructed or operated within a designated service area established by the County pursuant to the Act. Pursuant to the Act, the aggregate outstanding principal amount of bonds issued and outstanding under the Act may not exceed 25% of the total value of property in such service area, as assessed for County taxation. Such bonds, while constituting general obligations of the County, are payable from (a) user benefit assessments on all real property located in the applicable service area with respect to the bond financed project, (b) an ad valorem tax on all property subject to taxation within such respective service areas, and (c) if necessary, an ad valorem tax on all property subject to taxation within Calvert County, sufficient in rate and amount to pay the principal of and interest on such bonds. Bonds issued pursuant to the Act constitute \$18,359,998 of the County’s direct general obligation debt and are referred to hereinafter as “Enterprise Fund Debt.”

Statement of Direct and Underlying Debt (1)
Projected as of June 30, 2014

Direct Debt Outstanding

Maryland Water Quality Loan (Water and Sewer Fund)	\$ 257,936
Maryland Department of the Environment (Kenwood Beach water supply) (3).....	200,782
Maryland Water Quality Bond 2001 (Dares Beach sewer) (3)	201,551
Maryland Water Quality Bond 2001 (Prince Frederick sewer) (3)	2,746,946
Maryland Water Quality Bond 2004 (Lusby sewer).....	219,381
Maryland Water Quality Bond 2009 (Ches. Beach expansion tank)	763,074
...Maryland Water Quality Bond 2013 (Ches. Beach ENR upgrade)	1,892,000
State of Maryland Loan (Dares Beach water)	34,317
Agricultural Land Preservation (2).....	7,819,640
Refunding Bonds 2002 Series	3,100,000
Refunding Bonds 2003 & 2004 Series	15,360,000
Refunding Bonds 2005 & 2006 Series	6,425,000
Refunding Bonds 2003 & 2007 Series	10,675,001
Consolidated Public Improvement Bonds 2005 Series.....	490,000
Consolidated Public Improvement Bonds 2006 Series.....	1,450,000
Consolidated Public Improvement Bonds 2007 Series.....	8,265,000
Consolidated Public Improvement Bonds 2008 Series	14,700,000
Consolidated Public Improvement Bonds 2009 Series	13,090,000
Consolidated Public Improvement Bonds 2010 Series (3).....	13,980,000
Consolidated Public Improvement Bonds 2011 Series (3).....	18,620,000
Consolidated Public Improvement Bonds 2012 Series (3).....	8,275,000
Consolidated Public Improvement Bonds 2013 Series (3).....	<u>6,325,000</u>
Total Direct Debt Outstanding.....	<u>\$134,890,628</u>
Consolidated Public Improvement 2014 Series	<u>9,035,000</u>
Total Direct Debt (Outstanding and Proposed).....	<u>\$143,925,628</u>

- (1) This table includes enterprise fund debt. It does not include three Water and Sewer loans from the General Fund, and three shore erosion loans, none of which impose a requirement on the County to levy taxes for their repayment.
- (2) Payment of the principal under each installment purchase agreement is payable from U.S. Treasury zero-coupon securities purchased by the County at the time the agreement was entered into.
- (3) All or a portion of debt service on these bonds will be paid by the users of the applicable systems.

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The following tables set forth the percentage of total and net general fund debt service to total and net General Fund revenues, respectively, and the related percentage for each of the County's five most recent audited fiscal years:

<u>Fiscal Year</u>	<u>Total General Fund Debt Service (1)</u>	<u>Total General Fund Revenues</u>	<u>Percentage of Total Debt Service to Total Revenues</u>
2009.....	\$16,321,248	\$211,993,460	7.70%
2010.....	16,876,023	213,245,734	7.91
2011.....	15,864,644	230,753,440	6.88
2012.....	16,080,690	237,557,042	6.77
2013.....	16,547,015	225,649,487	7.33

<u>Fiscal Year</u>	<u>Net General Fund Debt Service (2)</u>	<u>Net General Fund Revenues (3)</u>	<u>Percentage of Net General Fund Debt Service to Net General Fund Revenues</u>
2009.....	\$16,321,248	\$211,330,850	7.72%
2010.....	16,220,527	212,582,674	7.63
2011.....	15,839,113	230,719,741	6.87
2012.....	16,055,159	237,523,343	6.76
2013.....	16,512,918	225,622,793	7.32

(1) Includes debt funded by sources other than general fund tax revenues, i.e., shore erosion and waterway bonds.

(2) Excludes the debt listed in footnote (1) above.

(3) Excludes revenues dedicated to the payment of the debt shown in footnote (1).

Source: Calvert County Department and Finance and Budget.

The table below shows trends for Calvert County over the five most recent fiscal years for the ratios of net direct debt to estimated market value, net direct debt per capita and estimated market value per capita based on audited financial statements.

**Ratio of Net Direct Debt to Market Value
and
Net Direct Debt Per Capita and Market Value Per Capita
(Excludes the Bonds to be Issued)**

<u>Fiscal Year</u>	<u>Estimated Population (1)</u>	<u>Market Value</u>	<u>Net Direct Debt (2)</u>	<u>Net Direct Debt to Market Value</u>	<u>Net Direct Debt Per Capita</u>	<u>Market Value Per Capita</u>
2009.....	88,128	\$13,805,685,597	\$133,882,288	0.97	\$1,520	\$ 156,705
2010.....	88,737	15,089,282,139	130,301,279	0.86	1,468	170,045
2011.....	89,000	14,186,879,885	141,601,591	1.00	1,591	159,403
2012.....	91,339	13,363,332,265	140,225,701	1.05	1,535	146,305
2013.....	92,250	12,675,477,296	141,046,183	1.11	1,529	137,404

(1) Source: Calvert County Department of Planning and Zoning.

(2) Net of enterprise fund debt and other debt not supported by General Fund revenues as listed above.

**Rapidity of Bond Principal Repayment
(Excludes the Bonds to be Issued)**

<u>Number of Years</u>	<u>Principal Retired (Cumulative)</u>	<u>Percent of Principal Retired (Cumulative)</u>
5	\$72,389,272	49.17 %
10	129,115,614	87.69
15	144,697,334	98.28
20	147,233,085	100.00

Public School Construction Financing

Section 5-301 of the Education Article of the Annotated Code of Maryland provides that, effective July 1, 1971, the State shall pay the costs in excess of available federal funds of all public school construction projects and public school capital improvements if the projects or improvements are approved by the Board of Public Works of the State (the "Board of Public Works"). The cost of acquiring land is not a construction cost which will be paid by the State.

The Board of Public Works has defined by regulation what constitutes an approved construction or capital improvement cost. The "Rules, Regulations and Procedures for the Administration of the School Construction Program were replaced by regulation as required by the Public School Facilities Act of 2004. The Regulations for the Administration of the Public School Construction Program (COMAR 23.03.02)" became effective May 21, 2007 with amendments on November 2, 2009 and November 14, 2011. The Interagency Committee on School Construction was established by the Board of Public Works in 1971 to administer the State of Maryland's Public School Construction Program. Capital expenditures eligible for State payment under the regulations are limited to: (1) the cost, with qualifications, of site development when associated with a school construction or renovation project; (2) construction costs of new schools that can be justified because of growth or population shifts; (3) construction costs of additions to existing school buildings, such as classrooms, media centers, and art and music facilities; (4) construction costs for new buildings or parts thereof to increase capacity or to replace existing obsolete schools or parts thereof; (5) construction costs of modernization of schools in use for more than 15 years; (6) the cost, below a ceiling, of change orders to approved contracts; (7) the cost of "initial built-in equipment"; (8) the cost of installation of State-owned modular relocatable classroom buildings; (9) the cost of relocating on site utilities to eliminate interference with building construction; (10) the costs of expanding existing on-site sewer and water systems to accommodate additional student capacity; (11) the cost of systematic renovations within a building; (12) subject to certain State approvals, the cost of restoration of a public school building or site damage as a result of a natural disaster; (13) projects that have been forward funded by a local board of education; (14) projects funded through an annual appropriation for the Aging School Program, which are exempt from the State-local cost share formula under the regulations; (15) Aging School Program projects funded with proceeds from the sale of Qualified Zone Academy Bonds, which are exempt from the State-local cost share formula under the regulations; (16) Supplemental Funding for Technology in Maryland Schools Program projects with short term borrowing and the funds repaid from the Cigarette Restitution Fund, which are exempt from the State-local cost share formula under the regulation; (17) off-site development costs required by local, State and/or Federal agencies within the limit of the allocation; (18) projects to improve the energy efficiency of schools; (19) and (20) safety and security initiatives in Maryland's public schools through capital investments.

Agricultural Land Preservation Program

The County is authorized to acquire transfer development rights in agricultural property by entering into general obligation installment purchase agreements with property owners for an aggregate purchase price of up to \$17,800,000. Under each agreement, the County pays semiannual interest for periods between 10 and 20 years and pays the purchase price at maturity. At the time each agreement is entered into, the County purchases U.S. Treasury zero-coupon securities which have a face amount at maturity equal to the purchase price payable under the agreement at maturity. As of June 30, 2013, the County had entered into agreements for an aggregate purchase price of \$7,933,355.

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Schedule of Principal and Interest Payments of Bonded Indebtedness

The following tables set forth the principal and interest payment schedules for the County’s direct and contingent general obligation bonded indebtedness as of June 30, 2013:

**Calvert County
Debt Service Schedule (1)**

	Enterprise Fund Debt		General Fund Debt		Debt Service Grand Totals		
	Principal	Interest	Principal	Interest	Principal	Interest	Totals
2014	\$1,338,322	\$ 513,363	\$ 12,227,386	\$ 4,922,811	\$ 13,565,708	\$ 5,436,174	\$ 19,001,882
2015	1,251,996	485,953	12,585,694	4,581,940	13,837,690	5,067,893	18,905,583
2016	1,000,139	440,249	15,012,574	4,145,452	16,012,713	4,585,701	20,598,414
2017	1,014,357	413,882	13,384,602	3,585,156	14,398,959	3,999,038	18,397,997
2018	1,028,124	385,949	13,546,078	3,050,611	14,574,202	3,436,560	18,010,762
2019	1,105,496	355,703	13,085,828	2,466,305	14,191,324	2,822,008	17,013,332
2020	1,111,726	322,812	9,761,347	2,012,363	10,873,073	2,335,175	13,208,248
2021	1,114,424	287,106	11,906,461	1,629,043	13,020,885	1,916,149	14,937,034
2022	1,101,329	253,545	8,853,568	1,117,545	9,954,897	1,371,090	11,325,987
2023	683,075	204,430	8,003,088	746,777	8,686,163	951,207	9,637,370
2024	691,499	181,293	4,754,582	466,491	5,446,081	647,784	6,093,865
2025	677,909	156,025	3,282,526	286,571	3,960,435	442,596	4,403,031
2026	657,809	131,186	3,523,686	154,546	4,181,495	285,732	4,467,227
2027	344,040	111,359	859,685	39,150	1,203,725	150,509	1,354,234
2028	336,585	101,077	453,399	13,500	789,984	114,577	904,561
2029	287,248	87,928	3,399	-	290,647	87,928	378,575
2030	287,985	78,171	3,400	-	291,385	78,171	369,556
2031 + ...	<u>1,953,719</u>	<u>269,218</u>	<u>-</u>	<u>-</u>	<u>1,953,719</u>	<u>269,218</u>	<u>2,222,937</u>
TOTAL	<u>\$15,985,782</u>	<u>\$ 4,779,249</u>	<u>\$ 131,247,303</u>	<u>\$ 29,218,261</u>	<u>\$ 147,233,085</u>	<u>\$33,997,510</u>	<u>\$181,230,595</u>

(1) This table does not include the following debt: three loans from the General Fund to the Water and Sewer fund, and three shore erosion loans, none of which imposes a requirement on the County to levy taxes for their repayment.

Source: Calvert County Department of Finance and Budget.

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**Total Debt Service
As Adjusted for the Issuance of the Bonds**

Fiscal Years <u>Ending June 30</u>	Total Debt Service(1)	Consolidated Public Improvement Bonds, Series 2014		Adjusted Total Debt Service (1)
		Principal	Interest (2)	
2014	\$ 19,001,882	\$ 0	\$ 0	\$19,001,882
2015	18,905,583	420,000	301,700	19,627,283
2016	20,598,414	405,000	313,563	21,316,977
2017	18,397,997	415,000	297,363	19,110,360
2018	18,010,762	430,000	276,613	18,717,375
2019	17,013,332	440,000	255,113	17,708,445
2020	13,208,248	455,000	233,113	13,896,361
2021	14,937,034	470,000	210,363	15,617,397
2022	11,325,987	485,000	186,863	11,997,850
2023	9,637,370	500,000	162,613	10,299,983
2024	6,093,865	520,000	152,613	6,766,478
2025	4,403,031	540,000	140,913	5,083,944
2026	4,467,227	550,000	124,713	5,141,940
2027	1,354,234	570,000	108,213	2,032,447
2028	904,561	585,000	91,113	1,580,674
2029	378,575	605,000	73,563	1,057,138
2030	369,556	135,000	55,413	559,969
2031+	<u>2,222,937</u>	<u>1,510,000</u>	<u>274,563</u>	<u>4,007,500</u>
Total	<u>\$181,230,595</u>	<u>\$9,035,000</u>	<u>3,258,400</u>	<u>\$193,523,995</u>

(1) Totals may not add due to rounding.
(2) Interest rates range from 2.00% to 5.00%.

Pay-As-You-Go Financing

For years, the County has utilized a plan of “pay-as-you-go” financing. Under this financing program, the County finances the construction of certain capital projects by appropriation of revenues from the current funds of the County. In financing by this program, the County sought to reduce the aggregate amount of general obligation indebtedness issued that would otherwise bear interest to finance the construction of the capital projects. The following table sets forth the County’s pay-as-you-go financing expenditures for the five most recent fiscal years ended June 30.

<u>Pay-As-You-Go</u>	
2009	\$2,808,566
2010 (1).....	13,295
2011	3,109,000
2012	4,398,600
2013	92,751

Source: Calvert County Department of Finance and Budget.
(1) Offset by closing out of prior year completed projects.

Future Plans to Issue Debt

The County’s capital improvement plan is an ongoing process which requires periodic issuance of the County’s general obligation bonds to fund portions of such a program.

The following chart shows the approved fiscal year 2014 Capital Projects Budget with projections for fiscal years 2015 through 2019.

<u>Project Category</u>	<u>FY 2014</u>	<u>FY 2015</u>	<u>FY 2016</u>	<u>FY 2017</u>	<u>FY 2018</u>	<u>FY 2019</u>
Board of Education	\$8,680,387	\$5,650,000	\$17,559,000	\$19,410,000	\$20,043,000	\$11,073,000
Public Facilities	501,800	1,218,580	507,500	417,400	2,166,750	15,476,780
Technology Services	695,100	939,400	860,000	649,000	711,000	711,000
Town Centers	22,000	22,000	22,000	22,000	22,000	22,000
Recreation Resources	978,900	1,377,600	1,513,300	1,946,900	1,783,500	469,800
Transportation	7,297,300	8,575,300	7,481,300	2,603,800	2,910,000	840,000
Public Safety	11,327,700	9,407,800	14,111,800	3,402,000	6,184,000	936,000
Utilities	1,850,526	7,769,200	4,672,900	6,109,200	6,046,800	1,780,000
Total Expenditures	<u>\$31,353,713</u>	<u>\$34,959,880</u>	<u>\$46,727,800</u>	<u>\$34,560,300</u>	<u>\$39,867,050</u>	<u>\$31,308,580</u>
<u>Source of Funding</u>	<u>FY 2014</u>	<u>FY 2015</u>	<u>FY 2016</u>	<u>FY 2017</u>	<u>FY 2018</u>	<u>FY 2019</u>
County Funding	\$2,615,150	\$3,093,290	\$2,897,700	\$2,352,000	\$1,854,550	\$1,874,580
Bond Funding-General Fund	19,198,389	19,969,000	28,462,800	15,239,200	19,059,500	21,732,750
Bond Funding-Enterprise Fund	4,041,933	5,047,100	3,604,800	4,707,700	4,924,800	1,007,500
State Grant/Loans	4,903,305	3,086,390	10,209,900	10,972,300	12,130,500	5,255,250
Excise Tax	1,631,560	1,037,000	1,552,600	1,041,900	1,377,400	666,000
Cap Conn/Other	(1,036,624)	2,727,100	-	247,200	520,300	772,500
Total Revenues	<u>\$31,353,713</u>	<u>\$34,959,880</u>	<u>\$46,727,800</u>	<u>\$34,560,300</u>	<u>\$39,867,050</u>	<u>\$31,308,580</u>

Source: Calvert County Department of Finance and Budget.

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CERTAIN SERVICES AND RESPONSIBILITIES

Community Planning and Building

Calvert County maintains an effective comprehensive planning program. As per State law, the planning process is under the direction of the Planning Commission, which prepares and approves all plans. Subdivision and site plan review is also under the direction of the Planning Commission. As per State law, the Board of County Commissioners adopts all plans and develops and implements zoning regulations and building codes. The Board also maintains special programs, such as land preservation and historic preservation.

The 1997 Comprehensive Plan recognized and dealt with the consequences of unlimited, rapid residential growth. The Plan called for a four step process: reduce total residential build-out, reduce the rate of residential growth, preserve the County's prime farms, forests, historic resources and sensitive areas, and direct growth to appropriate locations. The Commissioners implemented those steps and have succeeded in cutting projected future residential growth by 50% and in slowing growth from 2000 to 2010 to 1.9%. The residential build-out goal has been set at 37,000 households. The County currently has 31,000 households.

The 2010 Calvert County Comprehensive Plan is the official policy document for the County. The Board of County Commissioners, the Planning Commission and County Departments use the Plan as a guide when evaluating proposed projects or changes to the Zoning Ordinance. The State uses the Plan to determine whether or not to provide state funding for a local project. The goal of the Comprehensive Plan is to maintain and/or improve the overall quality of life for all citizens of Calvert County by promoting sustainable development, encouraging a stable and enduring economic base, providing for safety, health, and education, and preserving the natural, cultural, and historic assets of Calvert County.

Over the last 20 years, the County has developed master plans for all seven town centers under County control. In 2007, the staff began to update and standardize all of the master plans and began the process of updating the County Transportation Plan. A new master plan for the Solomon's Town Center was adopted in 2009, and Saint Leonard Town Center's new master plan was adopted in 2013. The master plan for Prince Frederick Town Center is currently being updated.

Utilities

Electricity

The Southern Maryland Electric Cooperative, Inc. ("SMECO") is owned by its customers and supplies electricity to Charles and St. Mary's Counties and portions of Calvert and Prince George's Counties. SMECO does not generate electricity, but purchases it at the best rate from several electric suppliers.

Baltimore Gas and Electric Company also supplies electricity to the northeastern portion of Calvert County.

Gas

Washington Gas Light Company owns the franchise to provide natural gas service to Calvert County. Natural gas service began in Prince Frederick in 1991.

Cove Point Liquefied Natural Gas Plant ("Cove Point LNG") is owned by Dominion Power based in Richmond, Virginia. Cove Point LNG provides gas storage and pipeline service to customers through an 87-mile pipeline running to Loudoun County, Virginia. To meet the demands of the growing markets in the Mid-Atlantic and Northeastern regions of the United States, the company expanded the existing facility to increase storage and output capacity. This expansion more than doubled their prior value to \$671 million taxable assessment for fiscal year 2011. In addition, Dominion has made a series of regulatory filings with the federal government to allow it to export liquefied natural gas (LNG).

Cove Point's natural gas pipeline is connected to Dominion Transmission's interstate pipeline, as well as to other interstate pipelines that have access to the growing natural gas supplies in the region. Using Dominion Cove Point as an export facility would provide producers with new international markets.

Water

Groundwater is Calvert County’s primary water source and is readily obtainable in sufficient quantities to supply current residential and commercial needs. Recent aquifer studies indicate sufficient supply to meet projected needs beyond the year 2025.

Groundwater usage is confined primarily to residential, commercial units, and the industrial demands of the Calvert Cliffs Nuclear Power Plant and the Cove Point LNG.

Twenty municipal water systems are owned and operated by Calvert County. One municipal water system is owned and operated by the Town of North Beach. One is owned and operated by the Town of Chesapeake Beach. Five municipal wastewater treatment plants (WWTP) are owned by Calvert County, and one municipal wastewater treatment plant is jointly owned by Calvert County, the Towns of Chesapeake Beach and North Beach, and Anne Arundel County.

The Department of Public Works, Water and Sewer Division is responsible for the planning, design, construction and maintenance of County-owned water and sewerage systems.

The County is authorized and directed at any time to set rates and fees as deemed necessary to insure that the water and sewer systems operate within the respective revenues. The County has completed the adoption of a new rate structure, which was phased in over a seven year period. We are currently in the final year of the seven year phase-in of the new rates. When completely phased in, the operating rates will cover the operating costs for all systems.

The County contractually operates one water system and wastewater treatment facility for a private community, as well as two high school wastewater treatment plants for the Board of Education. The Sanitary Districts are under the jurisdiction and control of the Board of County Commissioners.

The location of new community and sewerage systems and the extension of existing systems are done in accordance with the County Comprehensive Water and Sewer Plan which is consistent with the County Comprehensive Plan. Those properties that are not served by the Sanitary District water and sewerage systems are served by individual or private systems.

The County, by ordinance or resolution, may make a charge for each water and sewer connection. The funds derived from these charges may be used for payment of principal and interest on bonds, accumulating funds for capital improvements, and for the purchase of equipment for the systems. The County re-evaluated the fee structure for these connections in 2009.

For the purpose of providing funds to maintain and operate its water supply and sewerage systems, and for the payment of bonded indebtedness, the County may assess charges which shall consist of either a base charge for service and a variable charge based on water consumption, a minimum, or ready-to-service charge. These charges are due quarterly when presented and after 60 days from that date bear interest at a rate of 8% per annum.

For the purpose of providing funds to finance the design, engineering, construction and extension of a water supply or sewerage system, the County is authorized to borrow money through the issuance and sale upon the full faith and credit of the County of its general obligation bonds. See “CERTAIN DEBT INFORMATION – General”.

At present, the majority of Calvert County residents use on-site sewerage disposal systems. Provision of public sewage treatment facilities is confined to the following high density development zones and special zones:

<u>Sewage Treatment Systems</u>	<u>Design Flow Capacity (MGD)</u>	<u>FY2013 Actual Flow (MGD)</u>
Prince Frederick WWTP I.....	0.350	0.233
Prince Frederick WWTP II	0.300	0.178
Industrial Park WWTP	0.030	0.019
Northern High WWTP	0.025	0.008
Solomons WWTP.....	0.700	0.374
Marley Run WWTP	0.040	0.010
Huntingtown High WWTP.....	0.011	0.002

Solid Waste and Recycling Enterprise Fund

In fiscal year 1992, the Solid Waste and Recycling Fund was established as a self-supporting enterprise fund. The current fees, approved by the Board of County Commissioners are as follows:

1. A landfill excise tax for all new residential and commercial construction, which is \$350 for residential construction or \$0.11 per sq. ft. for commercial construction.
2. Effective July 1, 2013, a tip fee of \$68.74 per ton for residential users and \$76.37 per ton for commercial users; and
3. A solid waste fee of \$117 per household.

The County opened its landfill site in March 1993. The site consists of 10 acres lined and in use. Another 20 acres are permitted with an additional 20 acres available to be permitted. The landfill was designed with state-of-the-art environmental safeguards and was constructed using the latest in landfill technology. On July 1, 1997, the County contracted with Waste Management, Inc. to operate a waste transfer facility. This agreement is for a 20-year term with one 5-year renewal. The majority of the County's waste is transferred out-of-state for disposal with only a minimal amount of trash deposited in the landfill to keep the permit active. This arrangement has saved valuable landfill space and has extended the life of the landfill by at least 20 years. This agreement, combined with the life expectancy of the landfill, has addressed the County's solid waste needs until 2042.

The long-range plan calls for reserves or "sinking funds" to be created for all capital costs for solid waste and recycling, with the exception of the development of Cells III and IV.

Law Enforcement, Fire Protection and Ambulance Service

Police protection is provided by the County Sheriff's Office and the Maryland State Police. The municipalities of North Beach and Chesapeake Beach provide police protection within their jurisdictions by contracting with the Sheriff's Office. A contractual security service agreement also exists with Dominion Cove Point LNG, LP. Currently, there are 40 State police and 130 deputies. The expenses for the Sheriff's Department for fiscal year 2013 were \$12,451,921. The budget for fiscal year 2014 is \$12,161,820.

Currently, five combination fire-rescue-EMS stations, one fire station, one rescue station, one fire-rescue-EMS annex, one advanced life support unit, and one rescue dive team are located in Calvert County. Their equipment includes 14 ambulances, 40 pieces of fire apparatus, 25 chief/command/utility vehicles, five medic units, two air cascade trailers, one dive rescue unit, three rescue boats, and six zodiac boats. The expenses for the fire-rescue-EMS service in fiscal year 2013 were \$3,154,120. The fiscal year 2014 budget is \$3,275,149.

In calendar year 1992, the County expanded its Detention Center. This expansion created total bed capacity of 172. Since that time, due to demand, by adjusting accommodations, the capacity of the facility increased to 272 of which approximately 91% on average stay in constant use. In 1992, the Calvert County Treatment Facility was also constructed. In 2011, the Calvert County Treatment Facility was renovated for the expansion of the detention center and work release operations. The renovated area added approximately 80 work release beds.

Roads

Calvert County has approximately 680 miles of improved road facilities of which approximately 462 miles are County-owned and maintained. The State owns and maintains approximately 125 miles of roads and the towns of North Beach and Chesapeake Beach collectively own and maintain approximately 23 miles of roads. In addition, there are private roads (improved and unimproved/maintained and unmaintained) within in the County. The County's portion of the road system is served by a maintenance division of 35 full-time employees and the necessary related maintenance equipment. The County maintenance unit is supplemented by private contractor's services as the seasonal needs arise. The County-owned road system is expanded at an average rate of 0.5-1% per year due to the additions of commercial and residential developments within the County's boundaries. No unimproved roadways are accepted into the current roadway system.

SELECTED DEMOGRAPHIC AND ECONOMIC FACTORS

Population

The population of Calvert County has increased 630% over the last 60 years as set forth below.

2010	88,737
2000	74,563
1990	51,372
1980	34,638
1970	20,682
1960	15,826
1950	12,100

Source: U.S. Department of Commerce, U.S. Census Bureau.

The following table sets forth the population of Calvert County in its two incorporated municipalities for the years 1980, 1990, 2000 and 2010.

<u>Municipality</u>	<u>1980</u>	<u>1990</u>	<u>2000</u>	<u>2010</u>
Chesapeake Beach.....	1,408	2,403	3,180	9,919
North Beach	1,504	1,179	1,880	4,345

Source: U.S. Department of Commerce, U.S. Census Bureau, Official Population Count, 1980, 1990, 2000 and 2010.

The following table sets forth the most recently published age and sex distribution estimates for Calvert County for the Census years 1990, 2000 and 2010.

<u>Age</u>	<u>1990</u>				<u>2000</u>				<u>2010</u>			
	<u>Male</u>	<u>%</u>	<u>Female</u>	<u>%</u>	<u>Male</u>	<u>%</u>	<u>Female</u>	<u>%</u>	<u>Male</u>	<u>%</u>	<u>Female</u>	<u>%</u>
0-4.....	2,086	8.2	1,980	7.6	2,528	6.9	2,549	6.7	2,594	5.9	2,394	5.3
5-19.....	6,098	23.9	5,756	22.2	9,707	26.4	9,016	23.9	10,494	24.0	10,045	22.3
20-44.....	10,436	40.9	10,880	42.0	12,850	35.0	13,809	36.5	12,790	29.3	13,384	29.7
45-64.....	4,959	19.4	4,595	17.7	8,910	24.2	8,567	22.7	13,533	31.0	13,820	30.7
65+.....	1,908	7.6	2,675	10.5	2,772	7.5	3,855	10.2	4,302	9.8	5,381	12.0
Total.....	<u>25,487</u>	<u>100.0%</u>	<u>25,885</u>	<u>100.0%</u>	<u>36,767</u>	<u>100.0%</u>	<u>37,796</u>	<u>100.0%</u>	<u>43,713</u>	<u>100.0%</u>	<u>45,024</u>	<u>100.0%</u>

Source: U.S. Department of Commerce, U.S. Census Bureau, Official Population Count 1990, 2000 and 2010.

The average Calvert County household size was 2.85 persons in the 2010 Census, 2.91 persons in the 2000 Census, 3.01 persons in the 1990 Census and 3.19 persons in the 1980 Census.

Business, Employment and Labor

In the following table, statistics are provided relating to the distribution of employment by employer classification by place of work for calendar years 2008-2012.

Calvert County Employment by Place of Work

<u>Classification</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
Contract Construction	2,358	1,925	1,864	1,815	1,823
Finance, insurance, real estate.....	667	667	618	613	618
Transportation, communications and utilities (excluding railroads).....	4,741	4,686	4,596	4,624	4,708
Manufacturing.....	752	628	619	640	579
Service and other.....	9,227	9,115	9,161	9,314	9,549
Local and State Government.....	3,954	3,999	4,038	4,082	4,084
Federal Government.....	156	148	171	144	138
Total.....	<u>21,855</u>	<u>21,168</u>	<u>21,067</u>	<u>21,232</u>	<u>21,499</u>

Source: Maryland Department of Labor, Licensing and Regulation, Office of Labor Market Analysis and Information, "Employment and Payrolls". Annual averages for years 2008 -2012.

Listed below are the ten largest employers located in Calvert County:

Ten Largest Employers

<u>Employer</u>	<u>Principal Products or Activity</u>	<u>2013 Employment</u>	<u>June 2012 Employment</u>
Calvert County Board of Education(1).....	Public Education	2,135	2,200
Calvert Memorial Hospital.....	Hospital	1,200	1,188
County Government.....	Government	1,193	1,242
Constellation Energy Group.....	Nuclear Power	900	892
Navy Recreation Center.....	Military Recreation	289	292
Chesapeake Beach Resort and Spa.....	Hotel	260	236
Asbury Solomons.....	Retirement Community	250	240
Wal-Mart Prince Frederick.....	Retail Chain	235	218
Wal-Mart Dunkirk.....	Retail Chain	220	202
Safeway.....	Grocery Store	200	340

Source: Calvert County Department of Economic Development.
 (1) FTE – Full-Time Equivalent positions.

The number of persons living in Calvert County who were available for work and composed the work force totaled 47,715 in February, 2014 and the total employment for this force was 45,307 resulting in an unemployment rate of 5.0% for this period. Certain comparative unemployment rates are given below for February, 2014.

Calvert County	5.0%
Charles County.....	5.5
Frederick County.....	5.2
Montgomery County.....	4.4
Prince George’s County.....	6.1
State of Maryland.....	6.0
United States ¹	6.7

¹U.S. Department of Labor, Bureau of Labor Statistics.
 Source: “State of Maryland Civilian Labor Force, Employment, and Unemployment by Place of Residence, March, 2014” Maryland Department of Labor, Licensing and Regulation, Office of Labor Market Analysis and Information.

Unemployment

Calvert County’s unemployment rate remains consistently low and stable when compared to other jurisdictions in Maryland. In 2013, Calvert’s average annual unemployment rate is the third lowest in the state and significantly lower than the 2013 national average of 7.4%.

Average Unemployment Rate by County

	<u>2009*</u>	<u>2010*</u>	<u>2011*</u>	<u>2012*</u>	<u>2013</u>
Anne Arundel.....	6.7%	7.1%	6.6%	6.1%	6.0%
Calvert County	6.2	6.6	6.1	5.7	5.7
Carroll County.....	6.7	7.2	6.6	6.2	5.8
Charles County.....	6.2	6.6	6.2	6.0	6.0
Frederick County.....	6.6	6.9	6.3	5.8	5.7
Montgomery County.....	5.6	5.8	5.3	5.1	5.0
St. Mary’s County.....	5.9	6.5	6.2	5.9	5.9

*Estimates are revised to the 2012 Benchmark from the Current Population Survey. Published April 2013.
 Source: Maryland Department of Labor, Licensing, and Regulation, Division of Workforce Development and Adult Learning.

Income

Personal income growth in Calvert County, the State and the United States from 2008 to 2012 is shown below.

**Calvert County, State of Maryland, and United States
Average Per Capita Personal Income**

<u>Calendar Year</u>	<u>Calvert County</u>	<u>Percent Change from Previous Year</u>	<u>State of Maryland</u>	<u>Percent Change from Previous Year</u>	<u>United States</u>	<u>Percent Change from Previous Year</u>
2008.....	\$44,935	3.3%	\$48,472	3.1%	\$40,674	3.1%
2009.....	44,700	0.2	48,247	0.5	39,635	(2.6)
2010.....	45,666	2.1	49,070	1.7	39,945	0.7
2011.....	47,483	3.9	50,656	3.2	41,560	4.0
2012.....	50,482	6.3	53,816	6.2	43,735	5.2

Source: Maryland Department of Planning, Planning Data Services from U.S. Bureau of Economic Analysis, March, 2013.

**Calvert County and the State of Maryland
Total Personal Income (\$000's)**

<u>Calendar Year</u>	<u>Personal Income (\$000's)</u>		<u>Percent Change from Previous Year</u>	
	<u>Calvert County</u>	<u>State of Maryland</u>	<u>Calvert County</u>	<u>State of Maryland</u>
2008.....	\$3,944,776	\$274,285,685	5.6%	4.3%
2009.....	3,944,473	274,980,101	0.9	0.2
2010.....	4,060,283	283,633,895	2.9	3.1
2011.....	4,238,187	295,235,516	4.3	4.0
2012.....	4,524,583	316,681,620	6.7	7.2

Source: Maryland Department of Planning, Planning Data Services, from U.S. Bureau of Economic Analysis, March 2013.

Commuting Patterns

The Census Bureau 2008-2012 American Community Survey determined the work commuting patterns for workers 16 years and older for the labor forces for each of Maryland's counties with populations of 65,000 or more and the City of Baltimore. Comparative figures for workers commuting outside the county of residence for the subdivisions in the Maryland portion of the Washington Metropolitan Statistical Area MSA are presented below:

Calvert County	44.2%
Charles County.....	28.3
Frederick County.....	31.7
Montgomery County	10.8
Prince George's County	18.7

Source: U.S. Census Bureau, 2010, 2008-2012 American Community Survey, Table S0801.

Education

Survey results of the number of high school students in the Maryland portion of the Washington PMSA and the State as a whole who graduated in 2013, as a percentage of their ninth grade enrollment four grades earlier, are presented below:

Calvert County	91.7%
Charles County	89.7
Frederick County	93.3
Montgomery County	88.3
Prince George's County	74.1
State of Maryland	84.9

Source: Maryland State Department of Education. Maryland Report Card 2013 Performance Report State and School Systems.

The following table sets forth the years of school completed by persons 25 years of age and older as a percentage of the population described in the 2008-2012 American Community Survey for Calvert County and the other counties in the Maryland portion of the Washington PMSA and the State:

	<u>Calvert</u>	<u>Charles</u>	<u>Frederick</u>	<u>Montgomery</u>	<u>Prince George's</u>	<u>State</u>
Elementary (grades K-8)	2.2%	2.5%	3.1%	4.9%	7.3%	4.5%
High School						
1-3 years	5.5	6.0	5.1	4.1	7.1	7.0
4 years	32.6	30.8	26.1	14.1	27.3	26.0
College						
No degree	22.9	26.6	20.6	14.8	22.8	19.9
Associate degree	7.3	7.5	7.7	5.2	6.0	6.2
Bachelor's degree	17.5	16.8	22.8	26.6	17.3	20.0
Graduate/Professional degree	11.9	9.9	14.7	30.3	12.3	16.4

Source: Table S1501 – Educational Attainment. U.S. Bureau of the Census, 2010. 2008-2012 American Community Survey. American Fact Finder.

Economy

Over the past several decades, Calvert County has transitioned from an agricultural community into a mixed community with both suburban and rural characteristics. This is due to the county's strategic geographic proximity to Washington, D.C., Baltimore, Annapolis and the Patuxent River Naval Air Station.

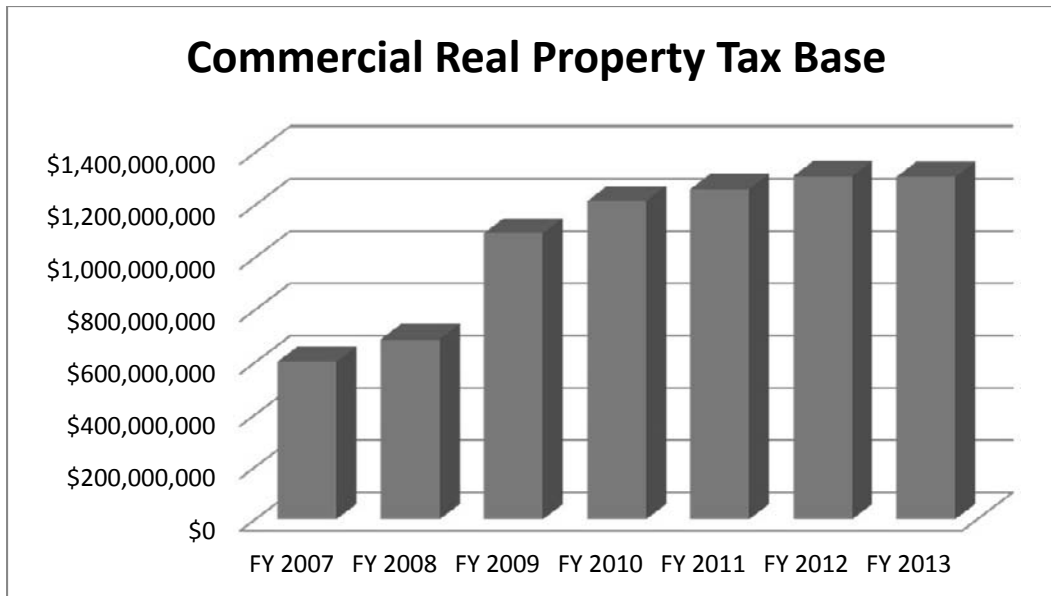
Calvert County's economy remains stable when compared to other jurisdictions in Maryland and the nation. The recent data release by the U.S. Census Bureau of the 2012 median household income numbers has positioned Calvert County as the 23rd richest county in the United States. Several other factors have contributed to the economic stability including: 1) a strong and positive local business climate; 2) job market stability; 3) proximity to major employment centers in Washington, D.C. and Virginia; 4) an enhanced focus on business retention and expansion efforts that have served to strengthen and encourage development of the County's existing industries and provided strong support during a national economic downturn; and 5) an enhanced focus on economic development activities. The following table reflects jobs located in the County regardless of place of residence.

<u>Year</u>	<u>Total Private Sector Jobs</u>	<u>Financial</u>	<u>Prof/Bus Services</u>	<u>Other Services</u>	<u>Target Market</u>
2008	17,745	667	1,747	856	3,270
2009	17,021	667	1,691	821	3,179
2010	16,858	618	1,776	774	3,168
2011	17,006	613	1,933	765	3,311
2012	17,277	618	1,882	782	3,282

Source: Maryland Department of Labor, Licensing and Regulation, Division of Workforce Development and Adult Learning

Commercial Tax Base

The commercial tax base, excluding public utilities, has increased by \$704.7 million or 117% between fiscal year 2007 and fiscal year 2013. Approximately \$300 million of this increase is related to the State's reclassification of Calvert Cliffs Nuclear Power Plant assessment from public utility to commercial real property. Between 2007 and 2013, Calvert County recruited \$169.6 million in estimated capital investment accounting for 1.2 million square feet of new commercial space. The total commercial square footage in the County as of December 2013 was 10.3 million square feet.



Source: Calvert County, Maryland, Department of Finance and Budget

Economic Development

The County is involved in several large-scale economic development projects representing traditional business industry growth and continued improvements to utility infrastructure. The County-based utilities, Dominion Cove Point and UniStar Nuclear, are engaged in large scale economic development projects that will continue to sustain a solid financial foundation, enhance the commercial tax base and assist in future growth and development in the County.

Dominion Cove Point (Cove Point) - Dominion recently announced its intention to significantly improve the Dominion Cove LNG Point facility to provide exportation of LNG. In order to accomplish this initiative, onsite improvements need to occur at their Lusby, Md., facility and require additional federal, state and local approvals. Dominion proposes to construct and operate Cove Point as a bi-directional facility. It would continue to be able to import LNG and vaporize it as natural gas. In order to export natural gas, Dominion would need to add liquefaction facilities to the existing import terminal. In the future, it would be able to liquefy natural gas and export it as LNG. With both import and export capability, the terminal would be positioned to provide services to its customers in any market environment. This project offers substantial job and tax benefits to Calvert County, with estimated tax revenue to exceed \$40 million annually upon completion and a total of 180 jobs. During construction, an anticipated 3,000 workers will be on site.

Timeline of recent investment into the facility and related activity:

- An April 1, 2013, filing to the Federal Energy Regulatory Commission for permission to operate and construct the facility.
- On October 7, 2011, Dominion Cove Point received authorization from the Department of Energy to enter into contracts to export liquefied natural gas to countries that have Free Trade Agreements with the United States. Under the authorization, Dominion is permitted to enter into multi-year contracts up to 25 years long with companies wishing to export natural gas to countries with free trade agreements. The authorization is for up to one billion cubic feet per day. Dominion would have to add liquefaction equipment at its Cove Point facility to convert natural gas into liquefied natural gas.

Economic Development (cont.)

- On October 3, 2011, Dominion filed a second application with the Department of Energy. This application requests authorization to export to additional countries not included in the first application or Non-Free Trade Agreement countries. In this application, Dominion said exports would be in the public's interest because studies show they could provide an enormous economic stimulus, provide energy price stability, promote the continued development of domestic natural gas and natural gas liquids, create thousands of new jobs in the oil and gas industry, increase tax revenues and improve the balance of trade.

SMECO – The Southern Maryland Electric Cooperative (SMECO) received approval to improve its transmission delivery system and ensure continued reliable power to residents in Southern Maryland by increasing the capacity of its existing 69 kilovolt (kV) transmission line to 230kV and is in the process of installing the upgraded system. The upgrade will add capacity to import more power and create a continuous, or redundant, “loop” of electricity service around SMECO’s service area, create greater operational flexibility to distribute power, prevent outages from spreading and provide better supply for commercial development. The project is anticipated to increase the commercial tax base by \$1.7 million at project completion.

UniStar Nuclear – UniStar Nuclear continues to pursue federal and state permitting for a third nuclear reactor adjacent to Calvert Cliffs Nuclear Power Plant. The Nuclear Regulatory Commission has issued the Final Environmental Impact Statement (FEIS) and continues to review the Combined License Application (COLA). A COLA is anticipated in December 2014. Unistar remains engaged with the Department of Energy regarding the loan guarantee. The project received a Certificate of Public Convenience and Necessity (CPCN) from the Maryland Public Service Commission. The Maryland Board of Public Works approved the tidal wetlands permit application and the Maryland Department of the Environment concurrently issued the approved non-tidal wetlands permit and the Federal Consistency Certification and Approval. The project is currently estimated at \$4-\$7 billion to construct.

Calvert County Industrial Park (CCIP) - The Calvert County Economic Development Authority currently manages the CCIP. During the past year, CCIP remained stable and remains a strong employment center with 55 businesses and over 1,500 employees at various businesses.

Patuxent Business Park (PBP) & Lusby Town Center - The County serves as the development manager of PBP in Lusby. All infrastructure to PBP is complete and build out will ultimately yield approximately 700,000+ square feet of Class A office and flex space. In conjunction with PBP, infrastructure was extended to the Lusby Town Center, a major concentration of commercial development in the County. As a result, a significant amount of commercial square footage has been added to the Lusby Town Center yielding new capital investment and retail choices and services for residents of that area. To encourage further development at PBP, the County has refocused marketing efforts to expand targeted industries for PBP that includes light industrial uses. A majority of PBP remains set aside as planned commercial inventory for future commercial expansion in the County. The County is currently engaged with several potential buyers and is utilizing the services of a professional commercial real estate firm to promote the property.

Tourism

The County enjoys continued growth within the tourism industry. Over the course of 10 years, a total of five new hotels have been added to the tourism product inventory. Calvert County has many natural, cultural, recreational and historical resources that appeal to both residents and visitors alike. The impact of the travel/visitor industry on the County’s economy is significant. In 2012, the industry employed 1,972 workers in Calvert County. Total tourism tax receipts were \$4.3 million. Total tourism industry sales increased from \$126.5 million in 2008 to \$129.8 million in 2012. Calvert County’s 2013 visitor counts increased by 185,785 or 44% over 2008. Growth in visitation is attributed to aggressive marketing campaigns and new visitor industry attractions within the County including the Hall Aquatic Center in Prince Frederick.

Impact of Travel on Calvert County (Calendar Year 2012)

Tourism Industry Sales	\$129.8 million
Tourism Labor Income	\$ 71.7 million
Total Tourism Tax Receipts	\$ 34.6 million
Tourism Employment	1,972

Source: Tourism Economics, an Oxford Economics Company.

Agriculture

Farms comprise 26,000 acres or 19% of the total land area in Calvert County. According to the 2007 Census of Agriculture, most farms in Calvert County consist of less than 180 acres with an average size of 97 acres. In fiscal year 2012, the agricultural base accounts for almost \$314.5 million, or 3% of the total base.

Of the 274 farms reported, 123 of the farm operators are full-time operators; the average age is 58.3 years. There are a significant number of farms raising cattle, other livestock and horses with 60 farms claiming involvement in the equine industry. There are 380 equine places with total equine inventory valued at \$5.4 million.

CERTAIN COMMUNITY RESOURCES IN CALVERT COUNTY

Education

Public Elementary, Middle, and Secondary Schools

The educational philosophy of the Calvert County School system is determined by the Board of Education, with the assistance of the Superintendent and their professional staff. The Board of Education is elected by the voters of the County. The Board of Education is responsible for formulating school policies, prescribing rules and regulations for the conduct and management of public schools, and carrying into effect State education laws and policies.

Input for the establishment of the educational philosophy is received from their professional staff, as well as from advisory committees, parent-school organizations, and other similar community groups and agencies.

The education program includes grades pre-kindergarten through 12. Improved facilities and programs for the gifted and the handicapped, programs to identify children with learning problems at an early stage, remedial programs, and testing programs to evaluate the effectiveness of instruction in a number of areas have been added to address the needs of special populations.

The public school system consists of 13 elementary schools, six middle schools, and four high schools, a vocational training center, a planetarium, and a special education center designed for the education of the physically and mentally impaired. The September 2013 enrollment in the public schools was approximately 15,823 students ("FTE"). The projected enrollment for 2014 is 15,770, excluding students enrolled in pre-kindergarten.

The Calvert County Career Center is centrally located in Prince Frederick. The Career Center underwent a major renovation/expansion both to upgrade the programs offered and to expand capacity. Courses offered at the center include electronics, electricity, heating and air-conditioning, plumbing, welding, carpentry, masonry, automotive, graphic arts, commercial art, child care, principles of technology, computer-assisted drafting, computer programming, cosmetology, food production and management, medical assisting, pre-nursing, and geriatric aide.

The following table presents the expenditures, and appropriations of local funds spent or proposed to be spent on public elementary, middle and secondary education for fiscal years 2012, 2013, and 2014, respectively:

	<u>Fiscal Year</u>	<u>Amount</u>
Expenditures	2012	\$ 109,059,947
Expenditures	2013	110,284,424
Appropriations	2014	109,799,429

Higher Education

Community College

In the fall of 1982, the Community College at Calvert County (the "College") opened as a satellite campus of Charles County Community College, which is accredited by the Middle States Association of Colleges and Schools. The County purchased a facility in 1987 for the College, which allowed it to offer day and evening classes. In 2001, a regional college concept was approved by the general assembly and the name was changed to the College of Southern Maryland.

The College of Southern Maryland at Prince Frederick constructed a flagship building on a 75-acre parcel purchased in 1998. The property is located on Route 231 in Prince Frederick. The first building opened in the fall of 2005 and provided 64,000 square feet on two levels. The second building opened in the fall of 2013 and added 30,000 square feet of additional academic space, consisting of graphics, classrooms, labs and a large multi-purpose room. The College of Southern Maryland is made up of three campuses in the three southern Maryland counties and is supported by funding from all three counties, the State, and tuition and fees.

The 2013 fall enrollment for full-time equivalents (FTE) for the tri-county campuses was 6,553. The Prince Frederick campus FTE fall enrollment for 2013 was 1,187. The fall 2012 and spring 2013 commencement awarded a total of 1,082 associate’s degrees and 614 certificates with Calvert County residents receiving 246 associate’s degrees and 102 certificates. The College’s programs of study are organized into five types: transfer, career, certificate, letter of recognition and continuing education. The transfer and career curricula are two-year programs leading to an Associate in Arts degree in arts & science, applied science technology, business administration, computer programming, microcomputers, general studies, management development, nursing (first year), and teacher education. In addition, the College offers certificate programs in the areas of early childhood development, basic accounting, advanced accounting, management development, and management skills. There are also courses for letters of recognition and continuing education.

The following table represents expenditures, appropriations, and proposed local revenue spent or to be spent if approved on higher education in Calvert County in fiscal years 2011, 2012, and 2013 respectively:

	<u>Fiscal Year</u>	<u>Amount</u>
Expenditures	2012	\$3,426,964
Expenditures	2013	3,906,429
Appropriations	2014	4,238,219

Medical Facilities

Hospital

Calvert Memorial Hospital of Calvert County has 134 licensed beds and is located in Prince Frederick, the geographic center of Calvert County. The hospital was completed in 1978 and expanded in 1982 and 1999, with the most current expansion project completed in September 2007. The facility provides a full range of outpatient, inpatient, ambulatory health and psychiatric services.

Nursing Home

There are currently 284 nursing home beds in Calvert County. One hundred forty nine beds are in the Calvert Nursing Center. The Solomons Nursing Center has 87 beds and Asbury Solomons Island has 48 beds. Other nursing homes are located in adjacent Charles, St. Mary’s and Prince George’s Counties.

Recreation

County Recreation Programs

The Calvert County Division of Parks and Recreation conducts a variety of programs and activities for adults and children. Typical activities include arts and crafts, dance, fitness, martial arts, music, education/development, special interest, workshops, trips, and sports activities. The Division also offers summer sports camps, and summer youth camp programs such as Super Summer and Teen Camp. The therapeutic recreation section offers specialized programs as well as assistance to persons with special needs who may require assistance in order to participate in general recreational programs. Recreation programs are offered at five county-owned community centers, eight county-owned parks, and 20 school-community centers. Calvert County has three major district parks: Hallowing Point, Dunkirk District and Cove Point, which provide a variety of athletic facilities such as tennis courts, multi-purpose fields, basketball courts as well as, picnic areas, exercise trails and playgrounds. Opened in May 2006 the outdoor family aquatic center at Cove Point Park is a popular summertime venue. Additional athletic facilities are provided at Twin Shields Recreation Area, Marley Run Recreation Area, BGE Field, St. Leonard Recreation Area and Solomons Town Center Park. Opened in June 2010, the Edward T. Hall Indoor Aquatic Center in Prince Frederick offers a 50 meter x 25 meter competition/lap pool with diving well, therapy pool, spa and leisure pool with slides and water features. Specialized facilities include the Grays Road Dog Park and a skateboard park and dog park at Dunkirk District Park. The Recreation Division also manages Breezy Point Beach and Campground. This facility offers tent

and trailer camping, a fishing pier, picnic areas, and swimming in the Chesapeake Bay. The County owns and operates Chesapeake Hills Golf Course in Lusby, an 18-hole course with driving range and clubhouse. In 2013, the County purchased 223 acres in Dunkirk to be developed as an active park.

Natural Resource Parks

The public can access and enjoy the great outdoors at a number of state-owned facilities in Calvert County. Calvert Cliffs State Park (approximately 1,200 acres), which has a fishing pond, and thirteen miles of trail system, including a self-guided nature trail, large playground and access to the Chesapeake Bay. Jefferson Patterson Park and Museum (approximately 500 acres) is administered by the Maryland Historical Trust and dedicated to the interpretation of the historical and archeological resources of Calvert County. JPPM offers educational programs, workshops, and events such as Children’s Day on the Farm and Native American Heritage Day.

In addition, the County manages Kings Landing Park, a 260-acre park on the Patuxent River, which provides river access for fishing, kayaking/canoeing, trails, and a horse riding ring. The County also operates a public swimming pool at the park. The County owns and operates several other parks. Flag Ponds Nature Park (approximately 520 acres) provides access to the Chesapeake Bay for fishing, swimming and fossil hunting. Flag Ponds has over 3 miles of trails that traverse the varied habitats and also interprets the pound net fishing heritage of the area. At Battle Creek Cypress Swamp visitors can discover nature through educational exhibits and a boardwalk that traverses a bald cypress swamp. Naturalists, headquartered at Battle Creek, conduct educational programs throughout the year for school groups, children, families and adults. Biscoe Gray Heritage Farm, which will be open to the public by the end of 2014, is a 196-acre historically rich site that traces agricultural practices from Native American settlements and small-scale colonial farming to modern agriculture. Nan’s Cove provides canoe/kayak access in a sheltered landing on the Patuxent River. Fishing enthusiasts can also try their hand at Hutchins Pond located in Owings or the Pepper Langley Fishing Pier at the Solomons Island Boat Ramp.

Cultural Attractions

The Calvert Marine Museum in Solomons is the County’s premiere cultural attraction, offering exhibits on the paleontology of the Miocene epoch, the Maritime History of the Southern Maryland region, and a 15 tank aquarium which features regional aquatic life, river otters, and a marsh walk. The museum also owns two historic lighthouses, and the J.C. Lore & Sons Oyster House. The museum collection also includes a number of historic workboats, as well as the former buyboat *Wm B. Tennison*, one of the oldest Coast Guard inspected passenger vessels still operating in the Chesapeake, and the skipjack *Dee of St. Mary’s*, used for educational programs.

The Chesapeake Beach Railway Museum in Chesapeake Beach, located in the original train depot on its original site adjacent to the Chesapeake Bay, focuses on collecting, preserving, interpreting, and exhibiting objects, artifacts, and photographic information relating to the history of the Chesapeake Beach Railway, the towns and resorts of Chesapeake Beach and North Beach.

Housing

The number of new residential dwelling building permits issued for Calvert County, including incorporated municipalities for the most recent fiscal years ended June 30, are listed below.

	Building Permits for Dwelling Units Issued
2009.....	231
2010.....	242
2011.....	205
2012.....	394
2013.....	286

Source: Calvert County Department of Inspections and Permits.

Construction Activity

Construction activity as illustrated by the number of use and occupancy permits issued and their estimated value is reflected below.

**Use and Occupancy Permits
Year Ended June 30**

	<u>2010</u>		<u>2011</u>		<u>2012</u>		<u>2013</u>	
	<u>Issued</u>	<u>Value (1)</u>	<u>Issued</u>	<u>Value (1)</u>	<u>Issued</u>	<u>Value (1)</u>	<u>Issued</u>	<u>Value(1)</u>
Residential	242	\$40,351,479	205	\$48,000,000	394	\$80,883,809	269	\$67,717,902
Commercial	131	67,197,164	149	21,149,000	126	37,492,139	71	35,897,511
Other	<u>1,027</u>	<u>9,722,497</u>	<u>934</u>	<u>44,901,700</u>	<u>816</u>	<u>15,734,652</u>	<u>739</u>	<u>19,234,829</u>
Total	<u>1,400</u>	<u>\$117,271,140</u>	<u>1,288</u>	<u>\$114,050,700</u>	<u>1,336</u>	<u>\$134,110,600</u>	<u>1,079</u>	<u>\$122,850,242</u>

Note: Residential includes residential property.
 Source: Calvert County Department of Inspections and Permits.
 (1) Values based on applicant’s estimates.

Land Use

Calvert County’s land use is predominantly agricultural and woodland, with about 51,492 acres or 37.5% having been developed. The following table shows the current estimated land use within Calvert County.

	<u>Acres*</u>	<u>Percentage</u>
Development	51,492	37.5%
Forest.....	62,819	45.74
Agricultural	19,622	14.29
Other	<u>3,395</u>	<u>2.47</u>
Total.....	<u>137,328</u>	<u>100.0%</u>

* Assessed properties only.
 Source: Maryland Department of State Planning, and Calvert County Department of Planning and Zoning.

LITIGATION

The County is a party to numerous legal proceedings of the type which normally occur in governmental operations. The pending legal proceedings are not, in the opinion of the County Attorney, John B. Norris, III, likely to have a material adverse impact on the County’s financial condition.

FINANCIAL ADVISOR

Davenport & Company LLC, Towson, Maryland, has rendered financial advice to the County in the preparation of this Official Statement.

SALE AT COMPETITIVE BIDDING

The Bonds were offered for sale by the County at competitive sale on May 6, 2014, in accordance with the official Notice of Sale (the form of which is attached as Appendix C). The interest rates shown on the inside front cover of this Official Statement are the interest rates to the County resulting from the award of the Bonds at the competitive sale. The yields or prices shown on the inside front cover of this Official Statement are based on information supplied to the County by the successful bidder. Any other information concerning the terms of reoffering of the Bonds, if any, including yields or prices, should be obtained from the successful bidder and not from the County.

RELIANCE ON ACCOUNTANTS

The financial statements included in Appendix A have been audited by Murphy & Murphy, CPA, LLC, independent certified public accountants for the County for fiscal year 2013, to the extent stated in their report included in Appendix A. The financial statements have been included in reliance upon the report of such firm, which report is given upon their authority in matters of auditing and accounting.

CERTIFICATE OF COUNTY OFFICIALS

Simultaneously with or before delivery of and payment for the Bonds, the County will furnish to the successful bidder a certificate of the President of the Board of County Commissioners of the County and the Director of Finance and Budget of the County which will state that, to the best of their knowledge and belief, this Official Statement (and any amendment or supplement hereto), as of the date of sale and as of the date of delivery of the Bonds, does not contain any untrue statement of a material fact and does not omit to state a material fact necessary to make the statements herein, in light of the circumstances under which they were made, not misleading and that between the date of sale and the date of delivery of the Bonds there has been no material adverse change in the financial position or revenues of the County, except as reflected or contemplated in this Official Statement (and any amendment or supplement hereto).

CONTINUING DISCLOSURE

In order to enable participating underwriters (as defined in SEC Rule 15c2-12) to comply with the requirements of paragraph (b)(5) of SEC Rule 15c2-12, the County will execute and deliver a continuing disclosure agreement (the "Continuing Disclosure Agreement") on or before the date of issuance and delivery of the Bonds. Pursuant to the Continuing Disclosure Agreement, among other things, the County will agree to provide, directly or through an intermediary, (i) to the Municipal Securities Rulemaking Board ("MSRB") in an electronic format prescribed by the MSRB, (A) annual financial information and operating data regarding (i) a summary of the County's revenues and expenditures, (ii) a summary of outstanding bonded indebtedness of the County, and (iii) the County's assessed values, tax rates, tax levies and collections; such information to be made available within 275 days after the end of the County's fiscal year, commencing with the fiscal year ending June 30, 2014; and (B) annual audited financial statements for the County, such information to be made available within 275 days after the end of the County's fiscal year, commencing with the fiscal year ending June 30, 2014, unless the audited financial statements are not available on or before such date, in which event said financial statements will be provided promptly when and if available, in which event the County will provide unaudited financial statements within said time period; (ii) in a timely manner, not in excess of ten business days after the occurrence of the event, to the MSRB in an electronic format prescribed by the MSRB, directly or through an intermediary, notice of the occurrence with respect to the Bonds of any of the Reportable Events (described below); and (iii) in a timely manner, to the MSRB in an electronic format prescribed by the MSRB, notice of a failure by the County to provide the required annual financial information and operating data within the applicable time periods specified in clauses (i)(A) and (i)(B) above. Reportable Events shall be defined as (i) principal and interest payment delinquencies; (ii) non-payment related defaults, if material; (iii) unscheduled draws on debt service reserves reflecting financial difficulties; (iv) unscheduled draws on credit enhancements reflecting financial difficulties; (v) substitution of credit or liquidity providers, or their failure to perform; (vi) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701 – TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax-exempt status of the Bonds; (vii) modifications to rights of bond holders, if material; (viii) bond calls, if material, and tender offers; (ix) defeasances; (x) release, substitution, or sale of property securing repayment of the Bonds, if material; (xi) rating changes; (xii) bankruptcy, insolvency, receivership or similar event of the obligated person; (xiii) the consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and (xiv) appointment of a successor or additional trustee, or the change of name of a trustee, if material. The definition of Reportable Events is intended to include all of the fourteen events specified in SEC Rule 15c2-12. It is noted that certain Reportable Events are expected to have no applicability to the Bonds, such as events relating to debt service reserves, credit enhancements and liquidity providers, and property or other collateral.

The County reserves the right to terminate its obligation to provide annual financial information and notices of Reportable Events, as set forth above, if and when the County no longer remains an obligated person with respect to the Bonds within the meaning of SEC Rule 15c2-12. The Continuing Disclosure Agreement will provide that the County may provide further or additional assurances that will become part of the County's obligations under the Continuing Disclosure Agreement.

In addition, the Continuing Disclosure Agreement may be amended by the County in its discretion provided that (i)(A) the amendment may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of the County as the obligated person with respect to the Bonds, or type of business conducted; (B) the Continuing Disclosure Agreement, as amended, would, in the opinion of nationally recognized bond counsel selected by the County, have complied with the requirements of SEC Rule 15c2-12(b)(5) at the time of the issuance of the Bonds, after taking into account any amendments or interpretations of this rule, as well as any change in circumstances; and (C) the amendment does not materially impair the interests of holders of the Bonds, as determined either by nationally recognized bond counsel selected by the County, or by an approving vote of the holders of at least 25% of the outstanding aggregate principal amount of Bonds, or (ii) the County receives an opinion of nationally recognized bond counsel selected by the County to the effect that such amendment is permitted or required by SEC Rule 15c2-12. The reasons for the County agreeing to provide any further or additional assurances or for any amendment and the impact of the change in the type of operating data or financial information being provided will be explained in information provided with the annual financial information containing the additional or amended operating data or financial information.

The Continuing Disclosure Agreement, and any claim made with respect to the performance by the County of its obligations thereunder, shall be governed by, subject to, and construed according to the laws of the State. The County shall be given written notice at the address set forth below of any claimed failure by the County to perform its obligations under the Continuing Disclosure Agreement, and the County shall be given 45 days to remedy any such claimed failure. Any suit or other proceeding seeking further redress with regard to any such claimed failure by the County must be filed in the Circuit Court of Calvert County, Maryland, and any party maintaining such suit or other proceeding shall be limited to specific performance as the adequate and exclusive remedy available in connection with such action. Written notice to the County shall be given to the Director of Finance and Budget of the County, Courthouse, 175 Main Street, Prince Frederick, Maryland 20678. The Continuing Disclosure Agreement constitutes an undertaking by the County that is independent of the County's obligations with respect to the Bonds; any breach or default by the County under the Continuing Disclosure Agreement shall not constitute or give rise to a breach or default under the Bonds.

The foregoing is a summary of certain provisions of the Continuing Disclosure Agreement. It is not a complete recital of the terms of the Continuing Disclosure Agreement, and reference should be made to the Continuing Disclosure Agreement for a complete statement of its terms.

The County has not failed to comply with any prior continuing disclosure undertaking made pursuant to SEC Rule 15c2-12.

MISCELLANEOUS

The information set forth in this Official Statement is subject to change without notice, and no implication is to be derived therefrom or from the sale of the Bonds that there has been no change in the affairs of the County from the date hereof. Any statements made in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are set forth as such and not as representations of fact, and no representation is made that any estimates will be realized.

This Official Statement is submitted in connection with the sale of the securities referred to herein and may not be reproduced or used, in whole or in part, for any other purpose. This Official Statement is not to be construed as a contract or agreement between the County and the purchasers or registered holders of any of the Bonds.

COUNTY COMMISSIONERS OF CALVERT COUNTY

By: /s/ PAT NUTTER
Pat Nutter
President of the Board of County
Commissioners of Calvert County

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Calvert County Maryland

Comprehensive Annual Financial Report

For the fiscal year ended June 30, 2013

Prepared by:
Department of Finance & Budget
Calvert County, Maryland

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COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

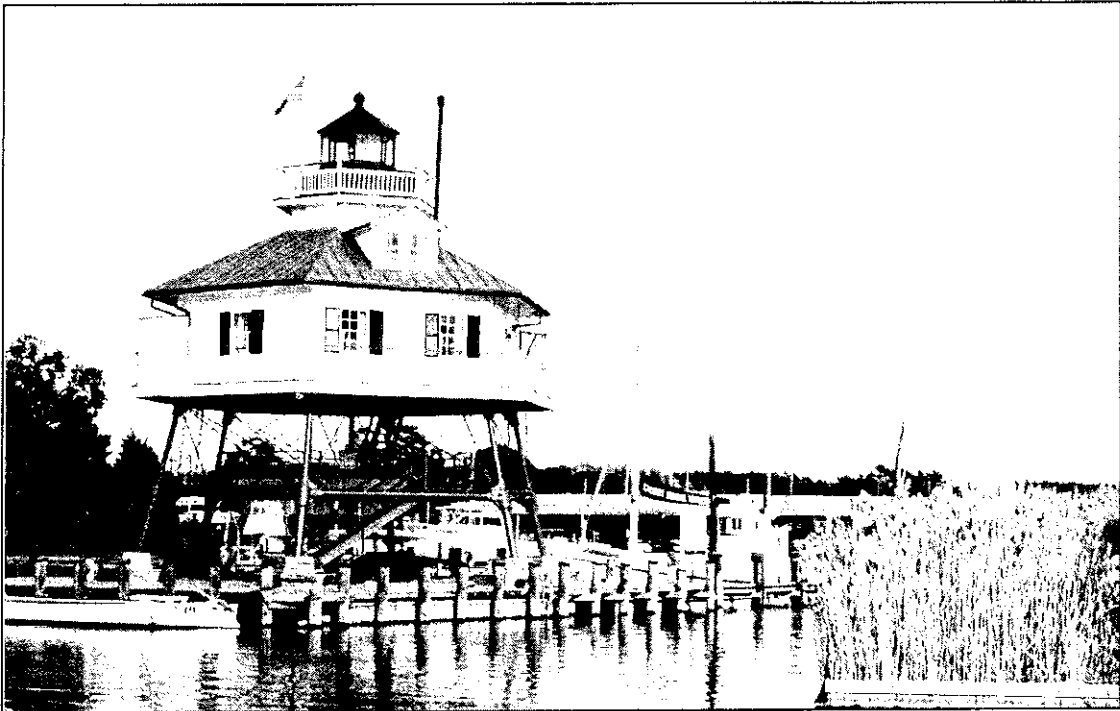
JUNE 30, 2013

TABLE OF CONTENTS

INTRODUCTORY SECTION	<u>PAGE</u>
Letter of Transmittal	i-v
Certificate of Achievement for Excellence in Financial Reporting	vi
Certain Elected and Appointed Officials	vii
Organizational Chart-Calvert County	viii
FINANCIAL SECTION	
Independent Auditor's Report	1-3
Management's Discussion and Analysis (required supplementary information)	4-15
Basic Financial Statements	
Statement of Net Position	16
Statement of Activities	17-18
Balance Sheet	19
Statement of Revenues, Expenditures and Changes in Fund Balance - Governmental Funds	20
Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balance of the Governmental Funds to the Statement of Activities	21
Statement of Net Position - Proprietary Funds	22
Statement of Revenue, Expenses and Changes in Fund Net Position - Proprietary Funds	23
Statement of Cash Flows - Proprietary Funds	24
Statement of Fiduciary Net Position	25
Statement of Changes in Fiduciary Net Position	26
Notes to Financial Statements	27-66
Required Supplementary Information	
Summary Schedule of Revenue and Expenditures, and Other Financing Sources and Uses - Budget and Actual (Budgetary Basis) - General Fund	67
Schedule of Pension Fund Funding Progress & Employer Contributions	
Calvert County Maryland Post-Employment Benefit Plan	68
Calvert County Employees Retirement Plan	69
Calvert County Sheriff's Department Plan	70
Length of Service Awards Program (Volunteer Fire Departments & Rescue Squads)	71

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THE
GARDEN CITY
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CALVERT COUNTY GOVERNMENT

Board of County Commissioners

Pat Nutter, President

Steven R. Weems, Vice President

Gerald W. Clark, Commissioner

Susan Shaw, Commissioner

Evan K. Slaughenhaupt Jr., Commissioner

December 23, 2013

Honorable Members of the Board of County Commissioners of Calvert County,
County Administrator and Citizens of Calvert County

The Comprehensive Annual Financial Report of Calvert County, Maryland for the Fiscal Year ended June 30, 2013, is hereby submitted. Calvert County Code of Public Local Law requires that Calvert County annually issue a report of its financial position and activity, and that this report be audited by certified public accountants. The County is also required to undergo an annual single audit in conformity with the provisions of the Single Audit Act of 1984 (as amended in 1996) and the provisions of the U.S. Office of Management and Budget (OMB) Circular A-133, *Audits of States, Local Governments, and Non Profit Organizations*. Responsibility for both the accuracy of the data and the completeness and reliability of all of the information presented in these reports rests with the County's management. To the best of our knowledge and belief, the enclosed data are accurate in all material respects and are reported in a manner that presents fairly the financial position and results of operations of Calvert County Government and its component units.

Management of the government is responsible for establishing and maintaining an internal control structure designed to ensure that the assets of the government are protected from loss, theft or misuse, and to ensure that adequate and accurate accounting data are compiled to allow for the preparation of financial statements in conformity with accounting principles generally accepted in the United State of America (GAAP). The internal control structure is designed to provide reasonable assurance that the financial statements will be free from material misstatement. The concept of reasonable assurance implies a high degree of assurance, constrained by the costs and benefits of establishing incremental control procedures. The cost of a control should not exceed the benefit to be derived from it.

Murphy & Murphy, CPA, LLC, Independent Certified Public Accountants have audited Calvert County Government's financial statements. The goal of the independent audit is to provide reasonable assurance that the financial statements of Calvert County Government

for the fiscal year ended June 30, 2013 are free of material misstatement. The independent audit involved examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. The independent auditor concluded based upon the audit, that there was a reasonable basis for rendering an unqualified (“clean”) opinion that the financial statements are fairly presented in conformity with GAAP. The auditor’s report is presented as the first component of the financial section of this report. Also prepared by the auditors is a “report on internal control over financial reporting and on compliance and other matters based on an audit of financial statements performed in accordance with government auditing standards”. This report is presented on pages 95 and 96.

GAAP require that management provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management’s Discussion and Analysis (MD&A). This letter of transmittal is designed to complement MD&A and should be read in conjunction with it. The Calvert County Government’s MD&A can be found immediately following the report of the independent auditors starting on page 4.

PROFILE OF THE GOVERNMENT

Calvert County, Maryland was formed as one of the original counties in Maryland in 1654 and has a Commissioner form of government. A board of five Commissioners governs the County and serves the executive and legislative functions. The Commissioners generally derive their authority from those powers and duties prescribed within the laws of the State of Maryland and the Code of Public Local Laws of Calvert County, Maryland. Election of the County Commissioners was amended by the Maryland General Assembly in 2013 so that "[b]eginning with the general election to be held in Calvert County in November 2014: (1) one county commissioner shall be a resident of and shall represent the first election district of the county; (2) one county commissioner shall be a resident of and shall represent the second election district of the county; (3) one county commissioner shall be a resident of and shall represent the third election district of the county; and(4) two county commissioners shall be residents of the county and shall represent the county at large.... Each candidate for the office of county commissioner shall specify at the time of filing a certificate of candidacy whether the candidate is seeking to represent the district in which the candidate resides or to represent the county at large.” (2013 Laws of Maryland, Chapter 310).

There are several other elected officials in Calvert County that include: Register of Wills, Sheriff, States Attorney, Treasurer, Mayor of the Town of Chesapeake Beach, Mayor of the Town of North Beach, Clerk of the Circuit Court, and five members of the Board of Education.

The Commissioners appoint a County Administrator who is responsible for the day-to-day administration of the County government. The Commissioners establish policy, enact ordinances, review and approve annual budgets, conduct public hearings and make decisions on land use matters. The Commissioners also appoint all department heads, members of boards and commissions and represent the county in dealings with other municipalities, the state and federal government. The office of the Commissioners is located at 175 Main Street, Prince Frederick, Maryland, 20678. The main phone number is 410-535-1600 and the website is www.co.cal.md.us.

Calvert County occupies 213 square miles, has 143 miles of shoreline, and serves a population of about 90,000. It is the smallest county in Southern Maryland. Despite recent growth, Calvert County retains its rural character and agrarian roots, offering good schools, a clean environment and good quality of life. Calvert is a peninsula, bounded by the Chesapeake Bay on the east and the Patuxent River on the west. Steep cliffs and woods predominate on the bay side, while along the Patuxent, rolling fields slip gently down to the river. The County's many creeks provide refuge for wildlife, as well as scenic areas for boating and fishing.

Prince Frederick, the County seat, is located 35 miles southeast of Washington, D.C. and 55 miles south of Baltimore. There are two incorporated towns in Calvert County: North Beach and Chesapeake Beach, located on the bay at the northeast corner of the county. In addition, the Comprehensive Plan identifies seven "town centers." These include (from north to south) Dunkirk, Owings, Huntingtown, Prince Frederick, St. Leonard, Lusby, and Solomons.

The County provides a full range of municipal services, including: public safety, construction and maintenance of highways and streets, sanitation, health and social services, culture/recreation, education, public improvements, planning and zoning, and general administrative services. The County is also financially accountable for legally separate entities which are reported separately within the County's financial statements. The entities that meet these criteria are the Calvert County Board of Education and the Economic Development Authority of Calvert County. Additional information on the component units can be found in Note 1.

Calvert County's annual operating and capital budget represents a comprehensive financial plan for the County effective each year on the first day of July. Each County department, agency, or board receiving county funds submits a budget request to the Commissioners at a public hearing, via the Department of Finance and Budget. Additional public hearings are conducted to obtain taxpayer comments. On or before July 1 of each year, the budget is legally enacted through passage of a resolution. No expenditure of county funds may be made in excess of appropriation at the fund level. A Summary Schedule of Revenues, Expenditures, and Other Financing Sources and Uses - Budget and Actual (budgetary basis) can be found on page 67 of this report. The capital projects fund budget is prepared on a project length basis and, accordingly, annual budgetary comparisons are not presented in the basic financial statements and supplemental information.

FACTORS AFFECTING FINANCIAL CONDITION

Local economy: Conservative fiscal management has allowed the County to maintain a sound financial position. Property taxes and income taxes provide the majority (91 percent, budgetary basis, in fiscal year 2013) of the revenue for the General Fund of the Calvert County Government. While property taxes continue trying to regain their footing in light of weakening property values, income tax receipts are at record levels. More of this same trend is expected for FY 2014.

Property tax, the largest revenue source, represented 63 percent of the total General Fund revenue for fiscal year 2013. Along with the rest of the Country, Calvert County's property values have decreased from peak levels. This decrease in value is expected to lower the real

property tax revenue in fiscal years 2014 and 2015. The number of residential building permits issued in fiscal year 2013 was 254, an increase of 9 percent or 21 permits from the prior fiscal year. Property taxes have been buoyed by public utility providers.

Income tax revenue, at 28 percent of the total General Fund revenue for fiscal year 2013, is directly affected by personal income levels, employment levels, and population growth. The median household income for Calvert County in 2011 was \$89,393, one of the highest in the nation for a county of our size. Income tax revenues were strong in FY 2013 and based on projections by the State of Maryland, moderate increases are expected to continue.

Long-term financial planning: Calvert County annually adopts a Capital Budget and prepares a five year Capital Improvement Plan. There is also a four year financial forecast prepared of general fund revenues and expenses that is included in the annual budget document. These are the County's primary financial management planning tools.

The fiscal year 2014 operating budget demonstrated that education and public safety are the top priorities of the County's administration. The capital improvements program budget for fiscal Year 2014 shows the same with public safety and education receiving the largest allocations.

The County continues its policy of maintaining a reserve of 8 percent of current budgeted General Fund expenditures to protect its high credit ratings and provide for a source of funds to be available in the event of "catastrophic" revenue short falls. The County maintains additional reserve funds as a means to handle potential revenue shortfalls, to fund one-time non-recurring expenditures, or in the event of emergency or unplanned expenditures. In addition, the County has assigned a portion of fund balances for future other post-employment benefits and accrued leave. The County has experienced regular credit rating upgrades in recent years. The latest ratings, received during fiscal year 2013, were Aa1 from Moody's Investors Service, Inc., AAA from Standard & Poor's, and AAA from Fitch Ratings.

In 1990, the County adopted a debt affordability model to ensure that the debt levels are kept at an affordable, manageable, moderate level. A debt policy was adopted in fiscal year 2009 to comply with the State of Maryland's new requirement. That policy was amended during fiscal year 2013 to reflect some economic changes. The guidelines created in 1990 and ratified in this amended policy, establish maximum acceptable debt ratios. These ratios and their maximum acceptable levels are: 1) debt to assessed value, 1.8 percent and 2) debt service as a percent of general fund revenue, 9.5 percent. Using fiscal year 2013 data, the County's current ratios are as follows: debt to assessed value is 1.06 percent and debt service to general fund revenue is steady from the prior year at 7.3 percent.

AWARDS AND ACKNOWLEDGEMENTS

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to Calvert County Government for its comprehensive annual financial report for the fiscal year ended June 30, 2012. In order to be awarded a Certificate of Achievement, a government must publish an easily readable and efficiently organized comprehensive annual financial report.

This report must satisfy both generally accepted accounting principles and applicable legal requirements.

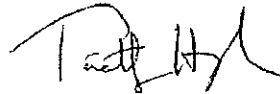
A Certificate of Achievement is valid for a period of one year only. We believe that our current comprehensive annual financial report continues to meet the Certificate of Achievement Program's requirements and we are submitting it to the GFOA to determine its eligibility for another certificate.

The County also received the GFOA Award for Distinguished Budget Presentation for its annual budget dated July 1, 2012 to June 30, 2013. In order to qualify for this Distinguished Budget Award, the County must publish a budget document that meets program criteria as a policy document, operations guide, financial plan, and communications medium. We believe our current budget continues to conform to program requirements and have submitted it to the GFOA to determine its eligibility for another award.

The preparation of the comprehensive annual financial report was made possible by the dedicated service of the entire staff of the Finance and Budget Department. Each member of the department has my sincere appreciation for the contributions made in the preparation of this report and accurately recording the day to day transactions that make up the report.

I would also like to thank the County Commissioners and the County Administrator for their leadership and support in planning and conducting the financial operations of the County in a responsible manner.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Tim Hayden", written in a cursive style.

Tim Hayden, CPA, CMA
Director, Finance and Budget



Government Finance Officers Association

**Certificate of
Achievement
for Excellence
in Financial
Reporting**

Presented to

**County Commissioners
of Calvert County, Maryland**

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2012

Executive Director/CEO

COUNTY COMMISSIONERS OF CALVERT COUNTY

CERTAIN ELECTED OFFICIALS

Pat Nutter
President, Board of County Commissioners

Steven R. Weems
Vice President, Board of County Commissioners

Susan Shaw
Commissioner

Gerald W. Clark
Commissioner

Evan K. Slaughenhaupt Jr.
Commissioner

Novalea Tracy-Soper
Treasurer

CERTAIN APPOINTED OFFICIALS

Terry L. Shannon
County Administrator

Timothy Hayden
Director of Finance and Budget

Thomas P. Barnett
Director of Planning and Zoning

Linda Vassallo
Director of Economic Development

Terry P. Carlson, P.E.
Director of Public Works

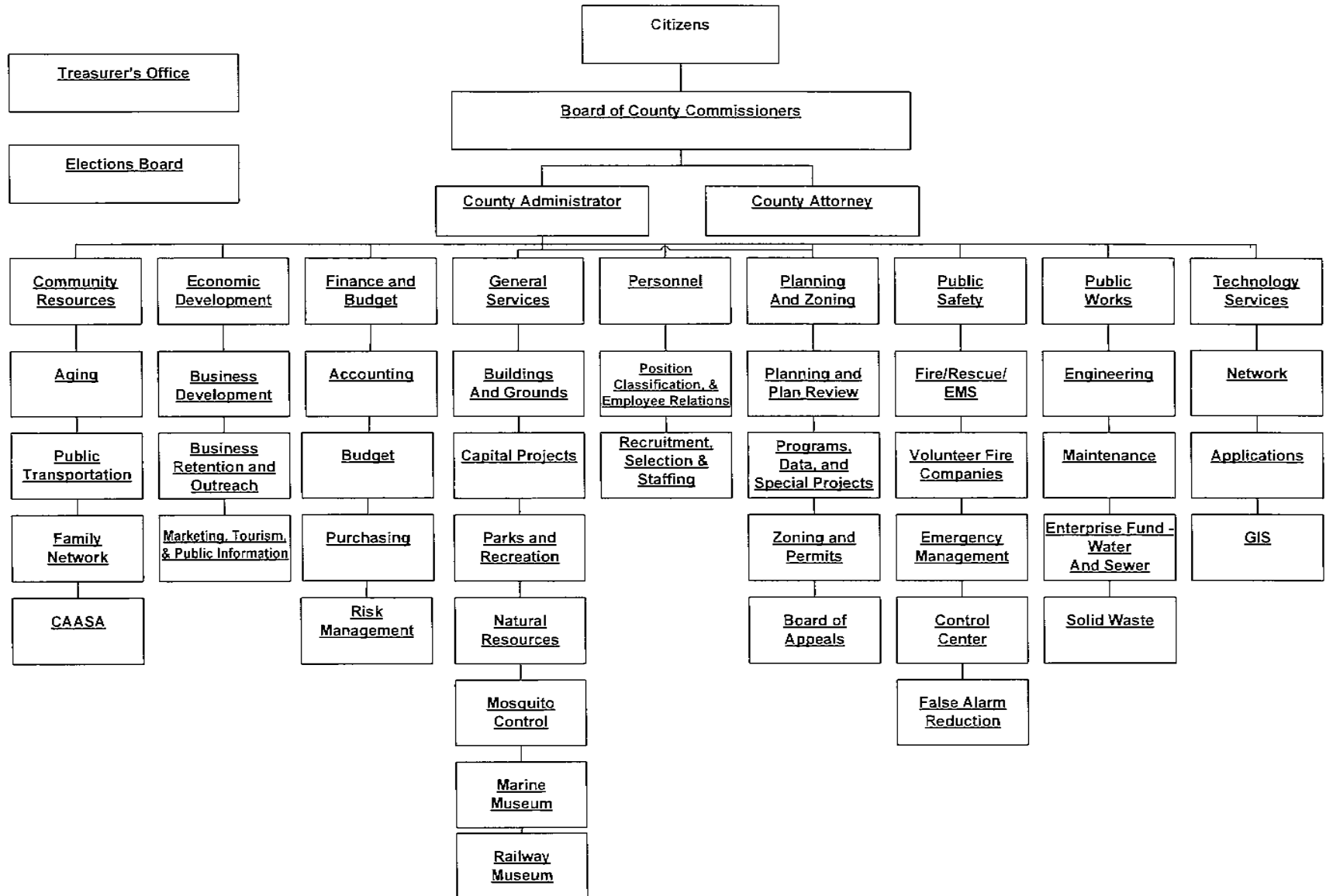
Jacqueline K. Vaughan
Director of Public Safety

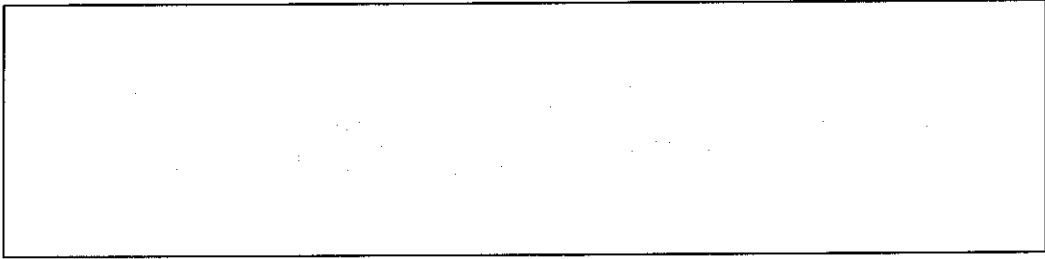
CALVERT COUNTY GOVERNMENT

175 Main Street, Prince Frederick, MD 20678

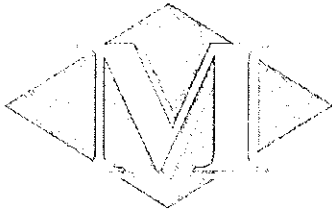
Local: 410-535-1600; Metro: 301-855-1243

calvertcounty@co.cal.md.us





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Murphy & Murphy, CPA, LLC
Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

To the County Commissioners of Calvert County, Maryland
Prince Frederick, Maryland

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County Commissioners of Calvert County, Maryland, as of and for the year ended June 30, 2013, and the related notes to the financial statements, which collectively comprise the County's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these 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 audit. We did not audit the financial statements of the Calvert County Board of Education, which represent 39 percent, 51 percent and 48 percent, respectively of the assets, net position and revenues of the total reporting entity. Those statements were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for the Calvert County Board of Education, is based solely on the report of the other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

108 La Grange Avenue ☎ La Plata, Maryland 20646-9592 ☎ (301) 609-7515 ☎ (301) 870-3677 ☎ Fax: (301) 609-7510

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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 entity's 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 entity's 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, based on our audit and the report of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County Commissioners of Calvert County, Maryland, as of June 30, 2013, and the respective changes in financial position, and, where applicable, cash flows thereof for the year 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, budgetary comparison information, and historical pension and other post employment benefit schedules on pages 4-15 and 67-71 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We and other auditors have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the County Commissioners of Calvert County, Maryland's basic financial statements. The introductory section, combining and

individual nonmajor fund financial statements and schedules, and statistical section, are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The combining and individual nonmajor fund financial statements and schedules are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied by us and the other auditors in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America by us and other auditors. In our opinion, based on our audit, the procedures performed as described above, and the report of the other auditors, the combining and individual nonmajor fund financial statements and schedules are fairly stated in all material respects in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied by us and the other auditors in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated December 20, 2013, on our consideration of the County Commissioners of Calvert County, Maryland's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the County Commissioners of Calvert County, Maryland's internal control over financial reporting and compliance.

Murphy & Murphy, CPA, LLC

Clinton, Maryland
December 20, 2013

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

MANAGEMENT'S DISCUSSION AND ANALYSIS

This section of the Annual Financial Report of Calvert County, Maryland presents a narrative overview and analysis of the financial activities of Calvert County Government for the fiscal year ended June 30, 2013. We encourage readers to use the information presented here in conjunction with the accompanying basic financial statements and the accompanying notes to those financial statements.

Financial Highlights

Government-wide:

- The assets of Calvert County Government exceeded its liabilities at the close of the most recent fiscal year by \$193.6 million (*net position*). 18 percent of this amount is attributable to the business-type activities that include the Water and Sewer Fund, the Solid Waste and Recycling Fund, and the Calvert Marine Museum. Of total net position, \$23.5 million (*unrestricted net position*) may be used to meet ongoing obligations to citizens and creditors (\$19.7 million of this amount is related to governmental activities and \$3.8 million is attributable to the business-type activities), \$18.0 million is restricted for specific purposes (*restricted net position*), and \$152.0 million is invested in capital assets, net of related debt. Included as restricted cash is \$28.4 million of which \$25.1 million represents bond proceeds.
- The government's total net position has decreased by \$14.3 million; a \$15.4 million decrease was related to the governmental activities and an increase of \$1.1 million was related to the business-type activities. The governmental decrease was due in part to a \$4.8 million decrease in the State's estimated unallocated income tax amount for Calvert County. \$2.2 million of the governmental activities decrease is related to the increase in net pension obligation.

Fund Level:

- In accordance with Governmental Accounting Standards Board Statement No. 54, effective for the year ended June 30, 2011, new fund balance categories were established for financial reporting purposes of all governmental funds. These new categories, nonspendable, restricted, committed, assigned, and unassigned, were established to enhance fund balance presentation and improve the usefulness of fund balance information.
- As of June 30, 2013, the County's governmental funds reported combined fund balances of \$113.3 million, a decrease of \$7.2 million from the prior year. Approximately 84.2 percent of this total amount, \$95.4 million is available to meet the County's current and future needs (*committed, assigned and unassigned*). Of this total, \$68.2 million (prior year, \$73.8 million) has been dedicated for certain purposes, including, \$30.5 million for approved capital projects, \$5.0 million for employee leave obligations payouts, \$6.1 million for purposes within special revenue funds and \$4.7 million for other post employment benefits (*GASB 45*).

- The proprietary funds operating revenue decreased by \$330,420 or 2.1 percent.
- At the close of the current fiscal year, the available fund balance for the General Fund was \$58.9 million (*committed, assigned and unassigned*), or 25.9 percent of total fiscal year 2013 General Fund budgetary expenditures and other financing uses. Nonspendable and restricted fund balance of the General Fund was \$8.1 million, or 12.1 percent of fund balance.
- Calvert County Government issued new general obligation bonds of \$6.6 million during fiscal year 2013. The purpose of this debt was to finance several major capital projects including Calvert High School, the Chesapeake Hills Golf Course, and the Calvert Marine Museum and water and sewer projects. In addition, \$11.0 million of bonds issued in 2003 and 2007 were refunded.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to Calvert County Government's basic financial statements. Calvert County Government's basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other required and non-required supplementary information.

Government-wide financial statements: The *government-wide financial statements* are designed to provide readers with a broad overview of Calvert County Government's finances, in a manner comparable to a private-sector business. The government-wide financial statements can be found on pages 16 to 18 of this report. These statements are described next:

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

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

Both of the government-wide financial statements distinguish functions of Calvert County Government that are principally supported by taxes and intergovernmental revenues (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of Calvert County Government include: general government, public safety, public works, health and hospitals, social services, education, recreation and culture, conservation of natural resources, urban development and housing, economic development, and debt service.

The business-type activities of Calvert County Government include: water and sewer, solid waste & recycling, and Calvert Marine Museum operations.

The government-wide financial statements include not only Calvert County Government itself (known as the *primary government*), but also legally separate component units. Calvert County Government has the following component units: Calvert County Board of Education and Economic Development Authority. Financial information for these *component units* is reported separately from the financial information presented for the primary government itself.

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

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

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities*.

Calvert County Government maintains 14 individual governmental funds: the General, Planning and Zoning, Board of Library Trustees, Parks and Recreation, the Chesapeake Hills Golf Course, Bar Library, Economic Development Authority Revolving Loan, Revolving Loan, Calvert County Family Network, Excise Tax, Economic Development Incentive, Grants, Land Preservation, and Capital Projects funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the general and capital projects funds with a summary of the other funds, referred to as nonmajor governmental funds.

Calvert County Government adopts an annual appropriated budget for its General Fund. To demonstrate compliance with this budget, a budgetary comparison statement has been provided for the General Fund, the County's primary fund. The summary schedule on a budgetary basis for the General Fund can be found in the *Required Supplementary Information* section on page 67 of this report.

Proprietary funds: Proprietary funds, also known as enterprise funds, are used to report the same functions presented as *business-type activities* in the government-wide financial statements. Calvert County Government uses enterprise funds to account for its water and sewer, solid waste

and recycling, and Calvert Marine Museum in the basic proprietary fund financials found on pages 22 to 24 of this report.

Fiduciary funds: Fiduciary funds are used to account for resources held for the benefit of parties outside the government. Fiduciary funds are *not* reflected in the government-wide financial statement because the resources of those funds are *not* available to support Calvert County Government's own programs. The accounting used for fiduciary funds is much like that used for proprietary funds. The basic fiduciary fund financial statements can be found on pages 25 and 26 of this report.

Notes to the financial statements: The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements are part of the basic financial statements and can be found on pages 27 to 66 of this report.

Other information: In addition to the basic financial statements and accompanying notes, this report also presents certain *required supplementary information, other supplementary information, and a statistical section* concerning Calvert County Government. Other supplementary information can be found beginning on page 72 of this report.

Government-wide Financial Analysis

This is the twelfth reporting period that the Governmental Accounting Standards Board (GASB) Statement No. 34 has been applied in the preparation of the financial statements of Calvert County Government.

As noted earlier, net position may serve over time as a useful indicator of a government's overall financial condition and position. In fiscal year 2013 assets exceeded liabilities by \$193.6 million (prior year, \$207.9 million).

As shown in the chart on the following page titled "Calvert County Government's Changes in Net Position" Calvert County Government's net position is divided into three categories:

- invested in capital assets, net of related debt;
 - 78.6 percent of total net position (71.7 percent, prior year)
- restricted net position;
 - 9.3 percent of total net position (9.7 percent, prior year)
- unrestricted net position
 - 12.1 percent of total net position (18.6 percent, prior year)

Investment in capital assets net of depreciation includes the County's purchases of land and easements, buildings, machinery, equipment, infrastructure and improvements, less any unmatured debt used to acquire those assets. The County uses these capital assets to provide services to citizens. Restricted net position are resources that are subject to external restrictions on how they may be used. Unrestricted net position may be used to meet the government's ongoing obligations to citizens and creditors.

The following table indicates the changes in net position for governmental and business-type activities:

Calvert County's Government's Change In Net Position									
	Governmental Activities			Business-type Activities			Total		
	2013	2012	Difference	2013	2012	Difference	2013	2012	Difference
Current and other assets	\$165,806,928	\$181,351,476	\$ (15,544,548)	\$ 10,855,500	\$ 9,203,698	\$ 1,651,802	\$176,662,428	\$190,555,174	\$ (13,892,746)
Capital assets	187,666,674	188,654,894	(988,220)	44,886,622	45,449,013	(562,391)	232,553,296	234,103,907	(1,550,611)
Total Assets	\$353,473,602	\$370,006,370	(16,532,768)	55,742,122	54,652,711	1,089,411	409,215,724	424,659,081	(15,443,357)
Long-term liabilities	\$141,803,206	\$139,517,739	\$ 2,285,467	\$ 17,066,822	\$ 17,401,677	\$ (334,855)	\$158,870,028	\$156,919,416	\$ 1,950,612
Other liabilities	52,900,668	56,370,650	(3,469,982)	3,801,128	3,466,001	335,127	56,701,795	59,836,651	(3,134,855)
Total Liabilities	\$194,703,874	\$195,888,389	(1,184,515)	20,867,950	20,867,678	272	215,571,824	216,756,067	(1,184,243)
Net Position:									
Invested in capital assets, net of related debt	\$123,176,653	\$119,780,770	\$ 3,395,883	\$ 28,900,840	\$ 29,333,105	\$ (432,265)	\$152,077,493	\$149,113,875	\$ 2,963,618
Restricted	15,851,697	18,047,917	(2,196,020)	2,187,836	2,130,523	57,313	18,039,733	20,178,440	(2,138,707)
Unrestricted	19,741,178	36,289,294	(16,548,116)	3,785,496	2,321,405	1,464,091	23,526,674	38,610,699	(15,084,025)
Total Net position	\$158,769,728	\$174,117,981	\$ (15,348,253)	\$ 34,874,172	\$ 33,785,033	\$ 1,089,139	\$193,643,900	\$207,903,014	\$ (14,259,114)

Governmental activities: Net position of the Governmental activities decreased by \$15.4 million (prior year, a decrease of \$32,672). Fiscal Year 2013's decrease was due in part to a \$4.8 million decrease in the State's estimated unallocated income tax amount for Calvert County and \$2.2 million of the governmental activities decrease is related to the increase in net pension obligation.

Business-type activities: Business-type activities increased Calvert County Government's net position by \$1.1 million (prior year, a decrease of \$70,829). This increase is the result of the Chesapeake Hills Golf Course fund type change and positive results of the Water and Sewer Fund, Solid Waste fund, and the Calvert Marine Museum.

The Board of County Commissioners began a seven year water and sewer rate plan in January 2006 to phase-in rate adjustments so that revenues will eventually cover the costs of operations. Until such time that the rates have been fully adjusted, the County plans to use reserves to fund the deficit for the Water and Sewer Fund. At the end of fiscal year 2013, the long term part of these advances total \$5.7 million. This deficit is anticipated to be in excess of \$7.0 million at the end of the phase-in period. The Board of County Commissioners will determine the payback method of this amount when the phase-in is complete.

The Water and Sewer had an increase in net position of \$547,380, primarily due to the final year of the new rate structure. The Solid Waste and Recycling Fund had an increase in net position of \$324,724, explained by positive operating results. Lowered revenues due to the economically sensitive waste stream were offset by strong cost controls. The Calvert Marine Museum had an increase of \$217,035 in net position.

The chart on the following page reflects the revenues and program expenses for the governmental and the business-type activities and the changes in net position for the year ended June 30:

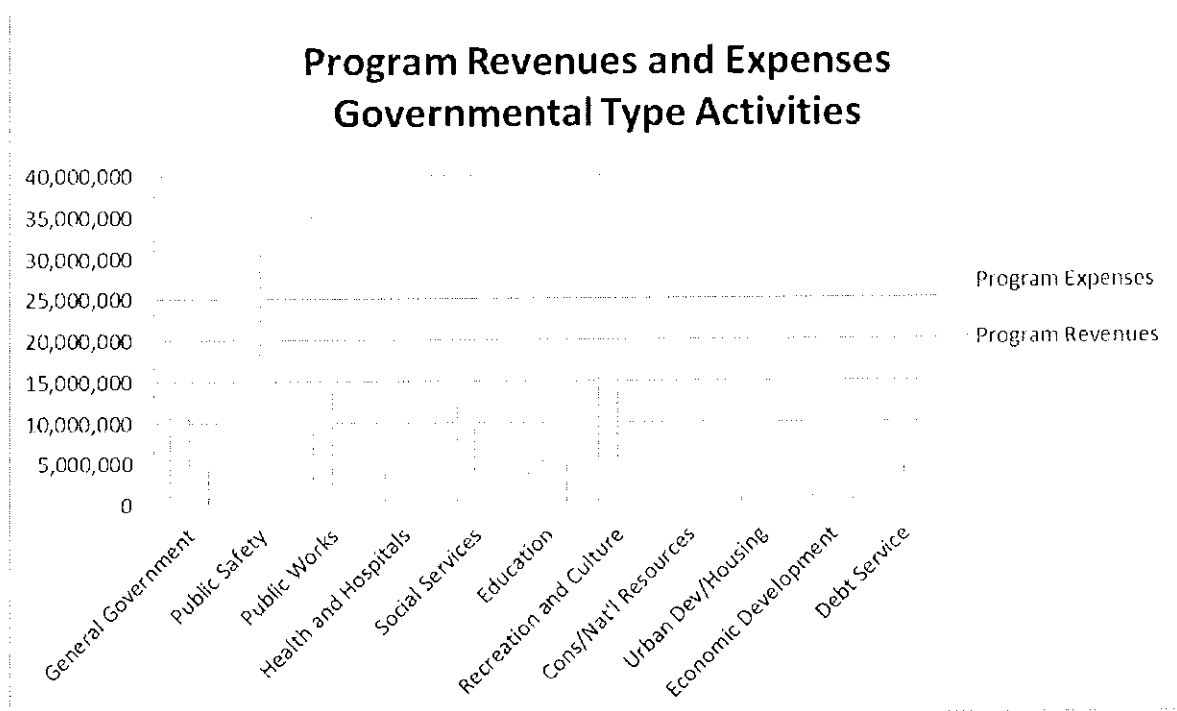
Calvert County Government Schedule of Activities and Changes in Net Position

	Governmental Activities			Business-type Activities			Total		
	2013	2012	Difference	2013	2012	Difference	2013	2012	Difference
Revenues									
Program Revenues									
Charges for services	\$ 14,638,129	\$ 14,949,058	\$ (310,929)	\$ 17,026,826	\$ 17,199,303	\$ (172,477)	31,664,955	\$ 32,148,361	\$ (483,406)
Operating grants and contributions	5,518,196	13,628,508	(8,110,312)	459,990	835,248	(375,258)	5,978,186	14,463,756	(8,485,570)
Capital grants and contributions	2,009,948	938,224	1,071,724	928,073	65,374	862,699	2,938,021	1,003,598	1,934,423
General Revenues:									
Property taxes	145,034,029	150,000,842	(4,966,813)	-	-	-	145,034,029	150,000,842	(4,966,813)
Income taxes	60,726,847	63,576,777	(2,849,930)	-	-	-	60,726,847	63,576,777	(2,849,930)
Other taxes	8,001,839	6,530,982	1,470,857	-	-	-	8,001,839	6,530,982	1,470,857
Investment earnings	367,372	1,132,781	(765,409)	115,112	71,276	43,836	482,484	1,204,057	(721,573)
Total revenues	236,296,360	250,757,172	(14,460,812)	18,530,001	18,171,201	358,800	254,826,361	268,928,373	(14,102,012)
Expenses									
Program Expenses									
General Government	10,872,517	20,481,137	(9,608,620)	-	-	-	10,872,517	20,481,137	(9,608,620)
Public Safety	33,874,212	31,706,576	2,167,636	-	-	-	33,874,212	31,706,576	2,167,636
Public Works	14,672,326	17,878,045	(3,205,719)	-	-	-	14,672,326	17,878,045	(3,205,719)
Health and Hospitals	3,670,682	3,408,940	261,742	-	-	-	3,670,682	3,408,940	261,742
Social Services	11,925,326	10,645,671	1,279,655	-	-	-	11,925,326	10,645,671	1,279,655
Education	5,278,673	4,405,156	873,517	-	-	-	5,278,673	4,405,156	873,517
Board of Education	141,921,641	129,427,039	12,494,602	-	-	-	141,921,641	129,427,039	12,494,602
Recreation and Culture	15,701,100	16,783,198	(1,082,098)	-	-	-	15,701,100	16,783,198	(1,082,098)
Cons/Nat'l Resources	2,934,998	4,543,744	(1,608,746)	-	-	-	2,934,998	4,543,744	(1,608,746)
Urban Dev/Housing	2,050,230	2,170,117	(119,887)	-	-	-	2,050,230	2,170,117	(119,887)
Economic Development	1,465,743	1,592,887	(127,144)	-	-	-	1,465,743	1,592,887	(127,144)
Debt Service	4,784,558	4,980,102	(195,544)	-	-	-	4,784,558	4,980,102	(195,544)
Water and Sewer	-	-	-	7,101,088	6,707,332	393,756	7,101,088	6,707,332	393,756
Solid Waste	-	-	-	9,285,367	10,717,986	(1,432,619)	9,285,367	10,717,986	(1,432,619)
Culture	-	-	-	3,547,014	3,583,944	(36,930)	3,547,014	3,583,944	(36,930)
Total expenses	249,152,006	248,022,612	1,129,394	19,933,469	21,009,262	(1,075,793)	269,085,475	269,031,874	53,601
Excess (Deficiency) of revenues over expenses	(12,855,646)	2,734,560	(15,590,206)	(1,403,468)	(2,838,061)	1,434,593	(14,259,114)	(103,501)	(14,155,613)
Transfers	(2,492,607)	(2,767,232)	274,625	2,492,607	2,767,232	(274,625)	-	-	-
Change in net position	(15,348,253)	(32,672)	(15,315,581)	1,089,139	(70,829)	1,159,968	(14,259,114)	(103,501)	(14,155,613)
Net position - beginning	174,117,981	174,150,653	(32,672)	33,785,033	33,855,862	(70,829)	207,903,014	208,006,515	(103,501)
Net position - ending	\$ 158,769,728	\$ 174,117,981	\$ (15,348,253)	\$ 34,874,172	\$ 33,785,033	\$ 1,089,139	\$ 193,643,900	\$ 207,903,014	\$ (14,259,114)

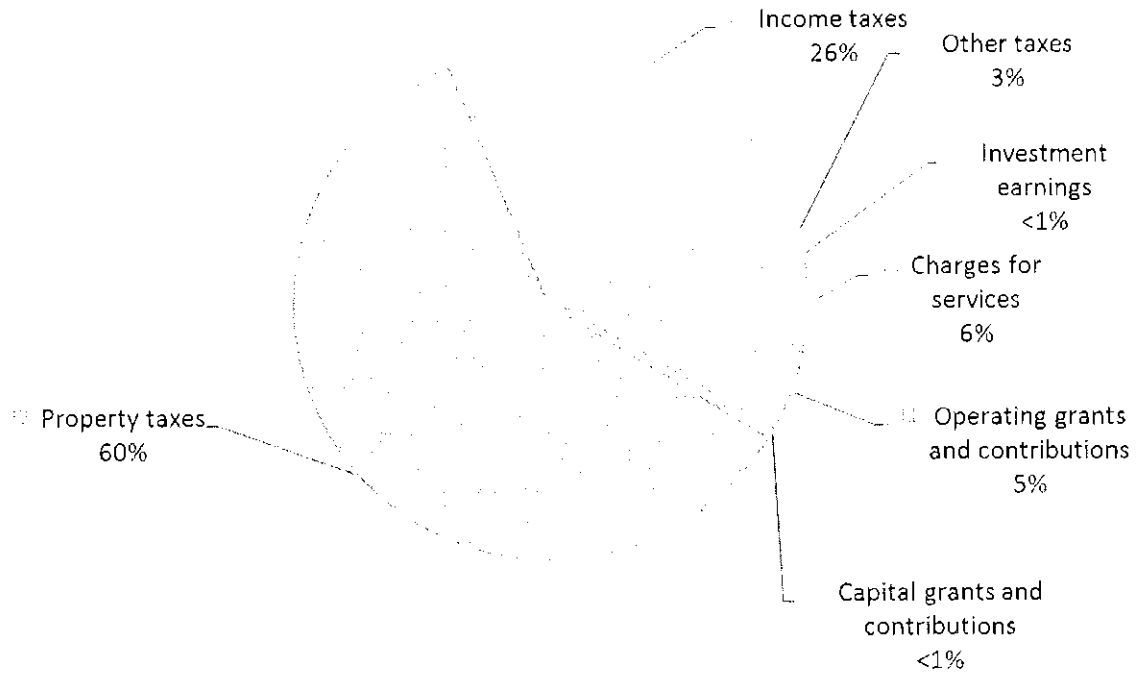
The two most significant differences in the revenue section are related to operating grants and contributions and property taxes. The \$8.1 million difference in the operating grants and contributions is mostly the result of an FY2012 transfer from the County’s Board of Education (BOE). This transfer was intended to assist the County with the funding of the Other Post-Employment Benefits Trust fund, co-owned by the County and BOE. The Property tax decrease of \$5.0 million is due primarily to declining state property assessments.

The majority of the differences noted in the expense section are related to classifying by function completed capital assets. The \$12.5 million Board of Education difference, for example, is the result of multi-year capital projects that were completed in FY 2013. Although the expenses were incurred in the capital project fund, the “functional aspect” of the expense is used to “capitalize” the asset. Remember that the modified GAAP statements show these capital assets as expenses and those expenses are reclassified (by lowering the expense) and recording the capital asset for the Statement of Net Position.

The next two charts use data from the Statement of Activities that matches governmental program revenues and expenses by function. The Board of Education is not included because at 52 percent of the total program expenses the chart becomes meaningless for comparison purposes:

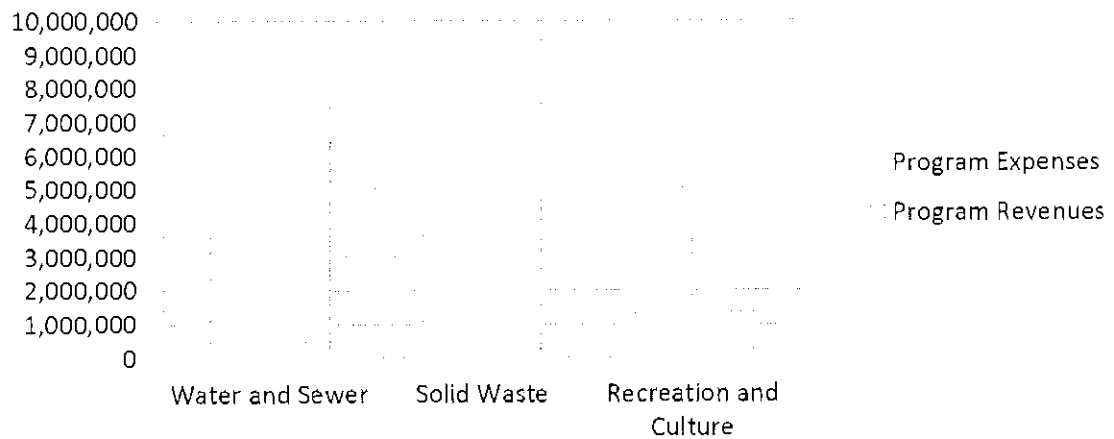


Revenues by Source Governmental Activities

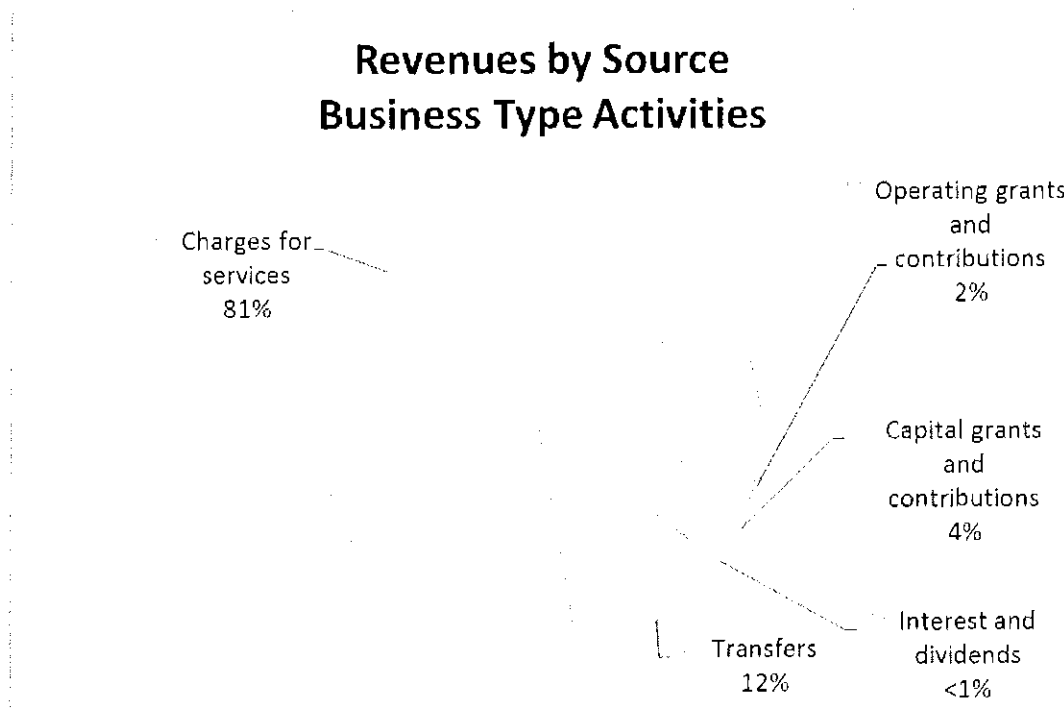


This chart uses the Statement of Activities data to display a comparison of the business-type activities program revenue and expenses:

Program Revenues and Expenses Business Type Activities



This chart uses the revenues from the Statement of Activities to display a comparison of the business-type activities revenues by source:



Financial Analysis of the Government's Funds

As noted earlier, Calvert County Government uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

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

As reported on the balance sheet of the governmental funds, the total governmental funds combined fund balance is \$113.4 million (prior year, \$120.6 million), a decrease of \$7.2 million (prior year, increase of \$8.4 million). The capital projects fund saw the largest part of this decrease. General Obligation bonds with a par value of \$5.6 million were refunded and \$17.7 million of capital project expenses were incurred, both of which would impact that fund balance.

Approximately 84 percent (prior year, 84 percent) of this amount, \$95.4 million (prior year, \$101.2 million) constitutes *committed, assigned and unassigned fund balance*, which is available for spending at the government's discretion. It should be noted that \$68.2 million (prior year, \$73.8 million) of this amount has been *committed or assigned* for certain purposes. The remainder of fund balance, \$18.0 million or 15.8 percent, is *nonspendable and restricted* to indicate that it is not available for new spending because it has already been dedicated: 1) to

liquidate contracts and purchase orders of the prior period, 2) for inventories, or 3) dedicated for a variety of constrained purposes. Additional details of fund balance are presented in Note 8 within the notes section of these financial statements.

The General Fund is the chief operating fund of Calvert County Government. At the end of the current fiscal year, the assigned and unassigned fund balance of the General Fund was \$37.0 million (prior year, \$35.5 million), while total fund balance was \$67.0 million (prior year, \$67.2 million). As a measure of the General Fund's liquidity, it may be useful to compare both assigned and unassigned fund balance and total fund balance to total fund expenditures. Assigned and unassigned fund balance represents 16.2 percent of the total General Fund budgetary expenditures and other financing uses (prior year, 15.0 percent), while total fund balance represents 29.5 percent (prior year, 28.0 percent) of that same amount.

The fund balance of Calvert County Government's General Fund decreased by \$144,852 (prior year decrease of \$27,381). As noted previously, staff had estimated fiscal year 2013 would have surplus funds and used some of that funding to pay for anticipated fiscal year 2014 expenses. Many revenue and expense line item variances resulted in the County's budgetary loss of \$1,777,678.

The Capital Projects Fund has a total fund balance of \$30.5 million (prior year, \$36.1 million) of which the balance is committed or assigned for future capital project expenditures. Unspent bond proceeds of \$20.3 million make up 66.6 percent of the total fund balance (prior year, \$23.3 million, 64.5 percent).

Proprietary funds: Calvert County Government's proprietary fund statements provide the same type of information found in the government-wide financial statements, but in more detail. Overall the net position of the proprietary funds increased \$1.1 million (prior year, decrease of \$70,829). At the end of the year, unrestricted net position of the Water and Sewer Fund amounted to negative \$.8 million (prior year, negative \$1.7 million). The Solid Waste and Recycling Fund reported \$4.3 million in unrestricted net position (prior year, \$3.7 million). The Calvert Marine Museum ended the year with \$3.7 million of total net position (prior year, \$3.5 million).

General Fund Budgetary Highlights

The final budget for the General Fund was increased by \$5.4 million over the original budget (prior year, \$8.6 million increase). The majority of the budget adjustment was related to appropriation of fund balance which was increased to fund a contribution to the County's Other Post-Employment Benefits (OPEB) trust fund and to provide funding for a voluntary retirement incentive. Overall expenditures were less than the final budget by \$2.9 million. There are many variances within the 1,500 budgeted line items of the general fund. Three notable positive variances are utilities, with a \$539,645 savings, transfers, with a \$393,446 savings and contracted service savings throughout the general fund of \$402,574. Revenues were \$4.7 million less than the final budgetary estimates. \$3.8 million of this difference can be explained by a planned use of fund balance that would not impact actual revenues. \$1.8 of this difference is due to a decrease in income tax.

Capital Asset and Debt Administration

Capital assets: Calvert County Government's investment in capital assets for its governmental and business-type activities as of June 30, 2013, amounts to \$232.6 million (prior year, \$234.1 million), net of accumulated depreciation. This investment in capital assets includes: land, land development rights, construction in progress, buildings, improvements, machinery and equipment, and infrastructure.

Calvert County's Government's Capital Assets
(Net of Depreciation)

	Governmental Activities			Business-type Activities			Total		
	2013	2012	Difference	2013	2012	Difference	2013	2012	Difference
Land	\$ 34,671,339	\$ 32,263,348	\$ 2,407,991	\$ 3,074,352	\$ 3,074,352	\$ -	\$ 37,745,691	\$ 35,337,700	\$ 2,407,991
Land development rights	11,245,305	11,245,305	-	-	-	-	11,245,305	11,245,305	-
Construction in progress	8,891,051	13,205,508	(4,314,457)	2,710,682	3,050,400	(339,718)	11,601,733	16,255,908	(4,654,175)
Buildings	36,537,227	34,849,557	1,687,670	22,703,459	24,489,625	(1,786,166)	59,240,686	59,339,182	(98,496)
Improvements	19,800,392	20,419,528	(619,136)	9,193,181	7,696,062	1,497,119	28,993,573	28,115,580	877,993
Machinery and equipment	14,864,492	14,430,512	433,980	7,204,948	7,126,430	78,518	22,069,440	21,556,942	512,498
Infrastructure	61,656,868	62,241,136	(584,268)	-	-	-	61,656,868	62,241,136	(584,268)
Total Capital Assets	\$187,666,674	\$188,654,894	\$ (988,220)	\$ 44,886,622	\$ 45,436,869	\$ (550,247)	\$232,553,296	\$234,091,763	\$ (1,538,467)

Major capital asset events during the current fiscal year included the following:

- Completed the Substance Abuse Facility with a cost of \$2.8 million.
- Completed construction of Boyds Turn Road with a total capitalized cost of \$2.4 million.
- Completed work on the Barstow Gas Remediation with a cost of \$542 thousand.

Additional information on Calvert County's capital assets can be found in Note 6 of this report.

Long-term debt: At the end of the current fiscal year, Calvert County Government had total general obligation debt and notes payable outstanding of \$146.9 million (prior year, \$146.8 million). The full faith and credit and unlimited taxing power of the County are irrevocably pledged to levy and collect taxes in order to provide for the payment of principal and interest due on the debt. Of this amount, \$16.5 million (prior year, \$16.6 million) are considered self-supporting bonds, funded through various surcharges and assessments related to the operation of the water and sewerage, and solid waste and recycling systems. Within the governmental activities are the \$7.9 million (prior year, \$7.9 million) in installment purchase agreements for the land preservation program. The principal amount is supported by US Treasury Strip securities.

Calvert County's Government's Outstanding Debt

	Governmental Activities			Business-type Activities			Total		
	2013	2012	Difference	2013	2012	Difference	2013	2012	Difference
General obligation debt	\$ 130,246,113	\$ 130,058,040	188,073	\$ 10,800,070	\$ 10,167,661	632,409	141,046,183	140,225,701	820,482
Notes payable	141,056	158,794	(17,738)	5,698,674	6,412,663	(713,989)	5,839,730	6,571,457	(731,727)
Land preservation program	7,933,355	7,933,355	-	-	-	-	7,933,355	7,933,355	-
Total Bonded Debt	\$ 138,320,524	\$ 138,150,189	\$ 170,335	\$ 16,498,744	\$ 16,580,324	\$ (81,580)	\$ 154,819,268	\$ 154,730,513	\$ 88,755

Calvert County Government's total general obligation bonded debt increased by \$.8 million, (prior year, a decrease of \$1.6 million), or 1.0 percent during the current fiscal year (prior year, a decrease of 1.0 percent).

In May 2013, the County's credit ratings were reaffirmed by the three major rating agencies. The current ratings follow:

Standard & Poor's	"AAA"
Fitch Ratings	"AAA"
Moody's Investors Service, Inc.	"Aa1"

In 1990, the County adopted a debt affordability model to ensure that the debt levels are kept at an affordable, manageable, moderate level. A debt policy was adopted in FY 2010 to comply with the State of Maryland's new requirement. The guidelines created in 1990 and ratified in the policy, establish maximum acceptable debt ratios. These ratios and their maximum acceptable levels are: 1) debt to assessed value, 4.5 percent, 2) debt service as a percent of general fund revenue, 9.5 percent, and 3) debt per capita \$1,500. Using fiscal year 2013 data, the County's current ratios are as follows: debt to assessed value is 1.04 percent, debt service to general fund revenue is 7.3 percent, and debt per capita is \$1,387.

Additional information on Calvert County Government's long-term debt can be found in Note 7 of this report.

Economic Factors and Fiscal Year 2014's Budgets and Rates

- The estimated median household income of County residents for calendar year 2012 is \$87,449 (\$89,393 in 2011), a decrease of 2.2 percent. There was a .6 percent increase from calendar year 2010 to 2011.
- The unemployment rate for the County and the State of Maryland remained relatively flat from 2012 to 2013 at 5.7 percent and 5.9 percent, respectively.
- Real property tax assessments for the third of the County that was reassessed for fiscal year 2013 were down on average 11.4 percent.

All of these factors were considered in preparing the Calvert County Government's budget for the 2014 fiscal year. Calvert County Government has adopted a balanced budget for fiscal year 2014.

Requests for Information

This financial report is designed to provide a general overview of Calvert County Government's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Department of Finance and Budget, Calvert County Government, 175 Main Street, Prince Frederick, MD 20678.

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COUNTY COMMISSIONERS OF CALVERT COUNTY
CALVERT COUNTY, MARYLAND

BASIC FINANCIAL STATEMENTS

JUNE 30, 2013

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COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF NET POSITION
JUNE 30, 2013**

	Primary Government			Component Units	
	Governmental Activities	Business- Type Activities	Total	Board of Education	Economic Development Authority
ASSETS					
Cash, cash equivalents and investments	\$ 112,747,005	\$ 661,170	\$ 113,408,175	\$ 21,860,470	\$ 1,765,357
Receivables					
Taxes	8,496,810	-	8,496,810	-	-
Special assessments	1,059,263	-	1,059,263	-	-
Accounts	16,101,191	2,711,772	18,812,963	-	-
Notes	5,085,775	246,621	5,332,396	-	36,417
Accrued interest	28,072	7,387	35,459	-	2,715
Other	-	-	-	188,687	-
Due from primary government	-	-	-	10,598,730	157,808
Internal balances	1,151,270	(1,151,270)	-	-	-
Due from other governments	-	-	-	5,761,418	-
Deferred expenses	-	109,486	109,486	-	-
Prepaid costs	-	10,380	10,380	13,371	-
Inventory	326,735	107,662	434,397	114,638	-
Net pension asset	530,857	-	530,857	-	-
Restricted assets					
Cash	20,279,950	8,152,292	28,432,242	-	-
Capital assets not being depreciated	54,807,695	5,785,034	60,592,729	17,151,890	22,191
Depreciable capital assets - net	132,858,979	39,101,588	171,960,567	206,634,529	-
Total assets	353,473,602	55,742,122	409,215,724	262,323,733	1,984,488
LIABILITIES					
Accounts payable	4,104,317	1,767,504	5,871,821	3,592,525	-
Notes payable	71,600	-	71,600	-	-
Accrued liabilities	11,432,489	494,848	11,927,337	17,297,338	-
Due to other governments	6,896,933	-	6,896,933	-	-
Due to component units	10,756,538	-	10,756,538	-	-
Compensated absences, current portion	1,260,676	100,000	1,360,676	2,097,500	-
Long-term debt, current portion	12,227,386	1,338,324	13,565,710	-	-
Estimated postclosure costs, current portion	30,000	65,000	95,000	-	-
Unearned revenue	6,120,729	35,452	6,156,181	4,332,176	-
Noncurrent liabilities:					
Net pension obligation	7,455,056	-	7,455,056	26,028,847	-
Compensated absences, net of current portion	7,865,012	411,885	8,276,897	1,367,322	-
Long-term debt, net of current portion	119,019,917	14,647,458	133,667,375	-	-
Bond premium/deferred loss of refunding	7,073,221	512,962	7,586,183	-	-
Estimated postclosure costs, net of current portion	390,000	1,494,517	1,884,517	-	-
Total liabilities	194,703,874	20,867,950	215,571,824	54,715,708	-
NET POSITION					
Invested in capital assets, net of related debt	123,176,653	28,900,840	152,077,493	223,786,419	22,191
<u>Restricted for</u>					
Capital projects	4,225,421	-	4,225,421	-	-
Grants	129,048	-	129,048	488,467	-
Land Preservation	9,685,220	-	9,685,220	-	-
Parks and Recreation	1,119,264	-	1,119,264	-	-
Restricted capital connections	-	1,665,715	1,665,715	-	-
Planning and Zoning	24,535	-	24,535	-	-
Bar library	10,435	-	10,435	-	-
Revolving loan	12,100	-	12,100	-	-
Economic Development Authority revolving loan	326,077	-	326,077	-	-
Economic Development incentive	309,553	-	309,553	-	-
Board of Library Trustees	10,244	-	10,244	-	-
Gifts and bequests	-	522,121	522,121	-	-
Unrestricted	19,741,178	3,785,496	23,526,674	(16,666,861)	1,962,297
Total net position	\$ 158,769,728	\$ 34,874,172	\$ 193,643,900	\$ 207,608,025	\$ 1,984,488

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2013**

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>		
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>
Primary Government:				
<u>Governmental activities:</u>				
General government	\$ 10,872,517	\$ 1,349,510	\$ 986,589	\$ 56,225
Public safety	33,874,212	4,475,814	2,385,442	1,948,723
Public works	14,672,326	984,717	-	-
Health and hospital	3,670,682	150,278	5,203	-
Social services	11,925,326	76,764	1,743,223	-
Education	5,278,673	-	-	-
Board of Education	141,921,641	-	-	-
Recreation and culture	15,701,100	4,329,356	397,739	5,000
Conservation and natural resources	2,934,998	1,623,509	-	-
Urban development and housing	2,050,230	1,133,168	-	-
Economic development	1,465,743	508,714	-	-
Interest on long-term debt	4,784,558	6,299	-	-
Total governmental activities	<u>249,152,006</u>	<u>14,638,129</u>	<u>5,518,196</u>	<u>2,009,948</u>
<u>Business-Type activities:</u>				
Water and sewer	7,101,088	7,248,491	69,754	251,509
Solid waste	9,285,367	9,414,487	72,066	-
Recreation and culture	3,547,014	363,848	318,170	676,564
Total business-type activities	<u>19,933,469</u>	<u>17,026,826</u>	<u>459,990</u>	<u>928,073</u>
Total primary government	<u>\$ 269,085,475</u>	<u>\$ 31,664,955</u>	<u>\$ 5,978,186</u>	<u>\$ 2,938,021</u>
Component Units:				
School district	234,578,419	3,863,666	46,222,786	10,870,186
Economic development	1,134	1,526	-	-
Total component units	<u>\$ 234,579,553</u>	<u>\$ 3,865,192</u>	<u>\$ 46,222,786</u>	<u>\$ 10,870,186</u>

General Revenues:

Property taxes
Income taxes
Recordation taxes
Admission and amusement taxes
Franchise taxes
Other miscellaneous taxes
Interest and dividends
Unrestricted local appropriations, state and federal aid
Transfers
Total general revenues and transfers
Change in net position

Net position - beginning

Net position - ending

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2013**

Net (Expense) Revenue and Changes in Net Position				
Primary Government			Component Units	
Governmental Activities	Business-type Activities	Total	Board of Education	Economic Development Authority
\$ (8,480,193)	\$ -	\$ (8,480,193)	\$ -	\$ -
(25,064,233)	-	(25,064,233)	-	-
(13,687,609)	-	(13,687,609)	-	-
(3,515,201)	-	(3,515,201)	-	-
(10,105,339)	-	(10,105,339)	-	-
(5,278,673)	-	(5,278,673)	-	-
(141,921,641)	-	(141,921,641)	-	-
(10,969,005)	-	(10,969,005)	-	-
(1,311,489)	-	(1,311,489)	-	-
(917,062)	-	(917,062)	-	-
(957,029)	-	(957,029)	-	-
(4,778,259)	-	(4,778,259)	-	-
<u>(226,985,733)</u>	<u>-</u>	<u>(226,985,733)</u>	<u>-</u>	<u>-</u>
-	468,666	468,666	-	-
-	201,186	201,186	-	-
-	(2,188,432)	(2,188,432)	-	-
<u>-</u>	<u>(1,518,580)</u>	<u>(1,518,580)</u>	<u>-</u>	<u>-</u>
<u>\$ (226,985,733)</u>	<u>\$ (1,518,580)</u>	<u>\$ (228,504,313)</u>	<u>\$ -</u>	<u>\$ -</u>
-	-	-	(173,621,781)	-
-	-	-	-	392
<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ (173,621,781)</u>	<u>\$ 392</u>
145,034,029	-	145,034,029	-	-
60,726,847	-	60,726,847	-	-
6,459,376	-	6,459,376	-	-
29,720	-	29,720	-	-
1,274,815	-	1,274,815	-	-
237,928	-	237,928	-	-
367,372	115,112	482,484	8,335	6,641
-	-	-	172,634,276	-
(2,492,607)	2,492,607	-	-	-
<u>211,637,480</u>	<u>2,607,719</u>	<u>214,245,199</u>	<u>172,642,611</u>	<u>6,641</u>
(15,348,253)	1,089,139	(14,259,114)	(979,170)	7,033
<u>174,117,981</u>	<u>33,785,033</u>	<u>207,903,014</u>	<u>208,587,195</u>	<u>1,977,455</u>
<u>\$ 158,769,728</u>	<u>\$ 34,874,172</u>	<u>\$ 193,643,900</u>	<u>\$ 207,608,025</u>	<u>\$ 1,984,488</u>

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2013

	<u>General Fund</u>	<u>Capital Projects</u>	<u>Nonmajor Governmental Funds</u>	<u>Total Governmental Funds</u>
ASSETS				
Cash, cash equivalents and investments	\$ 105,624,819	\$ -	\$ 7,122,186	\$ 112,747,005
Receivables:				
Taxes	7,671,554	-	825,256	8,496,810
Special assessments	1,059,263	-	-	1,059,263
Accounts	14,962,814	-	1,138,377	16,101,191
Notes	4,880,117	-	205,658	5,085,775
Accrued interest	27,943	129	-	28,072
Due from other funds	7,012,255	10,976,318	9,862,513	27,851,086
Due from other governments	-	-	-	-
Inventory	296,272	-	30,463	326,735
Restricted assets				
Cash and investments	-	20,279,950	-	20,279,950
Total assets	<u>\$ 141,535,037</u>	<u>\$ 31,256,397</u>	<u>\$ 19,184,453</u>	<u>\$ 191,975,887</u>
LIABILITIES				
Accounts payable	1,630,692	639,617	1,834,008	4,104,317
Notes payable	-	-	71,600	71,600
Accrued liabilities	10,005,382	-	-	10,005,382
Due to other funds	26,699,816	-	-	26,699,816
Due to component units	10,607,808	148,730	-	10,756,538
Due to other governments	6,833,615	-	63,318	6,896,933
Deferred revenue	18,729,520	-	1,363,630	20,093,150
Total liabilities	<u>74,506,833</u>	<u>788,347</u>	<u>3,332,556</u>	<u>78,627,736</u>
FUND BALANCE (DEFICITS)				
Nonspendable	8,098,274	-	9,264,806	17,363,080
Restricted	-	-	586,267	586,267
Committed	21,983,132	148,730	6,050,680	28,182,542
Assigned	9,718,619	30,319,320	10,244	40,048,183
Unassigned	27,228,179	-	(60,100)	27,168,079
Total fund balances	<u>67,028,204</u>	<u>30,468,050</u>	<u>15,851,897</u>	<u>113,348,151</u>
Total liabilities and fund balances	<u>\$ 141,535,037</u>	<u>\$ 31,256,397</u>	<u>\$ 19,184,453</u>	<u>\$ 191,975,887</u>
Fund balance (as reported above)				113,348,151
Amounts reported for governmental activities in the statement of net position are different because:				
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.				187,666,674
Other long-term assets are not available to pay for current-period expenditures and, therefore, are deferred in the funds.				14,503,278
Long term liabilities are not due and payable in the current period, and, therefore, are not reported in the funds.				(147,866,212)
Net pension obligations are not due and payable in the current period, and, therefore, are not reported in the funds.				(7,455,056)
Accrued interest on long-term liabilities, including bonds payable are not reported in the funds.				(1,427,107)
Net position of governmental activities:				<u>\$ 158,769,728</u>

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
GOVERNMENTAL FUNDS
FOR THE YEAR ENDED JUNE 30, 2013**

	<u>General Fund</u>	<u>Capital Projects</u>	<u>Nonmajor Governmental Funds</u>	<u>Total Governmental Funds</u>
<u>REVENUES</u>				
Taxes	\$ 215,711,905	\$ -	\$ 3,117,154	\$ 218,829,059
Licenses and permits	307,553	-	-	307,553
Intergovernmental	3,646,722	1,953,723	6,604,053	12,204,498
Charges for services	3,348,433	-	1,713,157	5,061,590
Fines and forfeitures	392,505	-	157,648	550,153
Miscellaneous	675,972	56,225	2,716,091	3,448,288
Total revenues	<u>224,083,090</u>	<u>2,009,948</u>	<u>14,308,103</u>	<u>240,401,141</u>
<u>EXPENDITURES</u>				
General government	17,375,391	-	-	17,375,391
Public safety	27,785,783	-	-	27,785,783
Public works	7,826,188	-	-	7,826,188
Health and hospitals	2,758,231	-	-	2,758,231
Social services	1,729,311	-	7,212,896	8,942,207
Education - other	3,906,429	-	86,272	3,992,701
Board of Education	110,284,424	-	-	110,284,424
Recreation and culture	4,194,965	-	7,522,000	11,716,965
Conservation of natural resources	408,224	-	1,803,374	2,211,598
Urban development and housing	1,400,226	-	119,411	1,519,637
Economic development	1,099,378	-	-	1,099,378
Pensions and insurance	21,290,423	-	-	21,290,423
Capital projects	-	17,664,025	-	17,664,025
Debt service				
Principal retirement	11,654,816	-	-	11,654,816
Interest expense	4,805,625	-	-	4,805,625
Refunding expense	86,574	-	-	86,574
Total expenditures	<u>216,605,988</u>	<u>17,664,025</u>	<u>16,743,953</u>	<u>251,013,966</u>
Excess (deficiency) of revenues over expenditures	<u>7,477,102</u>	<u>(15,654,077)</u>	<u>(2,435,850)</u>	<u>(10,612,825)</u>
<u>OTHER FINANCING SOURCES (USES)</u>				
Bond issuance	-	5,863,460	-	5,863,460
Refunding bonds issued	-	12,028,906	-	12,028,906
Amount deposited in refunding escrow	-	(12,028,906)	-	(12,028,906)
Transfers in - other	1,003,500	4,172,717	6,040,096	11,216,313
Transfers out - other	(8,625,454)	-	(5,083,466)	(13,708,920)
Total other financing sources (uses)	<u>(7,621,954)</u>	<u>10,036,177</u>	<u>956,630</u>	<u>3,370,853</u>
Net change in fund balance	(144,852)	(5,617,900)	(1,479,220)	(7,241,972)
Fund balance at beginning of year	<u>67,173,056</u>	<u>36,085,950</u>	<u>17,331,117</u>	<u>120,590,123</u>
Fund balance at end of year	<u>\$ 67,028,204</u>	<u>\$ 30,468,050</u>	<u>\$ 15,851,897</u>	<u>\$ 113,348,151</u>

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCE OF THE
GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2013**

Amounts reported for governmental activities in the statement of activities are different because:

Net change in fund balances - total governmental funds	\$ (7,241,972)
--	----------------

Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlays exceeded depreciation in the current period.

Capital outlays	32,693,879	
Depreciation	<u>(11,778,617)</u>	20,915,262

The net effect of various transactions involving capital assets including, capitalized assets reclassified from construction in progress, sales, trade-ins, and donations.	(21,903,482)
--	--------------

Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.	(10,879,885)
--	--------------

The issuance of long-term debt (i.e. bonds, leases, installment purchase agreements) proceeds provide current financial resources to government funds, while the repayment of the principal of the long-term debt consumes the current financial resources of government funds.

Compensated absences	(317,125)	
Change in landfill postclosure liabilities	30,000	
Net pension obligation	(1,850,048)	
Issuance - General Obligation Bonds	(5,415,000)	
Premium on issuance of debt	(448,460)	
Principal payments	<u>11,654,816</u>	
Changes in long-term debt		3,654,183

Some expenses reported in the statement of activities do not require the use of current financial resources and therefore are not reported as expenditures in governmental funds.

Change in accrued interest	<u>107,641</u>
----------------------------	----------------

Change in net position of governmental activities	<u><u>\$ (15,348,253)</u></u>
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The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

STATEMENT OF NET POSITION
 PROPRIETARY FUNDS
 JUNE 30, 2013

	Water and Sewer Fund	Solid Waste and Recycling Fund	Calvert Marine Museum Fund (nonmajor)	Total
ASSETS				
<u>Current assets:</u>				
Cash and cash equivalents	\$ 414,460	\$ 1,000	\$ 144,004	\$ 559,464
Investments	-	-	101,706	101,706
Total cash, cash equivalents and investments	414,460	1,000	245,710	661,170
Accounts receivable	2,034,850	676,922	-	2,711,772
Notes receivable	246,621	-	-	246,621
Accrued interest receivable	86	7,301	-	7,387
Due from other funds	-	5,860,985	-	5,860,985
Deferred expenses	103,862	5,624	-	109,486
Prepaid expenses	-	-	10,380	10,380
Inventory	62,613	-	45,049	107,662
Total current assets	2,862,492	6,551,832	301,139	9,715,463
<u>Non-current assets:</u>				
Restricted assets				
Cash and investments	6,718,713	911,458	522,121	8,152,292
Capital assets not being depreciated	3,077,045	2,100,809	607,180	5,785,034
Depreciable capital assets - net	35,181,267	1,618,166	2,302,155	39,101,588
Total non-current assets	44,977,025	4,630,433	3,431,456	53,038,914
Total assets	47,839,517	11,182,265	3,732,595	62,754,377
LIABILITIES				
<u>Current liabilities:</u>				
Vouchers and accounts payable	777,877	989,627	-	1,767,504
Accrued expenses	272,499	195,851	26,498	494,848
Due to other funds	7,012,255	-	-	7,012,255
Unearned revenue	-	-	35,452	35,452
Compensated absences, current portion	50,000	50,000	-	100,000
Estimated post closure costs, current portion	-	65,000	-	65,000
Long-term debt, current portion	1,226,693	111,631	-	1,338,324
Total current liabilities	9,339,324	1,412,109	61,950	10,813,383
<u>Noncurrent liabilities:</u>				
Compensated absences, net of current portion	142,177	269,708	-	411,885
Estimated post closure costs	-	1,494,517	-	1,494,517
Bond premium/deferred loss on refunding	438,503	74,459	-	512,962
Long-term debt, net of current portion	13,543,311	1,104,147	-	14,647,458
Total liabilities	23,463,315	4,354,940	61,950	27,880,205
NET POSITION				
Invested in capital assets, net of related debt	23,488,308	2,503,197	2,909,335	28,900,840
Restricted capital connection	1,665,715	-	-	1,665,715
Restricted gifts and bequests	-	-	522,121	522,121
Unrestricted	(777,821)	4,324,128	239,189	3,785,496
Total net position	\$ 24,376,202	\$ 6,827,325	\$ 3,670,645	\$ 34,874,172

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF REVENUE, EXPENSES, AND CHANGES IN FUND NET POSITION
 PROPRIETARY FUNDS
 YEAR ENDED JUNE 30, 2013**

	<u>Water and Sewer Fund</u>	<u>Solid Waste and Recycling Fund</u>	<u>Calvert Marine Museum Fund (nonmajor)</u>	<u>Total</u>
<u>Operating revenues:</u>				
Charges for services	\$ 6,406,635	\$ 9,310,794	\$ 160,576	\$ 15,878,005
<u>Operating expenses:</u>				
Salaries & benefits	2,118,587	2,371,207	2,325,490	6,815,284
Contracted services	638,529	5,707,586	119,584	6,465,699
Supplies	273,559	30,239	137,830	441,628
Heat, light and power	557,403	35,548	140,406	733,357
Depreciation	2,286,757	523,801	429,573	3,240,131
Miscellaneous	41,052	52,573	121,466	215,091
Telephone	14,160	7,507	11,560	33,227
Compensated absences	49,037	4,554	-	53,591
Maintenance and repairs	520,102	459,256	57,414	1,036,772
Capital outlay	133,499	47,530	14,920	195,949
Grant & restricted expenses	-	-	188,771	188,771
Total operating expenses	<u>6,632,685</u>	<u>9,239,801</u>	<u>3,547,014</u>	<u>19,419,500</u>
Operating income (loss)	<u>(226,050)</u>	<u>70,993</u>	<u>(3,386,438)</u>	<u>(3,541,495)</u>
<u>Non-operating revenue (expenses):</u>				
Grants	-	-	47,931	47,931
Contributions and fund-raising	-	-	270,239	270,239
Deferred amount on refunding	(23,346)	(993)	-	(24,339)
Miscellaneous income	50,338	75,379	203,272	328,989
FEMA grant reimbursement	69,754	72,066	-	141,820
Tower revenue	155,651	28,314	-	183,965
Investment income	78,714	32,538	3,860	115,112
Developer contribution	-	-	-	-
Interest expense	(445,057)	(44,573)	-	(489,630)
Total non-operating revenue (expenses)	<u>(113,946)</u>	<u>162,731</u>	<u>525,302</u>	<u>574,087</u>
Income (loss) before contributions and transfers	(339,996)	233,724	(2,861,136)	(2,967,408)
Transfers in (out)	-	91,000	2,401,607	2,492,607
Capital connection charges	635,867	-	-	635,867
Developer contribution	251,509	-	-	251,509
Capital contributions	-	-	676,564	676,564
Change in net position	547,380	324,724	217,035	1,089,139
Total net position - beginning	<u>23,828,822</u>	<u>6,502,601</u>	<u>3,453,610</u>	<u>33,785,033</u>
Total net position - ending	<u>\$ 24,376,202</u>	<u>\$ 6,827,325</u>	<u>\$ 3,670,645</u>	<u>\$ 34,874,172</u>

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

STATEMENT OF CASH FLOWS
 PROPRIETARY FUNDS
 FOR THE YEAR ENDED JUNE 30, 2013

	Water and Sewer Fund	Solid Waste and Recycling Fund	Calvert Marine Museum Fund	Total
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from customers	\$ 6,121,077	\$ 9,499,369	\$ 186,793	\$ 15,807,239
Tower revenue	155,651	28,314	-	183,965
Other Receipts	50,338	75,379	203,272	328,989
Payments to suppliers	(1,883,647)	(6,558,158)	(824,304)	(9,266,109)
Payments to employees	(2,196,913)	(2,390,892)	(2,325,490)	(6,913,295)
Payments to other funds	-	(588,934)	-	(588,934)
Receipts from other funds	(1,157,169)	-	-	(1,157,169)
Net cash provided by (used in) operating activities	<u>1,089,337</u>	<u>65,078</u>	<u>(2,759,729)</u>	<u>(1,605,314)</u>
CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES				
Transfers (to)/ from other funds	-	91,000	2,401,607	2,492,607
Contribution and fundraising receipts	69,754	72,066	270,239	412,059
Net cash provided by (used in) non-capital financing activities	<u>69,754</u>	<u>163,066</u>	<u>2,671,846</u>	<u>2,904,666</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES				
Additions to capital assets and construction-in-progress	(1,865,807)	(147,513)	(676,564)	(2,689,884)
Proceeds from issuance of long term debt	1,405,330	67,599	-	1,472,929
Grant funds received	-	-	47,931	47,931
Capital connection fees received	635,867	-	-	635,867
Capital contributions	-	-	676,564	676,564
Developer contribution	251,509	-	-	251,509
Principal paid on long-term obligations	(1,409,774)	(181,137)	-	(1,590,911)
Interest paid on long-term obligations	(420,220)	(49,008)	-	(469,228)
Net cash provided by (used in) capital and related financing activities	<u>(1,403,095)</u>	<u>(310,059)</u>	<u>47,931</u>	<u>(1,665,223)</u>
CASH FLOWS FROM INVESTING ACTIVITIES				
Interest received on deposits	54,794	32,728	3,860	91,382
Purchase of investments	349,461	49,187	29,684	428,332
Net cash provided by (used in) investing activities	<u>404,255</u>	<u>81,915</u>	<u>33,544</u>	<u>519,714</u>
Increase (decrease) in cash and cash equivalents	160,251	-	(6,408)	153,843
Cash and cash equivalents, beginning of year	254,209	1,000	150,412	405,621
Cash and cash equivalents, end of year	<u>\$ 414,460</u>	<u>\$ 1,000</u>	<u>\$ 144,004</u>	<u>\$ 559,464</u>
PROVIDED BY (USED IN) OPERATING ACTIVITIES				
Operating income (loss)	\$ (226,050)	\$ 70,993	\$ (3,386,438)	\$ (3,541,495)
Adjustments to reconcile operating income (loss) to Net cash provided by (used in) operating activities				
Depreciation	2,286,757	523,801	429,573	3,240,131
Gain(Loss) on sale of asset	-	-	-	-
Landfill closure costs and other	-	65,000	-	65,000
Tower revenue	155,651	28,314	-	183,965
Other Receipts	50,338	75,379	203,272	328,989
Changes in assets and liabilities				
Inventory	7,009	-	(11,414)	(4,405)
Accounts receivable	(285,558)	188,575	-	(96,983)
Prepaid expenses	-	-	(9,838)	(9,838)
Deferred expenditures	-	-	26,217	26,217
Due from other funds	-	(588,934)	-	(588,934)
Accounts payable	270,052	(278,365)	-	(8,313)
Accrued expenses	(11,693)	(19,685)	(11,101)	(42,479)
Due to other funds	(1,157,169)	-	-	(1,157,169)
Net cash provided by (used in) operating activities	<u>\$ 1,089,337</u>	<u>\$ 65,078</u>	<u>\$ (2,759,729)</u>	<u>\$ (1,605,314)</u>
Reconciliation of cash and cash equivalents to the balance sheet:				
Cash and investments, unrestricted	\$ 414,460	\$ 1,000	\$ 245,710	\$ 661,170
Cash and investments, restricted	6,718,713	911,458	522,121	8,152,292
	<u>7,133,173</u>	<u>912,458</u>	<u>767,831</u>	<u>8,813,462</u>
Less - noncash equivalent investments	6,718,713	911,458	623,827	8,253,998
Cash and cash equivalents	<u>\$ 414,460</u>	<u>\$ 1,000</u>	<u>\$ 144,004</u>	<u>\$ 559,464</u>

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF FIDUCIARY NET POSITION
JUNE 30, 2013**

	PENSION & OTHER POST EMPLOYMENT BENEFITS TRUST FUNDS	AGENCY FUND
	<u> </u>	<u> </u>
ASSETS		
Cash and short-term investments	\$ 5,097,841	\$ 86,212
<u>Investments at fair value</u>		
Fixed income fund	33,301,830	-
Common stock	15,969,129	-
Equity fund	68,782,341	-
Foreign assets	22,997,011	-
Other assets	4,104,262	-
Total investments	<u>145,154,573</u>	<u>-</u>
Accounts receivable	(430)	6,186
Interest receivable	23,144	-
Total assets	<u>\$ 150,275,128</u>	<u>\$ 92,398</u>
LIABILITIES		
Accounts payable	<u>\$ 97,306</u>	<u>\$ 92,398</u>
NET POSITION		
Net position held in trust for pension benefits and other purposes	<u>\$ 150,177,822</u>	

The accompanying notes to the financial statements are an integral part of this statement.

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FOR THE YEAR ENDED JUNE 30, 2013**

	PENSION & OTHER POST EMPLOYMENT BENEFITS TRUST FUNDS
	<u> </u>
ADDITIONS	
Contributions:	
Plan sponsor	\$ 8,650,000
Employee	992,503
Total contributions	<u>9,642,503</u>
 Investment income/(loss):	
Net appreciation/(depreciation) in fair value of investments	15,181,450
Interest and dividends	4,122,352
Total investment income/(loss)	<u>19,303,802</u>
 Total additions	<u>28,946,305</u>
 DEDUCTIONS	
Benefits	4,392,922
Administrative expenses	716,484
Total deductions	<u>5,109,406</u>
 Change in net position	23,836,899
 Net position - beginning	<u>126,340,923</u>
Net position - ending	<u>\$ 150,177,822</u>

The accompanying notes to the financial statements are an integral part of this statement.

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CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

INDEX

		Page #
Note 1	Summary of Significant Accounting Policies	
	A. Reporting Entity	27
	B. Government-wide and Fund Financial Statements	28
	C. Measurement Focus, Basis of Accounting, and Financial Statement Presentation	28
	D. Assets, Liabilities, and Net Position	31
Note 2	Property Taxes	35
Note 3	Cash, Cash Equivalents and Investments	36
Note 4	Notes Receivable	39
Note 5	Interfund Accounts and Transfers	41
Note 6	Capital Assets	42
Note 7	Long-Term Obligations	45
Note 8	Fund Balances	50
Note 9	Retirement Systems	52
	Calvert County's Employees Retirement Plan	52
	State Retirement Systems of Maryland	54
	Calvert County's Employee Retirement Savings Plan	55
	Length of Service Award Program	55
	Calvert County Sheriff's Department Pension Plan	57
	Calvert County Maryland Other Post-Employment Benefit Trust	59
	Combining Statement of Plan Net Position (all trust funds)	61
	Combining Statement of Changes in Plan Net Position (all trust funds)	62
Note 10	Commitment and Contingent Liabilities	65
Note 11	Risk Management	65
Note 12	Subsequent Events	66
Note 13	Accounting Changes/Restatement	66

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 1 - Summary of Significant Accounting Policies

Calvert County (the County), was established as one of the original counties of the Maryland colony in 1654. The County is governed by a board of five Commissioners. One Commissioner is elected from each of the three districts and two are elected at large. All serve four-year terms. This board assumes responsibilities conferred upon them by the Maryland General Assembly and provides the following services: public safety, public improvements, health and social services, sanitation, recreation and culture, education, economic development and general administrative services. The basic financial statements of the County have been prepared in conformity with accounting principles generally accepted in the United States of America as applied to government units as prescribed by the Governmental Accounting Standards Board (GASB).

A. Reporting Entity

The accompanying financial statements include various agencies, department organizations and offices which are legally part of Calvert County (the Primary Government) and the County's component units. As defined by accounting principles, a component unit is a legally separate organization that is financially accountable to the Primary Government or where its relationship with the County is of such significance that exclusion would cause the County's financial statements to be misleading or incomplete. The two discretely presented component units described below reported in separate columns in the government-wide financial statements to emphasize separation from the Primary Government.

Discretely Presented Component Units

Board of Education of Calvert County Public Schools - The Board of Education of Calvert County Public Schools (the Board) is responsible for elementary and secondary education within the County. The Board is fiscally dependent upon the County because the Commissioners are responsible for approving the Board's annual appropriations in the budget. In addition, the Commissioners are responsible for levying taxes and collecting and distributing the funds to the Board and the County issues bonds to finance school system construction projects. Complete financial statements of the Board may be obtained at the entity's administrative offices located at 1305 Dares Beach Road, Prince Frederick, Maryland, 20678.

Economic Development Authority of Calvert County - The Economic Development Authority of Calvert County (the Authority) was established in 1969, for the purpose of acquiring, constructing, developing, improving, operating, and managing an industrial park within the County and to enlarge economic development opportunities for the preservation and betterment of the economy of Calvert County. The members of the Board of the Authority are appointed by the Commissioners. The Authority provides services which exclusively benefit the County and County employees perform all of the Authority's services. The Economic Development Authority of Calvert County does not issue separate financial statements, so their statements are included in this document on pages 87-89.

The Calvert County Housing Authority, the Volunteer Fire and Rescue Squads, the Calvert County Fair, Inc., and the Calvert County Soil Conservation District have been excluded

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

from the basic financial statements on the basis that these entities are not controlled by or financially dependent upon the County.

B. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) display information about the County as a whole. These statements include the financial activities of the Primary Government, except for fiduciary funds. The statements distinguish between those activities of the County that are governmental, normally supported by taxes and intergovernmental revenues, and those that are considered business-type activities, which rely to a significant extent on fees and charges for support. Likewise, the Primary Government is reported separately from the component units.

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

Separate financial statements are provided for governmental funds, proprietary funds and fiduciary funds, even though the latter are excluded from the government-wide financial statements. Major individual governmental funds and major individual proprietary funds are reported as separate columns in the fund financial statements.

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

The basic financial statements are divided into three categories: government-wide financial statements, fund financial statements, and budgetary statements. The measurement focus, bases of accounting and presentation of these categories is discussed below.

Measurement Focus and Basis of Accounting

The Government-wide financial statements measure and report all assets (both financial and capital), liabilities, revenues, expenses, gains and losses using the *economic resources* measurement focus and the *accrual basis* of accounting, as do the Proprietary funds and Pension and Other Post Employment Benefit Trust funds statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

All governmental funds are accounted for using a *current financial resources* measurement focus and are reported using the *modified accrual* basis of accounting. Revenues are recognized in the accounting period in which the revenues are measurable and available. “Measurable” means the amount of the transaction can be determined and “available” means

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

collectible within the current period, or soon enough thereafter, to be used to pay liabilities of the current period. For the County's purposes, the period of availability is considered to be 60 days after year end. Revenues considered susceptible to accrual are grants, delinquent property taxes, income taxes and interest on investments.

In governmental funds expenditures are generally recorded when incurred; however, expenditures for debt service, compensated absences, and claims and judgments are recorded when payments are due. General County capital asset acquisitions are reported as expenditures in governmental funds. Proceeds of the County's general long-term debt are reported as other financing sources.

The Agency Funds have no measurement focus since these funds only report assets and liabilities. Agency Funds use the *accrual basis* of accounting.

Financial Statement Presentation

Fund financial statements report detailed information about the County. Governmental and Proprietary fund financial statement presentation focuses on major funds rather than reporting funds by type. Each major fund is presented in a separate column. Nonmajor funds are aggregated and presented in a single column. Fiduciary funds are reported by fund type.

Governmental Fund Types

General Fund - The General Fund is the general operating fund of the Primary Government. All financial resources are accounted for in this fund except those required to be accounted for in another fund. The General Fund is a major fund.

Capital Projects Fund - The Capital Projects Fund is used to account for financial resources to be used for the acquisition or construction of major capital facilities of the County. The Capital Projects Fund is a major fund.

Special Revenue Funds - Special revenue funds are used to account for the proceeds of specific revenue sources (other than major capital projects or expendable trusts) that are legally restricted to expenditures for specified purposes. The special revenue funds include the Parks and Recreation Fund, Chesapeake Hills Golf Course, Planning and Zoning Special Revenue Fund, Bar Library Fund, Revolving Loan Fund, Economic Development Authority Revolving Loan Fund, Calvert County Family Network, Grants Fund, Economic Development Incentive Fund, Excise Tax Fund, the Land Preservation Fund, and the Board of Library Trustees for Calvert County (the Library). None of these special revenue funds are major funds.

Proprietary Fund Type

Enterprise Funds - Enterprise funds are used to report activities for which a fee is charged to external users for goods or services. Enterprise funds herein include the operations of the Water and Sewer Fund, the Solid Waste and Recycling Fund, and the Calvert Marine Museum. The Water and Sewer Fund and the Solid Waste and Recycling Fund are major funds. The Calvert Marine Museum is a nonmajor fund.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Fiduciary Fund Types

Trust Funds - The County maintains pension trust funds to account for the Calvert County Employees Retirement Plan, the Volunteer Fire Departments and Rescue Squads Pension Plan, the Calvert County Sheriff's Department Pension Plan, and the Calvert County Maryland Post-Employment Benefits Plan.

Agency Funds - The Tax Redemption Fund is an agency fund used to account for tax payments made by delinquent property owners to redeem tax certificates held by third parties. These funds are held by the County in a trustee capacity.

Net Position

The government-wide and business-type fund financial statements utilize net position presentation. Net position is presented in three components – invested in capital assets (net of related debt), restricted and unrestricted.

1. Invested in Capital Assets (net of related debt) – This component of net position consists of capital assets, net of accumulated depreciation and reduced by outstanding bonds, notes or other borrowings attributable to the acquisition, construction, or improvement of these assets.
2. Restricted – This component consists of assets that have constraints placed on them either externally by third-parties (creditors, grantors, contributors, or laws or regulations of other governments) or by law through constitutional provisions or enabling legislation.
3. Unrestricted – This component consists of assets that do not meet the definition of “invested in capital assets, net of related debt” and restricted.

Significant Accounting Policies

The following is a summary of the more significant accounting policies applied to elements in the County's basic financial statements:

Internal Activity - Calvert County has minimal activity between governmental and business-type activities. However, to avoid double counting of internal activities, the effect of internal transactions and balances has been eliminated from the financial statements.

Program, General and Operating Revenues – Revenue in the government-wide financial statements is classified as program or general revenue. Amounts reported as program revenues include 1) charges to customers or applicants for goods, services, or privileges provided, 2) operating grants and contributions, and 3) capital grants and contributions, including special assessments. Internally dedicated resources are reported as general revenues rather than as program revenues. In addition, general revenues include all taxes.

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

The operating revenues of the enterprise funds are defined as the charges for services received from the customers that are of a recurring nature. That is, those charges do not include one-time fees or grants, such as capital connection charges or capital grants. Revenue sources such as these are included under non-operating revenues.

Fund Balance Assumptions – In order to calculate the amounts reported as restricted, committed, assigned, and unassigned fund balance in the governmental fund financial statements a flow assumption must be made about the order in which the resources are considered to be applied. When components of unrestricted resources are available for use and the purpose is a qualified activity, committed fund balance is depleted first, followed by assigned, and lastly unassigned.

Budgets and Budgetary Accounting - The County follows certain procedures in establishing the budgetary data reflected in the financial statements. Each County department, agency or board receiving County funds submits a budget request to the Commissioners at a public hearing. Additional public hearings are conducted to obtain taxpayer comments. On or before July 1 of each year, the budget is legally enacted through passage of a resolution.

The Director of Finance and Budget is empowered to make administrative transfers of appropriations within the current expense budget, within the same office or department, between departments, agencies, boards or commissions, inter-project transfers of appropriations between capital projects in the capital budget and the addition of new budget items, in the amount of not more than \$10,000. The County Administrator is authorized to transfer appropriations up to \$25,000. Any change involving more than \$25,000 but less than \$100,000 can be approved by the Board of County Commissioners without passage of a resolution. Any change totaling more than \$100,000 may only be made by resolution approved by the Commissioners after compliance with certain public hearing requirements.

The budget for the General Fund and Capital Projects are adopted annually. The basis is consistent with GAAP except that for the General Fund, on a budgetary basis, encumbrances are treated as expenditures rather than as a commitment of fund balance. Budgetary comparisons presented for the General Fund in the basic financial statements are prepared on the budgetary basis. Budgetary control is at the object level. The Capital Projects budget is prepared for the duration of the respective project and annual budgetary comparisons are not presented in the basic financial statements and supplemental information.

D. Assets, Liabilities and Net Position

Cash, Cash Equivalents and Investments - For purposes of the statements of cash flows, cash equivalents are considered to be investments that are a) short-term, highly liquid investments which are readily convertible to known amounts of cash; and b) so near maturity that the investment presents insignificant risk of changes in value because of changes in interest rates.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Investments in certificates of deposit, U.S. government obligations, repurchase agreements and other investments are carried at fair value, which is determined on June 30 of each fiscal year.

Investments in the pension trust funds (Volunteer Fire and Rescue Squad Pension Fund and Calvert County Sheriff's Department Pension Plan, the Calvert County Employees Retirement Plan and the Calvert County Maryland Other Post-Employment Benefits Trust) are carried at fair value determined on June 30 of each year, based on appraisals or quotations by an independent investment counselor.

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 and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Long-Term Receivables - Long-term receivables relating to governmental fund types are reported in the respective balance sheets in spite of the spending measurement focus. These receivables however, are offset by nonspendable fund balance account to indicate they should not be considered available spendable resources since they do not represent net current assets.

Inventory - Inventory is valued at the lower of cost (first-in, first-out method) or market. The inventories are recorded as expenditures when consumed rather than when purchased. Governmental fund type inventories are offset by a nonspendable fund balance account, which indicates that inventory does not constitute "available spendable resources," even though it is a component of net current assets.

Capital Assets - All capital assets are valued at historical cost or estimated historical cost if actual historical cost is not available. Contributed capital assets are valued at estimated fair market value on the date contributed. The County currently defines capital assets as assets with an initial cost of \$5,000 or more and an estimated useful life of more than one year. In prior years the capital asset threshold was \$3,000. Those prior year assets are still recorded as capital assets. Assets are depreciated using the straight-line method over the estimated useful life of the asset. The table on the next page is a general guideline for determining the estimated useful life of assets:

Buildings	25-30 years	Machinery and equipment	3-10 years
Improvements	15-20 years	Vehicles	3-7 years
Water and Sewer Systems	20-30 years	Computers	3 years

The purpose of depreciation is to spread the cost of capital assets equitably among all users over the life of these assets. The amount charged to depreciation expense each year represents that year's pro rata share of the cost of capital assets.

With the implementation of GASB Statement 34, the County has recorded its public domain (infrastructure) capital assets, which include roads, bridges, curbs and gutters, streets and sidewalks, drainage systems and lighting systems.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Accumulated Annual, Personal and Sick Leave Benefits - County employees are granted annual leave at varying rates based upon years of service. The carrying amount of accumulated annual leave may not exceed a maximum of 100 days on a calendar year basis. In addition, 15 days of sick leave and 5 days of personal leave are granted annually. Upon termination or retirement, all annual and personal leave accrued to the credit of an employee is paid. The amount of accrued sick leave payable is based upon the employee's full-time status. The sick leave can be paid to the employee or credited to their retirement benefit upon meeting retirement eligibility in the applicable defined benefit pension plan. For 35-hour per week employees, one-fourth of the accrued sick leave up to 700 hours plus one-half of the accrued sick leave over 700 hours will be paid to the employees. The 40-hour per week employees receive one-fourth of the accrued sick leave up to 800 hours plus one-half of the accrued sick leave over 800 hours.

Deferred Compensation Plan - The County has established a deferred compensation plan in accordance with Internal Revenue Code Section 457, and administered by Nationwide Retirement Solutions. All County employees may participate in the plan and defer a portion of their salary, subject to limitations imposed by the Internal Revenue Service. In September 1997, the County amended the plan in accordance with the provisions of IRC Section 457(g). The assets of the plan were placed in an independent trust for the exclusive benefit of participants and their beneficiaries. The requirements of that IRC Section prescribes that the County no longer owns the amounts deferred by employees, including the related income on those amounts. Accordingly, the assets and the liability for the compensation deferred by plan participants, including earnings on plan assets, were removed from the County's financial statements. The plan assets will not be subject to the claims of the public entity's creditors.

Other Post Employment Benefit Obligations – OPEB - In fiscal year 2008 the County adopted, GASB Statement No. 45 - Accounting and Financial Reporting by Employers for Post-employment Benefits Other Than Pensions, which required that employers account for and report the annual cost of OPEB and the outstanding obligations and commitments related to OPEB in essentially the same manner as pensions. Annual OPEB cost is based on actuarially determined amounts that, if paid on an ongoing basis, generally would provide sufficient resources to pay benefits as those benefits are due.

Pension Accounting - Employee contributions are recognized in the Pension Trust Funds in the period the contributions are due. Employer contributions are recognized when due and the County has made a formal commitment to provide the contributions. Benefits and refunds are recognized when due and payable in accordance with the terms of each plan. Administrative costs are funded from investment income.

Any net pension obligation or asset is calculated on an actuarial basis consistent with the requirements of GASB Statement No. 27 – Accounting for Pensions by State and Local Governmental Employers. Expenditures are recognized when are paid or are expected to be paid with current available resources. The net pension obligation (asset) is reported in the government-wide financial statements.

Interfund Transfers - The transfers in to the General Fund are for capital projects that have been closed out, the transfer from excise tax fund to cover a portion of debt service, and one-time fund balance transfers from special revenue funds. The transfer out from the General Fund is for operating, disbursement of grant matching funds and pay-go monies.

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

Encumbrances - Encumbrance accounting, under which purchase orders, contracts, and other commitments for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation, is employed as an extension of formal budgetary integration in the General Fund, Special Revenue Funds, Capital Projects Fund, and Enterprise Funds. Encumbrances outstanding at year end are reported as committed fund balances and do not constitute expenditures or liabilities because the commitments will be honored during a subsequent year.

Long-Term Obligations - In the government-wide financial statements and in the proprietary fund financial statements, long-term debt and other obligations are reported as liabilities. Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the bonds outstanding method which approximates the effective interest method.

Equity - Detailed information on the presentation of net position for the government-wide and business-type funds is located page 16. Information regarding the implementation of GASB No. 54 as it relates to the governmental fund balance presentation is located on page 19.

Stabilization Arrangement - During the fiscal year ended June 30, 2011, the County implemented GASB Statement No. 54 - Fund Balance and Governmental Fund Type Definitions which required an establishment of policy by formal action. This formal action imposes the parameters and identifies the specific circumstances and need for stabilization, and these circumstances are non-routine in nature.

Establishment/Elimination of Funds - Due to the County's implementation of GASB Statement No. 54 - Fund Balance and Governmental Fund Type Definitions which updated the definitions and criteria for Special Revenue Funds, the County elected to change the fund type of the Chesapeake Hills Golf Course from an Enterprise Fund to a Special Revenue Fund during the fiscal year ending June 30, 2013. Also, due to this implementation, during the fiscal year ended June 30, 2011, the county eliminated two special revenue funds: Project Graduation and the Housing Fund. These two funds are now presented as part of the General Fund.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 2 - Property Taxes

Property taxes attach an enforceable lien on property as of July 1. Taxes are levied each July 1 and the taxpayer has the option to pay in full without interest by September 30 or to pay the bill semiannually. In semi-annual bills, the first payment is payable without interest by September 30 and the second payment, including a service charge, is payable without interest by December 31. Interest is charged for each month or fraction thereof in which taxes remain unpaid beginning October 1 on accounts under the annual payment option, or January 1 for accounts under the semiannual payment option. Maryland law grants the Treasurer of Calvert County the power to advertise and sell any real property if the taxes remain delinquent for a period of one year.

Property taxes are levied at rates enacted by the Commissioners in the annual budget based on the assessed value of the property as determined by the Maryland State Department of Assessments and Taxation, an agency of the government of the State of Maryland. The rates of levy cannot exceed the constant yield tax rate furnished by the Maryland State Department of Assessments and Taxation without public notice and then only after public hearings.

The real property tax rate during the year ended June 30, 2013, was \$.892 per \$100 of assessed value based on the full valuation method, except that within the two incorporated towns, North Beach and Chesapeake Beach, the rate was \$.556 per \$100 of assessed value based on the full valuation method. The personal property tax rate during the year ended June 30, 2013 was \$2.23 per \$100 of assessed value except that within the two incorporated towns, North Beach and Chesapeake Beach, the rate was \$1.39. The County bills and collects all property taxes.

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

Note 3 - Cash, Cash Equivalents and Investments

A. Primary Government

Cash on Hand

At June 30, 2013, cash on hand for petty cash and change was \$7,602.

Policies and Provisions

General Deposits - The County has agreements with its depository financial institutions, which require all deposits to be either insured by the Federal Deposit Insurance Corporation or collateralized. The County has an agreement with Bank of America to collateralize 110% of deposits. At June 30, 2013 the net carrying amount and the bank balances of the County's deposits with financial institutions were \$25,050,969 and \$35,557,301, respectively, all of which was covered by federal depository insurance or collateral held by a third party custodian in a segregated account for the benefit of Calvert County.

Foreign risk related to deposits is managed by allowing no more than \$1,000,000 or 10% of the total investment portfolio to be invested with financial institutions residing in a single foreign country. At June 30, 2013, no deposits were in foreign currency.

General Investments - The County's policy for investments, as set by public code, is to invest in securities that are issued by the United States Government or any agency thereof, certificates of deposit, bankers' acceptances, any and all investments generally recognized as "money market instruments," securities issued by any state or municipal government, securities issued by the Federal Home Loan Mortgage Corporation (FHLMC), securities issued by the Government National Mortgage Association (GNMA), repurchase agreements, and reverse repurchase agreements. The County's intent is not to redeem any investment until the market value is at least equal to the carrying value.

The County manages concentration risk by using limits, stated in percentages and/or dollars, for investment classes (noted above) that are not federally insured. The County's policy on credit risk is to only allow for Bankers' Acceptances of domestic and foreign banks that maintain the highest short-term deposit rating from Standard & Poor's (A-1) and/or Moody's (P-1). These ratings are also required for Repurchase Agreements. Repurchase Agreements are required to be collateralized at 102%.

In order to limit exposure to interest rate risk, the County's investment policy provides that investment maturities in any permitted investment shall not exceed 24 months in duration unless prior approval is received from the Director of Finance and Budget, or a designee. Investment in securities exceeding 24 months in duration shall not exceed 20% of the total investment portfolio at the time of purchase.

Fiduciary Fund Investments - The Calvert County Post Employment Benefit Plan, the Volunteer Fire and Rescue Squad Pension Plan, the Calvert County Sheriff's Department Pension Plan and the Calvert County Employees Retirement Plan are authorized to invest in

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

common stocks, corporate bonds and any other securities in varying proportions when and for as long as, in the opinion of the respective Plan Trustees, prevailing market and economic considerations indicate that it is in the best interest of the respective Plan to do so. Note 9 presents the details of the pension plans starting on page 52.

Land Preservation Fund – The Land Preservation Fund is invested in U.S Treasury Strips (U.S. Treasury Bonds with the coupon/interest payment removed). The earliest maturity date of any of the bonds in this fund is August 15, 2013. The latest maturity date is May 15, 2026. This fund has no interest rate risk because each of the bonds was purchased to pay a specific obligation. The maturity date and amount of the bond coincides with the due date of the obligation.

Interest Rate Risk

The following schedule presents the interest rate risk (increasing interest rates decrease the value of the bonds) based on maturity of the bonds held.

<u>Maturities</u>		<u>Maturities</u>	
Cash and Equivalents	\$ 69,352,186	5-10 years	3,536,236
Less than 1 year	32,316,974	10-15 years	126,895
1-5 years	21,002,226	15-20 years	-
		Total	<u>\$ 126,334,517</u>

Foreign Currency Risk

The following schedule shows the pension plans' exposure to foreign currency risk. This risk is created by the ownership of American Depository Receipts (ADR). ADRs are stocks that trade in the United States but represent a specified number of shares in a foreign corporation. ADRs are bought and sold on American markets just like regular stocks, and are issued/sponsored in the U.S. by a bank or brokerage. Because the value of an ADR is derived from the value of the foreign share price, fluctuations in that currency exchange rate create changes in value. Calvert County currently has no formal policy relating to foreign currency risk in the pension plans.

<u>Country</u>	<u>Total Exposure</u>	<u>Country</u>	<u>Total Exposure</u>
United Kingdom	\$ 6,641,537	Japan	6,174,697
Netherlands	708,308	France	2,147,921
Sweden	735,904	Denmark	459,940
Spain	701,409	Switzerland	<u>2,053,633</u>
Germany	1,993,841	Total	<u>\$ 22,997,011</u>
Belgium	1,379,821		

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Carrying Value

The carrying value of all the County's cash and investments as of June 30, 2013 is summarized in the following table:

<u>Cash, Cash Equivalent or Investment Type</u>	<u>Fair Value</u>	<u>Cash, Cash Equivalent or Investment Type</u>	<u>Fair Value</u>
U.S. Agency Obligations	\$ 44,985,820	Other special equity	\$ 4,104,263
U.S. Treasury Strips	7,041,167	Petty cash	7,602
Common stock	33,301,829	Total	* \$ 292,179,046
Fixed Assets	15,969,129		
Equity and bond funds	91,779,353	Unrestricted	\$ 263,660,593
Money market mutual funds	69,351,181	Restricted	28,518,453
Certificates of deposit	587,733		* \$ 292,179,046
Cash in banks	25,050,969		

*Includes agency fund cash of \$86,211

B. Component Units

Economic Development Authority

The Authority follows the investment policies of the County. Its investments at June 30, 2013, totaled \$1,765,357 and consisted of money market mutual funds.

Board of Education

Deposits - At June 30, 2013, the carrying amount and bank balances of the Board's deposits with financial institutions totaled \$19,429,854 and \$20,619,902, respectively. All bank deposits are covered by Federal Deposit Insurance and/or collateral held in the Board's name at the Federal Reserve.

Investments - At June 30, 2013, the Board had invested \$3,171,011 in governmental activities and \$1,302,067 in business-type activities in the Maryland Local Government Investment Pool (MLGIP), which is under the administration of the State Treasurer. MLGIP is rated AAAM by Standard and Poors, the agency's highest rating for money market funds. Unit value is computed using the amortized cost method. In addition, the net asset value of the pool, market-to-market, is calculated and maintained on a weekly basis to ensure a \$1.00 per unit constant value.

Investment Rate Risk and Custodial Credit Risk - Fair Value fluctuates with interest rates. To limit the Board's exposure to fair value losses arising from increasing interest rates, the Board's investment policy limits the term of investment maturities to overnight repurchase agreements and requires that collateral securities underlying the repurchase agreements have a market value of at least 102% of the cost of the agreement. To reduce custodial credit risk, the Board limits its investments to overnight deposits that are insured or collateralized with securities held by a custodian in the Board's name and investments in the MLGIP.

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

Note 4 - Notes Receivable

A. Primary Government

General Fund

The Affordable Housing Program – The County under this program has a 20 year loan set up to fund a participant in the County’s Water and Sewer Assistance Program. This note initiated in FY2009, will mature in FY2029 and bears interest at 5% per annum. Principal and interest payments are due monthly. At June 30, 2013, \$8,951 is outstanding.

Volunteer Fire Department and Rescue Squads - The County finances purchases of equipment by the volunteer fire department and rescue squads. To maintain control over the equipment purchased, the County Commissioners create non-interest bearing notes receivable, secured by the equipment, with three to twenty-nine year terms. Deferred revenue is also recorded for the total amount of the notes receivable. Repayment of the notes does not involve cash transactions, but is achieved by reducing notes receivable and deferred revenue based upon the value of services rendered by the fire and/or rescue companies over the lives of the notes. Notes receivable from fire and/or rescue companies at June 30, 2013, was \$4,205,577. See detailed schedule at page 92.

Parks and Recreation Fund - The General Fund has a \$358,000 note receivable from the Parks and Recreation Fund in the form of an interest-free note signed in 2004. Principal is payable annually beginning June 1, 2006 through maturity on June 1, 2015. At June 30, 2013, \$71,600 is outstanding.

Water and Sewer Fund

The Water and Sewer Fund’s *Due to the General Fund* balance includes \$5,678,433 that has been reclassified to an advance over the last four fiscal years. This advance is not expected to be repaid within the next twelve months. This amount is planned funding for the Water and Sewer Fund as rate adjustments continue, as required to balance the budget.

Funds previously advanced by the General Fund to the Water and Sewer Fund for the Dares Beach Water Supply Project were converted to a note. The note calls for annual payments of \$19,969 including interest at 6.6%, commencing June 30, 1990 through maturity in 2019. At June 30, 2013, outstanding principal amounted to \$96,386 and is offset by a nonspendable fund balance to indicate these funds are not available, spendable resources.

Funds previously advanced by the General Fund to the Water and Sewer Fund for the Prince Frederick Water and Sewer System was converted to an interest-free note in 1992. Principal is payable annually beginning January 1, 1993 through maturity on January 1, 2025. At June 30, 2013, \$333,877 is outstanding, and is offset by a nonspendable fund balance to indicate these funds are not available, spendable resources.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Funds previously advanced by the General Fund to the Water and Sewer Fund for the Shores of Calvert Water and Sewer System were converted to a 20 year interest bearing note. The note calls for annual payments of \$9,967 including interest at 1.5%. Principal is payable annually beginning July 1, 2012 through maturity on July 1, 2031. At June 30, 2013, \$163,726 is outstanding, and is offset by a nonspendable fund balance to indicate these funds are not available, spendable resources.

The Water and Sewer Fund has a note receivable for four Public Utility Payment Plans with developers, of which the total amount outstanding at June 30, 2013 was \$242,916.

Economic Development Authority Revolving Loan Fund

During Fiscal year 2009 a five-year, \$50,000 loan was made to Southern Maryland Business Center. The note bears interest at 7.5% per annum. Principal is payable monthly, beginning July 2009 through maturity in June 2013. At June 30, 2013, \$48,607 is outstanding.

During Fiscal year 2010 a five-year, \$75,000 loan was made to Little Proteges Inc. The note bears interest at 7.5% per annum. Principal is payable monthly, beginning July 2010 through maturity in June 2014. At June 30, 2013, \$31,288 is outstanding.

Economic Development Incentive Fund

During Fiscal year 2008 a five-year, \$200,000 loan was made to Kelly Generator Inc. The note bears interest at 1.0% per annum. Principal is payable monthly, beginning September 2007 through maturity in August 2022. At June 30, 2013, \$125,763 is outstanding.

B. Component Unit

Economic Development Authority - The Authority has a \$78,300 note receivable from Shadow Stone, LLC related to the sale of lot number 20A, which was land held for resale. This note is secured by a deed of trust on the property. The note bears interest at 5.5% per annum. Principal and interest payments of \$640 are due monthly beginning January 2000 and continuing monthly until December 28, 2014. As of June 30, 2013, the note balance is \$18,208.

The Authority has a \$78,300 note receivable from Shadow Stone, LLC related to the sale of lot number 20B, which was land held for resale. This note is secured by a deed of trust on the property. The note bears interest at 5.5 % per annum. Principal and interest payments of \$640 are due monthly beginning in January 2000, and continuing monthly until December 28, 2014. As of June 30, 2013, the note balance is \$18,209.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 5 - Interfund Accounts and Transfers

Interfund Accounts - represent outstanding balances between funds resulting from the time lag between the dates that (1) interfund good and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payment between funds are made. These amounts include balances of working capital loans made to the enterprise funds which the general fund expects to collect in subsequent year. These accounts are also referred to as due to/from other funds. Most deposits and cash disbursements are processed using the General Fund bank account. These deposit and cash disbursement transactions create the interfund balances.

At June 30, 2013, the interfund account balances were as shown below:

	<u>Due From</u>	<u>Due To</u>
Primary Government:		
<u>General Fund</u>		
Special Revenue Funds	\$ -	\$ 9,862,513
Capital Projects Fund	-	10,976,318
Enterprise Funds	<u>7,012,255</u>	<u>5,860,985</u>
	<u>7,012,255</u>	<u>26,699,816</u>
<u>Special Revenue Funds</u>		
General Fund	9,862,513	-
<u>Capital Projects Fund</u>		
General Fund	10,976,318	-
<u>Enterprise Funds</u>		
General Fund	<u>5,860,985</u>	<u>7,012,255</u>
	<u>\$ 33,712,071</u>	<u>\$ 33,712,071</u>
Component Units:		
Primary government – General Fund	\$ -	\$ 10,607,808
Primary government – Capital Projects	-	148,730
Component unit – Board of Education	10,598,730	-
Component unit – Economic Development Authority	<u>157,808</u>	<u>-</u>
	<u>\$ 10,756,538</u>	<u>\$ 10,756,538</u>

Interfund Transfers - are used to (1) move revenues from the fund with collection authority to the enterprise and capital project funds for bond proceeds and (2) move general fund resources to provide annual operating subsidy to the capital projects, special revenue, and enterprise funds.

During the fiscal year ended June 30, 2013, the interfund transfers were as follows:

	<u>Transfers in</u>	<u>Transfers out</u>
Primary Government:		
<u>Governmental Funds</u>		
Special Revenue Funds	\$ 6,040,096	\$ 5,083,466
Capital Projects Fund	4,172,717	-
General Fund	<u>1,003,500</u>	<u>8,625,454</u>
	<u>11,216,313</u>	<u>13,708,920</u>
<u>Proprietary Funds</u>		
Water and Sewer Fund	-	-
Solid Waste Fund	91,000	-
Nonmajor proprietary funds	<u>2,401,607</u>	<u>-</u>
	<u>2,492,607</u>	<u>-</u>
Total Transfers	<u>\$ 13,708,920</u>	<u>\$ 13,708,920</u>

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 6 - Capital Assets

A. Primary Government

A summary of changes in capital assets are as follows:

	<u>Balance</u> <u>June 30, 2012</u>	<u>Additions</u>	<u>Deductions/ Reclassifications</u>	<u>Balance</u> <u>June 30, 2013</u>
Governmental activities:				
Capital assets, not being depreciated				
Construction in Progress	\$ 13,205,508	\$ 17,511,558	\$(21,826,015) ⁽¹⁾	\$ 8,891,051
Land Development Rights	11,245,305	-	-	11,245,305
Land	<u>32,263,348</u>	<u>2,407,991</u>	<u>-</u>	<u>34,671,339</u>
	<u>56,714,161</u>	<u>19,919,549</u>	<u>(21,826,015)</u>	<u>54,807,695</u>
Capital assets, being depreciated				
Buildings	68,616,887	3,735,234	-	72,352,121
Improvements	33,550,766	1,153,423	(77,467)	34,626,722
Machinery & Equipment	39,031,178	3,617,383	(817,441)	41,831,120
Infrastructure	<u>117,064,187</u>	<u>4,268,290</u>	<u>-</u>	<u>121,332,477</u>
	<u>258,263,018</u>	<u>12,774,330</u>	<u>(894,908)</u>	<u>270,142,440</u>
Less accumulated depreciation for:				
Buildings	(33,767,330)	(2,047,564)	-	(35,814,894)
Improvements	(13,131,238)	(1,695,092)	-	(14,826,330)
Machinery & Equipment	(24,600,666)	(3,183,403)	817,441	(26,966,628)
Infrastructure	<u>(54,823,051)</u>	<u>(4,852,558)</u>	<u>-</u>	<u>(59,675,609)</u>
	<u>(126,322,285)</u>	<u>(11,778,617)</u>	<u>817,441</u>	<u>(137,283,461)</u>
Total capital assets, being depreciated, net	<u>131,940,733</u>	<u>995,713</u>	<u>(77,467)</u>	<u>132,858,979</u>
Governmental activities capital assets, net	<u>\$ 188,654,894</u>	<u>\$ 20,915,262</u>	<u>\$ (21,903,482)</u>	<u>\$ 187,666,674</u>
Business-type activities:				
Capital assets, not being depreciated				
Construction in Progress	\$ 3,050,400	\$ 86,015	\$ (425,733)	\$ 2,710,682
Land	<u>3,074,352</u>	<u>-</u>	<u>-</u>	<u>3,074,352</u>
	<u>6,124,752</u>	<u>86,015</u>	<u>(425,733)</u>	<u>5,785,034</u>
Capital assets, being depreciated				
Buildings	58,018,336	23,815	-	58,042,151
Improvements	11,424,702	2,061,954	-	13,486,656
Machinery & Equipment	<u>11,074,394</u>	<u>957,828</u>	<u>(261,570)</u>	<u>11,770,652</u>
	<u>80,517,432</u>	<u>3,043,597</u>	<u>(261,570)</u>	<u>83,299,459</u>
Less accumulated depreciation for:				
Buildings	(33,528,711)	(1,809,981)	-	(35,338,692)
Improvements	(3,728,640)	(564,835)	-	(4,293,475)
Machinery & Equipment	<u>(3,947,964)</u>	<u>(865,315)</u>	<u>247,575</u>	<u>(4,565,704)</u>
	<u>(41,205,315)</u>	<u>(3,240,131)</u>	<u>247,575</u>	<u>(44,197,871)</u>
Total capital assets, being depreciated, net	<u>39,312,117</u>	<u>(196,534)</u>	<u>(13,995)</u>	<u>39,101,588</u>
Business-type activities capital assets, net	<u>\$ 45,436,869</u>	<u>\$ (110,519)</u>	<u>\$ (439,728)</u>	<u>\$ 44,886,622</u>

(1) Includes assets of \$2,937,237 that were transferred to the Board of Education.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

B. Component Units:

Economic Development Authority

A summary of changes in capital assets for the year ended June 30, 2013 as follows:

	Balance June 30, 2012	Additions	Retirements/ Reclassifications	Balance June 30, 2013
<i>Governmental activities:</i>				
Capital assets, not being depreciated				
Land	\$ 22,191	\$ -	\$ -	\$ 22,191
	<u>\$ 22,191</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 22,191</u>

Board of Education

A summary of changes in capital assets for the year ended June 30, 2013 as follows:

	Balance June 30, 2012	Additions	Retirements/ Reclassifications	Balance June 30, 2013
<i>Governmental activities:</i>				
Capital assets, not being depreciated				
Land	\$ 3,757,711	\$ -	\$ -	\$ 3,757,711
Construction in progress	2,669,441	11,402,311	(677,573)	13,394,179
	<u>6,427,152</u>	<u>11,402,311</u>	<u>(677,573)</u>	<u>17,151,890</u>
Capital assets, being depreciated				
Buildings and improvements	293,725,302	-	677,573	294,402,875
Land improvements	4,657,877	-	-	4,657,877
Equipment	7,577,805	511,115	(72,683)	8,016,237
	<u>305,960,984</u>	<u>511,115</u>	<u>604,890</u>	<u>307,076,989</u>
Less accumulated depreciation for:				
Buildings and improvements	(85,503,708)	(6,413,801)	-	(91,917,509)
Land improvements	(2,532,419)	(229,875)	-	(2,762,294)
Equipment	(5,649,930)	(416,362)	72,683	(5,993,609)
	<u>(93,686,057)</u>	<u>(7,060,038)</u>	<u>72,683</u>	<u>(100,673,412)</u>
Total capital assets, being depreciated, net	<u>212,274,927</u>	<u>(6,548,923)</u>	<u>677,573</u>	<u>206,403,577</u>
Governmental activities capital assets, net	<u>\$ 218,702,079</u>	<u>\$ 4,853,388</u>	<u>\$ -</u>	<u>\$ 223,555,467</u>
<i>Business-type activities:</i>				
Equipment at historical cost	\$ 1,792,406	\$ 91,093	\$ (21,069)	\$ 1,862,430
Less accumulated depreciation	<u>(1,606,270)</u>	<u>(46,277)</u>	<u>21,069</u>	<u>(1,631,478)</u>
Business-type activities capital assets, net	<u>\$ 186,136</u>	<u>\$ 44,816</u>	<u>\$ -</u>	<u>\$ 230,952</u>

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Component Units, continued

Board of Education

The Board's active school construction projects as of June 30, 2013 as follows:

	<u>Spent to Date</u>	<u>Commitment</u>
Calvert High School	\$ 12,496,456	\$ 5,166,085
Other	897,723	314,961
Total	<u>\$ 13,394,179</u>	<u>\$ 5,481,046</u>

These projects are funded primarily by capital grants from Calvert County and the State of Maryland prior to commitments being made with contractors.

Depreciation expense for the year ended June 30, 2013 for Calvert County and component units (Board of Education and Economic Development Authority) were as follows:

Primary Government:		Component Units:	
<i>Governmental activities:</i>		<i>Board of Education - governmental activities:</i>	
General government	\$ 2,425,876	Instruction:	
Public safety	1,647,233	Regular education	\$ 124,510
Public works	5,424,153	Special education	10,580
Health and hospitals	16,578	Support services:	
Social services	97,490	Administration	219,472
Recreation and culture	2,167,287	Mid-level administration	371
Miscellaneous	-	Transportation	7,301
Total	<u>\$11,778,617</u>	Operation of plant and equipment	6,662,994
<i>Business-type activities:</i>		Maintenance of plant	34,810
Water and Sewer	\$ 2,286,757	Total	<u>\$7,060,038</u>
Solid Waste and Recycling	523,801	<i>Board of Education - business-type activities:</i>	
Marine Museum	429,573	Food services	<u>\$ 46,277</u>
Chesapeake Hills Golf Course	-	<i>Economic Development:</i>	
Total	<u>\$ 3,240,131</u>		<u>\$ -</u>

CALVERT COUNTY, MARYLAND

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

Note 7 - Long-Term Obligations

A. Primary Government

Changes in Long-term Obligations

The following is a summary of the changes in long-term obligations of the County for the year ended June 30, 2013.

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Deductions</u>	<u>Ending Balance</u>	<u>Amounts Due Within One Year</u>
<i>Governmental activities:</i>					
Bonds and Notes Payable					
General Obligation Debt ⁽¹⁾	\$ 130,058,040	\$ 22,891,367	\$ (22,703,294)	\$ 130,246,113	\$ 12,095,933
Notes Payable ⁽²⁾	158,794	-	(17,738)	141,056	17,738
The Land Preservation Program	7,933,355	-	-	7,933,355	113,715
Other Liabilities:					
Landfill Closure Costs	450,000	-	(30,000)	420,000	30,000
Compensated Absences	8,808,563	1,490,508	(1,173,383)	9,125,688	1,260,676
Total	\$ 147,408,752	\$ 24,381,875	\$ (23,924,415)	\$ 147,866,212	\$ 13,518,062
<i>Business-type activities:</i>					
Bonds and Notes Payable					
General Obligation Debt ⁽¹⁾	\$ 10,167,661	\$ 1,514,316	\$ (881,907)	\$ 10,800,070	\$ 609,066
Notes Payable ⁽¹⁾	6,412,663	-	(713,989)	5,698,674	729,258
Other Liabilities:					
Landfill Closure Costs	1,494,517	65,000	-	1,559,517	65,000
Compensated Absences	721,749	-	(209,864)	511,885	100,000
Total	\$ 18,796,590	\$ 1,579,316	\$ (1,805,760)	\$ 18,570,146	\$ 1,503,324

(1) Indicates debt issued for the purpose of acquiring capital assets.

(2) Represents debt used for other governmental purposes.

The liability for Compensated Absences, under governmental activities, the general fund normally liquidates 93 percent, the special revenue funds liquidate less than 1 percent. For the business-type activities, the solid waste fund liquidates 4 percent, the water and sewer fund liquidates 2 percent, and the nonmajor proprietary funds liquidate 1 percent.

Advance Refunding

The County issued \$10,730,000 in public improvement bonds with interest rates ranging from 3.0% to 4.0%. The proceeds were used to advance refund \$10,970,000 of outstanding debt related to the County's 2003 and 2007 general obligation bonds which had interest rates ranging from 4.0% to 4.25%. The net proceeds of \$12,446,630 (including a \$1,716,630 premium and after payments of \$99,488 in underwriting fees and other issuance costs) were deposited in an irrevocable trust with an escrow agent to provide funds for future debt payments on the refunded bonds. As a result, the 2003 and 2007 general obligations bonds are considered defeased and the liability for those bonds has been removed from the statement of net position.

The reacquisition price exceeded the net carrying amount of the old debt by \$1,857,142. This amount is being netted against the new debt and amortized over the remaining life of the refunding debt. The county advance refunded 2003 and 2007 general obligation bonds to reduce

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

its total debt service payments over 9 years by \$357,000 and to obtain an economic gain of \$364,790.

In prior years, the County defeased certain general obligation bonds by placing the proceeds of new bonds in irrevocable trust to provide for all future debt service payments on the old bonds. Accordingly, the trust account assets and the liability for the defeased bonds are not included in the County's financial statements. As of June 30, 2013, \$34.1 million of bonds outstanding are considered defeased.

Obligation Balances and Terms – Governmental Activities

Long-term obligations as of June 30, 2013, consist of the following:

Bond Description and Year	Amount Borrowed	Rate	Due serially through	Governmental Activities Balance
<i>Governmental Activities</i>				
<i>General Obligation Bonds</i>				
Consolidated Public Improvement Project Bonds, 2003 Series	\$ 30,275,000	2% - 5%	July 15, 2013	\$ 2,160,000
Refunding Bonds, 2003 Series (replaced the 1993 Series bonds)	13,614,090	2% - 5%	July 15, 2019	335,361
Consolidated Public Improvement Project Bonds, 2004 Series	8,910,000	2% - 5%	April 1, 2014	615,000
Consolidated Public Improvement Project Bonds, 2005 Series	6,995,000	3.375% - 4.1%	April 1, 2015	960,000
Consolidated Public Improvement Project Bonds, 2006 Series	10,885,000	4% - 5%	April 1, 2016	2,175,000
Consolidated Public Improvement Project Bonds, 2007 Series	29,780,000	4% - 5%	April 1, 2022	9,900,000
Consolidated Public Improvement Project Bonds, 2008 Series	22,250,000	3% - 5%	April 1, 2023	16,045,000
Consolidated Public Improvement Project Bonds, 2009 Series	18,485,000	2% - 3.5%	April 1, 2024	14,200,000
Consolidated Public Improvement Project Bonds, 2010 Series	13,921,232	3% - 5%	July 1, 2025	12,525,736
Refunding Bonds, 2010 Series (replaced the 2002 Series bonds)	4,900,000	3% - 4%	January 1, 2016	4,060,000
Consolidated Public Improvement Project Bonds, 2011 Series	19,256,271	2% - 5%	May 1, 2026	16,684,724
Refunding Bonds, 2011 Series (replaced the 2003/2004 Series bonds)	15,360,000	2% - 5%	July 15, 2018	15,360,000
Consolidated Public Improvement Project Bonds, 2012 Series	6,290,000	3% - 4%	April 1, 2027	5,392,783
Refunding Bonds, 2012 Series (replaced the 2005/2006 Series bonds)	6,425,000	3% - 4%	April 1, 2027	6,425,000
Consolidated Public Improvement Project Bonds, 2012 Series (CHGC)	516,280	2% - 5%	April 1, 2027	482,217
Consolidated Public Improvement Project Bonds, 2013 Series	5,415,000	3% - 4%	April 1, 2022	5,415,000
Refunding Bonds, 2013 Series (replaced the 2003/2007 Series bonds)	10,437,071	3% - 4%	April 1, 2028	10,437,071
<i>Shore Erosion Control</i>				
Western Shores (non-interest bearing)	261,042	n/a	July 1, 2017	65,261
Solomons United Methodist Church (non-interest bearing)	32,150	n/a	July 1, 2026	18,004
Our Lady Star of the Sea (non-interest bearing)	84,987	n/a	July 1, 2029	57,791
<i>Other</i>				
The Land Preservation Program	10,611,555	3% - 5%		7,933,355
Total General Obligation Bonds and Notes Receivables	234,704,678			131,247,303
Estimated Landfill Postclosure Costs				420,000
Premium, 2009, 2010, 2011, 2012, 2013				7,073,221
Accumulated Unpaid Employee Leave				9,125,688
Total Governmental Activities	<u>\$ 234,704,678</u>			<u>\$ 147,866,212</u>

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Obligation Balances and Terms – Business-Type Activities

Long-term obligations as of June 30, 2013, consist of the following:

Bond Description and Year	Amount Borrowed	Rate	Due serially through	Business-Type Activities Balance
<i>Business-Type Activities</i>				
<i>General Obligation Bonds - Water and Sewer</i>				
Refunding Bonds, 2003 Series (replaced the 1993 Series bonds)	\$ 4,010,790	2% - 5%	July 15, 2019	\$ 99,045
Consolidated Public Improvement Project Bonds, 2010 Series	2,314,702	3% - 5%	July 1, 2025	2,082,671
Consolidated Public Improvement Project Bonds, 2011 Series	2,769,000	2% - 5%	May 1, 2036	2,539,284
Consolidated Public Improvement Project Bonds, 2012 Series	3,065,000	3% - 4%	April 1, 2037	2,945,000
Refunding Bonds, 2013 Series (replaced the 2003 Series bonds)	225,330	3% - 4%	April 1, 2022	225,330
Consolidated Public Improvement Project Bonds, 2013 Series	1,180,000	3% - 4%	April 1, 2038	1,180,000
<i>Notes Payable - Water and Sewer</i>				
Water Supply Facilities Loan Note	89,775	6.6%	November 1, 2019	38,864
General Fund Note - Dares Beach Water Supply	258,225	6.6%	June 30, 2019	96,386
General Fund Note - Prince Frederick (non-interest bearing)	863,254	n/a	January 1, 2025	333,877
General Fund Note - Shores of Calvert (interest bearing)	171,127	1.50%	July 1, 2032	163,726
Maryland Department of the Environment (MDE) Note	250,000	4.64%	February 1, 2033	207,294
Maryland Water Quality Financing Admin Note - Solomons Wastewater	3,982,024	2.55%	August 1, 2015	507,752
Maryland Water Quality Financing Admin Note - Dares Beach	500,000	1.6%	August 1, 2020	228,560
Maryland Water Quality Financing Admin Note - Prince Frederick	6,300,000	1.5%	February 1, 2022	3,067,876
Maryland Water Quality Financing Admin Note - Patuxent Business Park	400,000	1%	February 1, 2024	240,142
Maryland Water Quality Financing Admin Note - Chesapeake Beach	<u>1,071,036</u>	1.1%	February 2, 2028	<u>814,197</u>
Total General Obligation Bonds and Notes Receivables	27,450,263			14,770,004
Deferred Loss on Refunding, 2003 Series				(62,926)
Premium, 2010, 2011, 2012, 2013 Series				501,429
Accumulated Unpaid Employee Leave				<u>192,177</u>
Total Water and Sewer	<u>\$ 27,450,263</u>			<u>\$ 15,400,684</u>
<i>General Obligation Bonds - Solid Waste</i>				
Refunding Bonds, 2003 Series (replaced the 1993 Series bonds)	\$ 1,205,120	2% - 5%	July 15, 2019	\$ 30,594
Consolidated Public Improvement Project Bonds, 2010 Series	274,066	3% - 5%	July 1, 2025	246,593
Consolidated Public Improvement Project Bonds, 2011 Series	1,000,000	2% - 5%	May 1, 2026	870,992
Refunding Bonds, 2013 Series (replaced the 2003 Series bonds)	<u>67,599</u>	2% - 5%	April 1, 2022	<u>67,599</u>
Total General Obligation Bonds	2,546,785			1,215,778
Estimated Landfill Postclosure Costs				1,559,517
Deferred Amount of Refunding, 2013 Series				3,671
Premium, 2010 & 2011 Series				70,788
Accumulated Unpaid Employee Leave				<u>319,708</u>
Total Solid Waste	<u>\$ 2,546,785</u>			<u>\$ 3,169,462</u>
Total Business Type Activities	<u>\$ 29,997,048</u>			<u>\$ 18,570,146</u>

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

Debt Requirements

The minimum annual requirements to amortize all outstanding debt, except accumulated unpaid vacation, personal and sick leave, estimated landfill closure and postclosure costs as of June 30, 2013 are as follows:

Governmental Activities			
Years Ending June 30,	Principal	Interest	Total
2014	\$ 12,227,386	\$ 4,922,811	\$ 17,150,197
2015	12,585,694	4,581,940	17,167,634
2016	15,012,574	4,145,452	19,158,026
2017	13,384,602	3,585,156	16,969,758
2018	13,546,078	3,050,611	16,596,689
2019-2023	51,610,292	7,972,033	59,582,325
2024-2028	12,873,878	960,258	13,834,136
2029 - plus Premium	6,799 7,073,221	- -	6,799 7,073,221
	\$ 138,320,524	\$ 29,218,261	\$ 167,538,785

Business-Type Activities			
Years Ending June 30,	Principal	Interest	Total
2014	\$ 1,338,322	\$ 513,363	\$ 1,851,685
2015	1,251,996	485,953	1,737,949
2016	1,000,139	440,249	1,440,388
2017	1,014,357	413,882	1,428,239
2018	1,028,124	385,949	1,414,073
2019-2023	5,116,050	1,423,596	6,539,646
2024-2028	2,707,842	680,940	3,388,782
2029 - plus Def. loss on ref/premium	2,528,952 512,962	435,317 -	2,964,269 512,962
	\$ 16,498,744	\$ 4,779,249	\$ 21,277,993

Estimated Closure and Postclosure Costs

Barstow Landfill - During 1997, the County closed the Barstow Landfill. The current estimate of post closure costs is \$420,000. The landfill is at 100% capacity with no remaining useful life. An amount is recorded in the general long-term debt account group for the estimated postclosure costs associated with the Barstow Landfill. This amount is required by state and federal regulations to provide for monitoring costs associated with the closed landfill. Therefore, the total estimated cost of postclosure care has been recorded.

Appeal Landfill - This is the County's current operating landfill. In 1998, the County entered into a long-term arrangement under which the County's waste is transferred out of the County, which has extended the life of the landfill. An accrual is recorded for the estimated closure and postclosure costs associated with the Appeal Landfill. The accrual is based upon the capacity used to date. Although closure and postclosure care costs will be paid only near or after the date the landfill stops accepting waste, a portion of these closure and postclosure care costs

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

are reported as an operating expense in each period based on landfill capacity used as of each balance sheet date. This accrual is required by state and federal regulations to provide for the capping and monitoring costs associated with the closing of the landfill. The estimate of total closure and post closure costs, provided by an independent contractor specializing in landfills is \$5,940,509.

This amount has been and will be increased by a factor of 3.5% to account for inflation, through fiscal year 2033. In fiscal year 2012, the county obtained an independent contractor to provide an analysis that would ensure compliance with changing federal and state laws, study potential changes in costs due to inflation or deflation, and changes in technology in an effort to maintain accurate accruals. The percentage of the landfill that is full was re-estimated in FY13 as 72.8%; therefore, \$1,559,517 represents the accrued reserve at June 30, 2013, which is reported in the Solid Waste and Recycling fund. The amount that has not yet been recognized in the County's financial statements is \$4,170,000. The accrued reserve will be increased with contributions of \$217,489 made annually.

B. Component Units

Changes in Long-term Obligations

The following is a summary of the changes in the Long-Term Obligations of the Board of Education for the year ended June 30, 2013:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Deductions</u>	<u>Ending Balance</u>	<u>Amounts Due Within One Year</u>
<i>Governmental activities:</i>					
Compensated absences	\$ 3,438,643	\$ 2,068,959	\$ (2,075,951)	\$ 3,431,651	\$2,072,000
Net OPEB obligation	18,794,742	6,820,135	-	25,614,877	-
	<u>\$ 22,233,385</u>	<u>\$ 8,889,094</u>	<u>\$ (2,075,951)</u>	<u>\$29,046,528</u>	<u>\$2,072,000</u>
<i>Business-type activities:</i>					
Compensated absences	\$ 34,543	\$ 24,943	\$ (26,315)	\$ 33,171	\$ 25,500
Net OPEB obligation	304,369	109,601	-	413,970	-
	<u>\$ 338,912</u>	<u>\$ 134,544</u>	<u>\$ (26,315)</u>	<u>\$ 447,141</u>	<u>\$ 25,500</u>

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 8 - Fund Balances

A. Governmental Funds - Fund Balance

Fund Balance – In fiscal year 2011, Calvert County implemented Governmental Accounting Standards Board Statement No. 54 - Fund Balance Reporting and Governmental Fund Type Definitions (GASB 54). In the fund financial statements, fund balance for governmental funds is reported in classifications that comprise a hierarchy based primarily on the extent to which the County is bound to honor constraints on the specific purpose for which amounts in the funds can be spent. The new fund balance classifications are as follows:

1. Nonspendable: Amounts that cannot be spent because they are either in a nonspendable form, or are legally or contractually required to be maintained intact.
2. Restricted: Amounts that have constraints placed on them either externally by third-parties (creditors, grantors, contributors, or laws or regulations of other governments) or by law through constitutional provisions or enabling legislation. Enabling legislation authorizes the County to assess, levy, charge or otherwise mandate payment of resources (from external resource providers) and includes a legally enforceable requirement (compelled by external parties) that those resources be used only for the specific purposes stipulated in the legislation.
3. Committed: Amounts that can only be used for specific purpose pursuant to constraints imposed by formal action of the County's highest level of decision making authority. The Board of County Commissioners (BOCC) is the highest level of decision-making authority, and committed funds are established by resolution. Once adopted, the limitation imposed by the resolution remains in place until a similar action is taken to remove or revise the limitation.
4. Assigned: Amounts that are constrained by the County's intent to be used for specific purposes, but are neither restricted nor committed. The authority for assigning fund balance is expressed by the BOCC or the Director of Finance and Budget as established in the County's Fund Balance Policy.
5. Unassigned: Amounts that have not been restricted, committed or assigned to specific purposes within the general fund. The general fund is the only fund that reports a positive unassigned fund balance amount. Other governmental funds besides the general fund can only report a negative unassigned fund balance amount.

The County has passed a fund balance resolution that specifies the spending order of the different types of fund balances. Nonspendable amounts by definition can't be spent. When both restricted and unrestricted resources are available for use, it is the County's policy to use restricted resources first, then unrestricted resources (committed, assigned and unassigned) as they are needed. When unrestricted resources (committed, assigned and unassigned) are available for use it is the County's policy to use committed resources first, the assigned, and then unassigned as they are needed.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

As of June 30, 2013, fund balances were reported as follows:

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

GOVERNMENTAL FUNDS FUND BALANCES
JUNE 30, 2013

	<u>General Fund</u>	<u>Capital Projects</u>	<u>Nonmajor Governmental Funds</u>	<u>Total Governmental Funds</u>
Nonspendable:				
Inventory	\$ 296,272	\$ -	\$ -	\$ 296,272
Long term receivables	7,802,002	-	-	7,802,002
Leveraging obligations	-	-	9,264,806	9,264,806
Restricted for:				
Other purposes	-	-	549,462	549,462
Endowments	-	-	36,805	36,805
Committed to:				
Encumbrances:				
General government	1,021,380	-	-	1,021,380
Public safety	872,239	-	-	872,239
Public works	1,419,299	-	-	1,419,299
Health and hospital	1,700	-	-	1,700
Social services	3,311	-	-	3,311
Recreation and culture	211,206	-	-	211,206
Other purposes	73,644	-	-	73,644
Stabilization arrangement	18,000,000	-	-	18,000,000
Board of education	-	148,730	-	148,730
Other purposes	380,353	-	6,050,680	6,431,033
Assigned to:				
Vacation/sick leave	5,000,000	-	-	5,000,000
OPEB	4,718,619	-	-	4,718,619
Other purposes	-	-	10,244	10,244
Other capital projects	-	30,319,320	-	30,319,320
Unassigned:	27,228,179	-	(60,100)	27,168,079
Total fund balances:	<u>\$ 67,028,204</u>	<u>\$ 30,468,050</u>	<u>\$ 15,851,897</u>	<u>\$ 113,348,151</u>

Other long-term receivables - The amount of notes receivable advanced to Dares Beach Water, Prince Frederick Water and Sewer, Shores of Calvert Water and Sewer System, advances to the Water and Sewer fund, one Parks and Recreation notes and an amount due from a vendor receivable at June 30, 2013.

Reserved for other purposes - These amounts represent the portion of fund balance restricted for the special purpose of the following funds: Special Revenue Funds, Parks and Recreation Fund, and Land Preservation Fund.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 9 - Retirement Systems

A. Primary Government

All new employees to Calvert County Government are either in the Sheriff's Department Pension Plan or the Calvert County Employee Retirement Savings Plan. The Primary Government operates four Pension Trust Funds – Calvert County Sheriff's Department Pension Plan, Calvert County Employees Retirement Plan, Volunteer Fire Department and Rescue Squads Plan, and the Calvert County Maryland Other Post-Employment Benefits Trust (OPEB). Separate audited financial statements have not been issued for these County plans. The County Plans' Statements of Net Position and Statements of Changes in Net Position are presented at the end of this note. In addition, some employees participate in the State Retirement System of Maryland. See pages 54-55 for additional information.

Calvert County Employees Retirement Plan

Plan Description -The County contributes to the Calvert County Employees Retirement Plan (the Plan), a single employer defined benefit pension plan that provides retirement benefits and death and disability benefits to participating employees and their beneficiaries. All full-time employees of the County plus part-time employees working at least 50% of a regular work week and employees of the office of the State's Attorney and the Calvert County Housing Authority were eligible to participate in the Plan. If hired before July 1, 1996, benefits vest 100% for service greater or equal to 5 years, or if hired on or after July 1, 1996, benefits vest 100% for service greater or equal to seven years. No new participants were added to this plan after the adoption of the Calvert County Employee Retirement Savings Plan. Please see page 55 for information on this plan.

County employees in this plan are eligible to receive retirement benefits the first month following completion of 30 years of eligibility service or (1) if hired prior to July 1, 1996, first month following attainment of age 62, completion of 2 years eligibility service and sum of age and service is at least 67, and (2) if hired on or after July 1, 1996, the first of the month following attainment of age 62 and completion of 7 years of eligible service. Benefits are payable monthly for life, in an amount equal to 1.5% of the average final salary (the highest consecutive thirty-six month period of base pay) up to covered compensation for each year of service up to 30 years plus .3% of average final salary over the Social Security integration level for each year of service up to 30 years, plus 1.0% of the average final salary for each year in excess of 30 years up to 5 years. Benefit provisions and all other requirements are established by the County Commissioners and administered by a County-appointed Board of Trustees.

At June 30, 2013, the membership in the plan was as follows:

Retired	146
Terminated, vested	26
Active, vested	122
Active non-vested	<u>0</u>
Total active	<u><u>122</u></u>

CALVERT COUNTY, MARYLAND

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

Funding Policy - Participating County employees are required to contribute 2% of their annual compensation to the Plan, plus an additional 2% of base salary in excess of Social Security Wage Base. The County contributes the remaining amounts necessary to fund the payments of benefits under the Plan based upon the direction of its consulting actuary. The contributions made to the Plan for fiscal year 2013 were made in accordance with the Plan requirements as of the July 1, 2012 actuarial report. The contributions consisted of amounts contributed by the employees of \$163,001 (2.2% of current covered payroll). The County's costs for fiscal year 2013 were \$2,910,000 (38.9% of current covered payroll).

The net pension obligation was computed using the Projected Unit Credit Method as a part of an actuarial valuation performed as of July 1, 2013. The actuarial value of assets was determined using the assumed yield method with a market value adjustment. The significant actuarial assumptions used in the valuation include an inflation rate of 2.4%, rate of return on the investments of present and future assets of 8% a year compounded annually, additional projected salary increases of 6% compounded annually for ages under 46 and 5% compounded annually for ages 46 and older, cost of living increases of 3% per year calculated on a compound interest basis, and no postretirement benefit increases.

Funded Status - The following schedule presents the funded status as of June 30, 2013:

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
2013	\$52,364,615	\$69,734,714	\$17,370,099	75.09%	\$7,480,753	232.20%

The plan's unfunded actuarial liability is being amortized using the level dollar method over a closed period of 20 years.

Funding Progress - The schedule of funding progress (presented as required supplementary information) gives multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrual liability for benefits.

Annual pension cost (APC) and Net pension assets (NPA) - The following schedule gives information on the County's APC and NPA:

Annual required contribution	\$	2,657,294
Interest on NPA		(4,681)
Adjustment to ARC		5,960
Annual pension cost (APC)	\$	2,658,573
Contribution made		2,910,000
Decrease (increase) in net pension asset	\$	(251,427)
Net pension asset, beginning of year		(58,514)
Net pension asset, end of year	\$	(309,941)

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

The County's APC, percentage of APC contributed, and NPA for the plan for the current year and each of the two preceding years were as follows:

Actuarial Valuation Date June 30,	Annual Pension Costs (APC)	Percentage of APC Contributed	Net Pension Obligation (Asset)
2013	\$ 2,658,573	109.46%	\$ (309,941)
2012	2,864,869	100.29%	(58,514)
2011	2,585,656	108.09%	(50,223)

State Retirement System of Maryland

Plan Description - On October 29, 1996, the Commissioners approved the withdrawal of employees of Calvert County from the State Retirement and Pension System of Maryland (the System) based on the establishment of the Calvert County Employees Retirement Plan. All employees covered under the System were given the option to participate in the new plan or remain in the System. All but 58 County employees opted to participate in the new plan. Thirty employees remained in the State of Maryland Employees' Retirement System and 28 employees remained in the State of Maryland Employees' Pension System (collectively the Employees' Systems). The effective date of the withdrawal from the System was June 30, 1996.

The State Retirement Agency (the Agency) is the administrator of the System, a cost-sharing multiple-employer public-employee retirement system. The System was established by the State Personnel and Pension Articles of the Annotated Code of Maryland Rules and Regulations and provides retirement allowances to System members and beneficiaries. Responsibility for the administration and operation of the System is vested with a 14-member Board of Trustees. The System issues a publicly available financial report that includes financial statements and required supplementary information for the System. That report may be obtained by writing to the State Retirement and Pension System of Maryland, 120 East Baltimore Street, Baltimore, Maryland 21202 or by calling (800) 492-5909.

Funding Policy - Members of the Employees Systems may elect to contribute 5% to 7% of their earnable compensation depending on the retirement option selected. Employer contribution rates are determined actuarially. The System paid the County the sum of \$10,212,854, the amount of the reserves allocable to the withdrawing employees on a market value basis as determined by an actuary, together with interest at the rate of 7.5% compounded annually from July 1, 1996, to the date of payment, reduced by the partial payment of \$700,000 to the Calvert County Employees' Retirement System on December 20, 1996. Based on the actuarial valuation as of June 30, 1996, the unfunded liability for the employees and officers of the County who elected to remain in the System amounted to \$1,383,013. The County paid the unfunded liability in two installments: an initial installment of \$800,000 on the date of this agreement, and a final installment of \$583,013 on July 1, 1996. The County's required contributions and actual contributions to the Employee's Systems for the years ended June 30, 2008 through 2013 were zero.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

The computation of the pension contribution requirements for fiscal year 2013 was based on the same actuarial assumptions, benefits provisions, actuarial funding method and other significant factors used to determine pension contributions requirements in the previous year. Contributions by the State of Maryland on behalf of the Calvert County Public Library were \$298,488, \$320,402, and \$320,784, for the years ended June 30, 2013, 2012 and 2011. In accordance with GASB Statement Number 24, the State's 2013 contribution amount has been shown as State aid revenue and pension expenditure.

Calvert County's Employee Retirement Savings Plan

On July 28, 1998, the Commissioners approved the formation of a single employer defined contribution pension plan with a 5% County contribution and a required 3% contribution from all eligible employees. The plan was put in place January 1, 1999. All employees hired after June 30, 1998 were automatically enrolled in the defined contribution pension plan. Required contributions and all other plan provisions are established by the County Commissioners and administered by a County-appointed Board of Trustees. The contributions by the County and the employees for the year ended June 30, 2013 were \$922,895 and \$648,151, respectively.

Length of Service Award Program

Plan Description - The County contributes to the Length of Service Awards Program (LSAP) for the Volunteer Fire and Rescue Squads personnel of Calvert County (Plan), a single-employer noncontributory retirement and pension plan. Any person who is certified as an active member with any Calvert County Volunteer Fire Company or Rescue Squad is eligible to participate in the Plan. Active members who attain age 55 and have completed 25 years of certified volunteer service shall receive \$400 per month plus \$4 per month additional for each year of service in excess of 25 years, with a maximum benefit of \$500 per month. If an active member attains age 70 and has 2 years of qualifying service out of the last 5 years, but does not complete 25 years of service, a monthly benefit equal to \$8 times the years of service will be payable. The Plan also provides for death and disability benefits to participating volunteers. Benefit provisions and all other requirements are established by the Fire and Rescue Commission and approved by the Commissioners as authorized by the legislative assembly. The County contributes all amounts necessary to fund the payments of benefits under the Plan.

At June 30, 2013, the membership was as follows:

Retired	47
Active, vested	57
Active, non- vested	964
Total active	1021
Active employees receiving benefits	37

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Funding Policy - The net pension obligation was computed using the Projected Unit Credit Cost Method as a part of an actuarial valuation performed as of July 1, 2013. The significant actuarial assumptions used in the valuation include an inflation rate of 2.4%, a rate of return on the investments of present and future assets of 8% a year compounded annually; 80% of the participants are assumed to be married with spouses four years younger; participants, who have already earned at least two years of credit and have attained age 30, are assumed to earn credit in 50% of their future years. All others are assumed to earn no credit. The actuarial value of assets was determined using the Assumed Yield Method with a Market Value adjustment.

The contributions made by the County to the Plan for fiscal 2013 totaling \$470,000 were made in accordance with actuarial determined requirements computed through an actuarial valuation performed as of July 1, 2012.

Funded Status - The following schedule presents the funded status as of June 30, 2013:

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
2013	\$ 3,052,522	\$ 6,802,216	\$ 3,749,694	44.88%	N/A	N/A

The plan's unfunded actuarial liability is being amortized using the level dollar method over a closed period of 20 years.

Funding Progress - The schedule of funding progress (presented as required supplementary information) gives multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrual liability for benefits.

Annual pension cost (APC) and Net pension assets (NPA) - The following schedule gives information on the County's APC and NPA:

Annual required contribution	\$ 467,519
Interest on NPA	(7,134)
Adjustment to ARC	9,082
Annual pension cost (APC)	\$ 469,467
Contribution made	470,000
Decrease (increase) in net pension asset	\$ (533)
Net pension asset, beginning of year	(89,170)
Net pension asset, end of year	\$ (89,703)

CALVERT COUNTY, MARYLAND

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

The County's APC, percentage of APC contributed, and NPA for the plan for the current year and each of the two preceding years were as follows:

Actuarial Valuation Date <u>June 30,</u>	Annual Pension Costs (APC)	Percentage of APC Contributed	Net Pension Obligation (Asset)
2013	\$ 469,467	100.11%	\$ (89,703)
2012	470,385	80.05%	(89,170)
2011	392,614	78.55%	(183,006)

Calvert County Sheriff's Department Pension Plan

Plan Description - The County contributes to the Calvert County Sheriff's Department Pension Plan (Plan), a single-employer defined benefit pension plan. All full-time deputy sheriffs and correctional officers employed by the County, excluding those who were hired prior to July 1, 1989, who elected to remain in the State Pension System, are eligible to participate in the Plan. Benefits vest 50% after 5 years, increasing 5% a year to 100% after 15 years. County employees who retire at or after age 55 or after 25 years of service are entitled to an annual retirement benefit, payable monthly for life, in an amount equal to 2.4% of their final average earnings for each year of service up to 20, plus 2% of final average earnings for service over 20 years and up to 27 years. The Plan also provides for death and disability benefits to participating employees. Benefit provisions and all other requirements are established by a County-appointed Board of Trustees.

At June 30, 2013, the membership was as follows:

Retired	51
Terminated, vested	38
Active, vested	121
Active, non-vested	<u>63</u>
Total active	<u><u>184</u></u>

Funding Policy - The net pension obligation was computed using the Projected Unit Credit Method as a part of an actuarial valuation performed as of July 1, 2013. The significant actuarial assumptions used in the valuation include an inflation rate of 2.4%, a rate of return on the investments of present and future assets of 8% a year compounded annually; additional projected salary increases of 6.50% to age 37, 4.50% from age 38 to 42 and 4.00% thereafter; costs of living increases to all plan participants of 3.00% per year calculated on a compound interest basis. The actuarial value of assets was determined using an Asset Smoothing Method.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Participating County employees are required to contribute 8% of their annual compensation to the Plan, compounded annually with 5% interest. The County contributes the remaining amounts necessary to fund the payments of benefits under the Plan based upon the direction of its consulting actuary.

The contributions made to the Plan for fiscal 2013 totaling \$2,770,000 were made in accordance with actuarially determined requirements computed through an actuarial valuation performed as of July 1, 2012.

Amounts contributed by the County and Employees consisted of the following:

County (24.2% of current covered payroll)	\$ 2,770,000
Employees (7.2% of current covered payroll)	829,502

Funded Status - The following schedule presents the funded status as of June 30, 2013:

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
2013	\$51,435,307	\$65,095,243	\$ 13,659,936	79.0%	\$ 11,467,047	119.12%

The plan's unfunded actuarial liability is being amortized using the level dollar method over a closed amortization period of 20 years.

Funding Progress - The schedule of funding progress (presented as required supplementary information) gives multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrual liability for benefits.

Annual pension cost (APC) and Net pension assets (NPA) - The following schedule gives information on the County's APC and NPA:

Annual required contribution	\$ 2,537,251
Interest on NPA	8,304
Adjustment to ARC	(10,573)
Annual pension cost (APC)	\$ 2,534,982
Contribution made	2,770,000
Decrease (increase) in net pension asset	\$ (235,018)
Net pension asset, beginning of year	103,805
Net pension asset, end of year	\$ (131,213)

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

The County's APC, percentage of APC contributed, and NPA for the plan for the current year and each of the two preceding years were as follows:

Actuarial Valuation Date <u>June 30,</u>	Annual Pension Costs (APC)	Percentage of APC Contributed	Net Pension Obligation (Asset)
2013	\$ 2,534,982	109.27%	\$ (131,213)
2012	2,685,310	94.03%	103,805
2011	2,565,539	103.71%	(56,600)

Calvert County Maryland Other Post-Employment Benefits Trust

Plan description – The County contributes to the Calvert County Maryland Other Post-Employment Benefit Trust (Plan), an agent multiple employer defined benefit postemployment healthcare plan. Benefit provisions and all other requirements are established by the County Commissioners and the County Board of Education and administered by a jointly appointed Board of Trustees. The plan provides healthcare, prescription drug and dental benefits to retired employees, spouses and dependants, of participating governmental entities. The plan also provides life insurance benefits for retirees of the Board of Education. Active employees of a participating governmental entity who retire or are disabled and meet the eligibility criteria will participate. Generally employees must have retired from a participating entity to be eligible.

The current employee/retiree membership in the Plan as of June 30, 2013 is as follows:

	<u>County</u>	<u>Board of Education</u>
Active	628	1,647
Retired	136	678
Total	<u>764</u>	<u>2,325</u>

Funding Policy – The Calvert County Board of County Commissioners will establish annually a health insurance subsidy amount under the Plan. These subsidies will be reviewed annually and are subject to change based on budgetary constraints. For retirees who retired before June 30, 2008, the subsidy is 90% of the premium, for retirees who retired after June 30, 2008 the subsidy is 75% of the premium. Retirees who retired prior to August 1, 1994 receive 100% of their individual policy and 50% of the difference between the individual policy and the policy selected. Retirees will earn or vest in the subsidy based upon their years of creditable service, at a rate ranging from 20% to 100%. Current retirees, who have a 100% subsidy, equate to the Plan covering 75% of their cost of benefit coverage. The retiree is responsible for the difference between the cost of the selected Plan and the earned subsidy. The Board of Education establishes the level of benefits for its retirees which includes health care and life insurance benefits.

CALVERT COUNTY, MARYLAND

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

Contribution rates and the net other post employment benefits obligation for the year ended June 30, 2013 were actuarially determined, using the Projected Unit Credit Actuarial Cost Method, through an actuarial valuation dated July 1, 2010 . The significant actuarial assumptions used in the valuation include; an inflation rate of 2.4%, a 7% investment rate of return (net of administrative expenses), a discount rate of 7%, a projected salary increase of 6.0%, and the healthcare cost trends of – medical 7.2% in the 2013 plan year declining 0.4% each plan year to 5% for 2018 and later years, dental 4.5% in the 2013 year declining 0.50% each year to 4% for 2014 and later, mortality - RP 2000 combined healthy mortality table, except for the Sherriff’s Plan which uses 1983 Group Annuity Mortality Table.

The contributions to the Plan by the County for the years ended June 30 were as follows:

	County	On behalf payments for Board of Education	Total
2013	\$ 544,292	\$ 1,955,708	\$ 2,500,000
2012	2,384,047	8,566,168	10,950,215
2011	1,425,862	2,346,849	3,772,711

Funding Status & Progress- The schedule of funding progress (presented as required supplementary information) gives information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrual liability for benefits.

Funding Status - At June 30, 2013, the funding status was as follows:

	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
County	\$ 4,337,978	\$ 36,717,748	\$ 32,379,770	11.81%	\$ 45,606,128	71.00%
Board of Education	17,226,681	139,625,512	122,398,831	12.34%	127,857,499	95.73%
Total	<u>\$21,564,659</u>	<u>\$176,343,260</u>	<u>\$154,778,601</u>	12.23%	<u>\$173,463,627</u>	89.23%

Actuarial valuations involve estimates of value of reported amounts and assumptions about the probability of events far into the future. Actuarially determined amounts are subject to continual revisions as actual results are compared to past expectations and new estimates are made about the future. Projection of benefits are based on the types of benefits provided under the substantive plan at the time of each valuation and on the pattern of sharing of benefit costs between the employer and plan member to that point. Actuarial calculations reflect a long-term prospective, and consistent with that perspective, actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarially accrued liabilities and the actuarial value of assets.

The Plan’s unfunded actuarial liability is being amortized using the level dollar method over a closed amortization period of 30 years.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Net OPEB Obligation - The County implemented GASB 45 in fiscal year 2008 and elected to report a zero net OPEB obligation at the beginning of the transition year. The County makes on behalf payments for the Board of Education.

The schedule below presents the net OPEB obligation for the past six years:

Actuarial Valuation date June 30,	Annual Required Contribution	Interest on net Pension Obligation	Adjustment to Annual Required Contribution	Annual OPEB Cost	Pay as You go Payments Plus Contributions	Increase in net OPEB Obligation	End of Year net OPEB Obligation
County							
2013	\$ 3,996,491	\$ 358,262	\$ 415,256	\$ 3,939,497	\$ 1,602,471	\$ 2,337,026	\$ 7,455,056
2012	3,996,491	323,061	374,456	3,945,096	3,442,226	502,870	5,118,030
2011	3,641,418	242,747	115,714	3,768,451	2,621,100	1,147,351	4,615,160
2010	3,641,418	100,512	115,714	3,626,216	1,594,299	2,031,917	3,467,809
2009	3,109,164	39,984	-	3,149,148	2,284,452	864,696	1,435,892
2008	3,109,164	-	-	3,109,164	2,537,968	571,196	571,196
Board of Education							
2013	\$ 14,359,874	\$ 1,336,938	\$ 1,550,655	\$ 14,146,157	\$ 7,216,423	\$ 6,929,734	\$ 26,028,847
2012	14,359,874	1,314,336	1,524,438	14,149,772	13,826,883	322,889	19,099,113
2011	11,319,105	892,244	516,870	11,694,479	5,664,604	6,029,875	18,776,224
2010	11,319,105	448,969	516,870	11,251,204	4,918,693	6,332,511	12,746,349
2009	9,127,324	267,341	-	9,394,665	6,799,986	2,594,679	6,413,838
2008	9,127,324	-	-	9,127,324	5,308,165	3,819,159	3,819,159
Total							
2013	\$ 18,356,365	\$ 1,695,200	\$ 1,965,911	\$ 18,085,654	\$ 8,818,894	\$ 9,266,760	\$ 33,483,903
2012	18,356,365	1,637,397	1,898,894	18,094,868	17,269,109	825,759	24,217,143
2011	14,960,523	1,134,991	632,584	15,462,930	8,285,704	7,177,226	23,391,384
2010	14,960,523	549,481	632,584	14,877,420	6,512,992	8,364,428	16,214,158
2009	12,236,488	307,325	-	12,543,813	9,084,438	3,459,375	7,849,730
2008	12,236,488	-	-	12,236,488	7,846,133	4,390,355	4,390,355

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Net Asset Information (all trust funds) – The statement of net position and statement of changes in net position for all County-administered plans are shown below:

	Combining Statement of Plan Net Position				
	Volunteer Fire and Rescue	Sheriff's Pension Plan	Employees Retirement Plan	Other Post Employment Benefits	Total
Assets:					
Cash and cash equivalents	\$ 84,813	\$ 1,145,536	\$ 1,202,835	\$ 2,664,657	\$ 5,097,841
Investments at Fair Value					
Fixed income	534,327	12,821,107	12,767,938	7,178,458	33,301,830
Common stocks	-	7,700,236	8,268,893	-	15,969,129
Equity funds	2,003,243	20,964,327	21,599,240	24,215,531	68,782,341
Foreign assets	370,000	7,479,098	7,541,647	7,606,266	22,997,011
Other assets	-	1,734,394	1,985,103	384,765	4,104,262
Total investments at fair value	<u>2,907,570</u>	<u>50,699,162</u>	<u>52,162,821</u>	<u>39,385,020</u>	<u>145,154,573</u>
Total cash, cash equivalents and investments	2,992,383	51,844,698	53,365,656	42,049,677	150,252,414
Interest receivable	1	11,155	11,970	18	23,144
Accounts receivable	-	(430)	-	-	(430)
Total assets	<u>2,992,384</u>	<u>51,855,423</u>	<u>53,377,626</u>	<u>42,049,695</u>	<u>150,275,128</u>
Liabilities					
Total liabilities	<u>7,500</u>	<u>31,348</u>	<u>36,850</u>	<u>21,608</u>	<u>97,306</u>
Net Position held in trust for pension and other post employment benefits	<u>\$ 2,984,884</u>	<u>\$ 51,824,075</u>	<u>\$ 53,340,776</u>	<u>\$ 42,028,087</u>	<u>\$ 150,177,822</u>

Combining Statement of Changes in Plan Net Position					
Additions:					
Contributions					
Plan sponsor	\$ 470,000	\$ 2,770,000	\$ 2,910,000	\$ 2,500,000	\$ 8,650,000
Employee	-	829,502	163,001	-	992,503
Total Contributions	470,000	3,599,502	3,073,001	2,500,000	9,642,503
Investment income/(Loss):					
Net appreciation/(depreciation) in fair value of investments	271,718	5,191,767	5,867,673	3,850,292	15,181,450
Interest and dividends	107,675	1,273,646	1,365,221	1,375,810	4,122,352
Net investment income/(loss)	<u>379,393</u>	<u>6,465,413</u>	<u>7,232,894</u>	<u>5,226,102</u>	<u>19,303,802</u>
Total Additions	849,393	10,064,915	10,305,895	7,726,102	28,946,305
Expenditures:					
Distributions to participants	411,524	1,681,177	2,300,221	-	4,392,922
Administrative expenses	20,295	306,701	290,555	98,933	716,484
Total Expenditures	<u>431,819</u>	<u>1,987,878</u>	<u>2,590,776</u>	<u>98,933</u>	<u>5,109,406</u>
Net increase(decrease)	417,574	8,077,037	7,715,119	7,627,169	23,836,899
Net Position Held in Trust for Pension and Other Post Employment Benefits:					
Beginning of the year	<u>2,567,310</u>	<u>43,747,038</u>	<u>45,625,657</u>	<u>34,400,918</u>	<u>126,340,923</u>
End of the year	<u>\$ 2,984,884</u>	<u>\$ 51,824,075</u>	<u>\$ 53,340,776</u>	<u>\$ 42,028,087</u>	<u>\$ 150,177,822</u>

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

B. Component Unit – Board of Education

Plan Description - The employees of the Board of Education (the Board), are covered by the Teachers Retirement System, the Teachers Pension System of the State of Maryland (the Teachers Systems) or the Employees Retirement System and Employees Pension System of the State of Maryland. These systems are part of the Maryland State Retirement and Pension System, (the System) and are cost-sharing, multiple-employer, defined benefit public employee retirement systems.

The System was established in accordance with the State Personnel and Pensions Article of the Annotated Code of Maryland. Responsibility for the administration and operation of the systems is vested in a Board of Trustees (Trustees). The Trustees also have the authority to establish and amend the respective benefit provisions. The System provides retirement and disability benefits, annual cost of living adjustments, and death benefits to system members and beneficiaries.

The System issues a publicly available comprehensive annual financial report that includes financial statements and required supplementary information for the Systems. That report may be obtained by writing to the State Retirement and Pension System of Maryland, State Retirement Agency, 120 East Baltimore Street, Baltimore, Maryland 21202, or by calling (800) 492-5909.

Funding Policy - The State Personnel and Pensions Article require active members to contribute to the System at the rate of 5% to 7% of their covered salary depending upon the retirement option selected. Contribution rates for the Board are established by annual actuarial valuations using the entry age normal test method. The State's contribution's on behalf of the Board to the Teachers systems for the years ended June 30, 2013, 2012, and 2011 were approximately \$13.5 million, \$17.0 million, and \$17.0 million, respectively.

Annual Required Contributions - For the year ended June 30, 2013, the Board's annual pension cost of \$4,198,294 was equal to its required contribution. The annual required contribution was determined as part of the June 30, 2012 actuarial valuation using the entry age actuarial cost method. The actuarial assumptions included (a) 7.75% investment rate of return, compounded annually, (b) projected salary increases of 3.5% to 12.0%, attributable to inflation, (c) post-retirement benefit increases ranging from 1.70% to 3.5% per year depending on the system, and (d) rates of mortality, termination of service, disablement and retirement based on actual experience from 2006 through 2010. The actuarial value of the Systems' assets was determined using techniques that smooth the effects of short-term volatility in the market value of investments by using a simplified five-year moving average. The Board's unfunded actuarial accrued liability is being amortized in distinct pieces. Each new layer of UAAL arising subsequent to June 30, 2000 is being amortized in separate annual layers over a 25-year period.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

The Board's annual pension cost for the last three years was:

<u>Fiscal Year</u> Ending June 30,	<u>Annual</u> Required Contribution	<u>Percentage</u> Contributed	<u>Net</u> Pension Obligation
2013	\$ 4,198,294	100%	-
2012	2,012,647	100%	-
2011	1,654,559	100%	-

Required Supplemental Information

Schedule of Funding Progress for the
State Retirement and Pension Systems of Maryland
(expressed in thousands)

<u>Actuarial</u> Valuation Date (June 30)	<u>Actuarial</u> Value of Assets	<u>Actuarial</u> Accrued Liability (AAL) Entry Age	<u>Unfunded</u> AAL (UAAL)	<u>Funded</u> Ratio	<u>Covered</u> Payroll	<u>UAAL as a</u> Percentage of Covered Payroll
2012	\$ 37,248,401	\$ 57,869,145	\$ 20,620,744	64.37%	\$ 10,336,537	199%
2011	36,177,656	55,917,543	19,739,887	64.70%	10,478,800	188%
2010	34,688,346	54,085,081	19,396,735	64.14%	10,657,944	182%

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 10 - Commitments and Contingent Liabilities

The Commissioners are defendants in several lawsuits. In the opinion of the County Attorney and legal counsel, pending legal proceedings are not likely to have a material adverse impact on the County's financial condition, and to the best of their knowledge, the County is in compliance with all state and local laws and ordinances.

The State of Maryland currently allows Maryland citizens who earn personal income in jurisdictions outside Maryland to take a credit against their Maryland personal Income Tax for the income tax paid to other jurisdictions. Maryland has not allowed this credit against Maryland County or Municipal income taxes. A suit was brought against the State, the Wynne Case, asserting that this unequal treatment violated the Federal Commerce Clause. The State lost the case and while it is under appeal, the final outcome will likely result in the State allowing credits against county income taxes with a resulting reduction in annual income tax revenue. The tax law will allow a refund of overpayments for three prior tax years. The State Comptroller has estimated Calvert County's liability to be about \$964,709. This loss was considered probable and measurable and has been recorded in the current year, however a contingent liability above this amount could exist, but at this time it is not considered sufficiently measurable.

Note 11 - Risk Management

The County is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and related disasters. The County is a capital member of the Local Government Insurance Trust (LGIT) sponsored by the Maryland Municipal League (MML), and the Maryland Association of Counties. The LGIT is a self-insured public entity risk pool offering general liability, excess liability, business auto liability, police legal liability, public official liability, environmental liability, and property coverage.

LGIT is capitalized at an actuarially determined level to provide financial stability for its local government members and to reduce the possibility of assessments. The trust is owned by the participating counties and cities and managed by a Board of Trustees elected by the members. Annual premiums are assessed for the various policy coverages. During fiscal year 2013, the County paid premiums of \$566,369 to the trust. The agreement for the formation of LGIT provides that the trust will be self-sustaining through member premiums and will reinsure through commercial companies for claims in excess of \$500,000 for each insured event. Settled claims resulting from these risks have not exceeded commercial insurance coverage in the past four fiscal years.

The County is under a modified retrospective billing arrangement with a commercial insurance carrier to provide group health coverage. Under this arrangement the insurance carrier assesses an initial charge paid by the County through monthly premiums. At the end of the coverage period, there is a settlement of the difference between the billed premium and the actual claims and expenses. A deficiency in the billed premium represents the callable margin, which is owed by the County, up to a maximum of 5%. If the actual claims and expenses are less than the billed premium, the County would be entitled to a refund.

CALVERT COUNTY, MARYLAND
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013

Note 12 - Subsequent Events

In preparing these financial statements, the management of Calvert County, Maryland has evaluated events and transactions for potential recognition or disclosure through December 20, 2013, the date the financial statements were available to be issued.

Note 13 – Accounting Change/Restatement

In fiscal year 2013, the Chesapeake Hills Golf Course, is being presented as a special revenue fund, while in fiscal year 2012, it was presented as an enterprise fund. The beginning fund balance has been restated to reflect the change from using full accrual basis to modified accrual basis.

	Net Position Governmental Activities	Fund Balance General Fund	Net Position Business-type Activities (CHGC)	Fund Balance Non-major Fund (CHGC)
Net position/fund balance, June 30, 2012	\$ 170,411,758	\$ 66,515,687	\$ 3,706,223	\$ -
Restatement for:				
Cash	37,520	-	(37,520)	37,520
Inventory	17,890	-	(17,890)	17,890
Accrued interest receivable	3	-	(3)	3
Restricted assets	657,369	657,369	(657,369)	-
Capital assets not being depreciated	1,552,330	-	(1,552,330)	-
Depreciable capital assets - net	2,199,613	-	(2,199,613)	-
Unamortized bond costs	12,144	-	(12,144)	-
Long-term debt	(516,280)	-	516,280	-
Bond premium/deferred loss on refunding	(139,522)	-	139,522	-
Accrued expense	(24,915)	-	24,915	(24,915)
Accounts payable	(20,329)	-	20,329	(20,329)
Due to other funds	(43,539)	-	43,539	(43,539)
Compensated absences	(26,061)	-	26,061	(26,061)
Restated net position/fund balance, June 30, 2012	<u>\$ 174,117,981</u>	<u>\$ 67,173,056</u>	<u>\$ -</u>	<u>\$ (59,431)</u>

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COUNTY COMMISSIONERS OF CALVERT COUNTY
CALVERT COUNTY, MARYLAND

REQUIRED SUPPLEMENTARY INFORMATION
JUNE 30, 2013

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**SUMMARY SCHEDULE OF REVENUE AND EXPENDITURES,
AND OTHER FINANCING SOURCES AND USES
BUDGET AND ACTUAL (BUDGETARY BASIS) - GENERAL FUND
FOR THE YEAR ENDED JUNE 30, 2013**

	<u>Budget Original</u>	<u>Budget Final</u>	<u>Actual</u>	<u>Variance (Over) Under</u>
REVENUES				
Taxes	\$ 215,269,664	\$ 216,419,296	\$ 215,711,905	\$ (707,391)
Licenses and permits	291,400	291,922	307,553	15,631
Intergovernmental	3,804,296	4,026,103	4,014,146	(11,957)
Charges for services	3,346,392	3,426,915	3,415,447	(11,468)
Fines and forfeitures	439,900	515,201	520,964	5,763
Miscellaneous	372,418	4,223,400	373,610	(3,849,790)
Total revenues	223,524,070	228,902,837	224,343,625	(4,559,212)
EXPENDITURES				
General government	17,639,236	18,434,741	17,835,519	599,222
Public safety	26,816,259	28,215,192	27,881,534	333,658
Public works	8,771,947	9,033,045	8,780,146	252,899
Health and hospitals	2,777,240	2,791,740	2,759,922	31,818
Social services	1,648,463	1,777,089	1,732,141	44,948
Education	114,190,853	114,190,853	114,190,853	-
Recreation and culture	10,470,348	10,711,795	10,303,633	408,162
Conservation of natural resources	400,298	405,298	408,211	(2,913)
Urban development and housing	1,441,042	1,467,804	1,407,391	60,413
Economic development	1,242,445	1,248,575	1,148,794	99,781
Pensions and insurance	20,141,725	22,068,728	21,290,423	778,305
<u>Debt service</u>				
Principal retirement	11,563,816	11,563,816	11,654,816	(91,000)
Interest	4,905,066	4,905,066	4,805,625	99,441
Bond refunding expense	-	-	86,574	(86,574)
Total expenditures	222,008,738	226,813,742	224,285,582	2,528,160
OTHER FINANCING SOURCES (USES)				
Operating transfers in	1,420,129	1,445,955	1,305,862	(140,093)
Operating transfers out	(2,935,461)	(3,535,050)	(3,141,583)	393,467
Total other financing sources (uses)	(1,515,332)	(2,089,095)	(1,835,721)	253,374
Excess (deficiency) of revenue and other financing sources over expenditures and other financing uses:	\$ -	\$ -	\$ (1,777,678)	\$ (1,777,678)

A reconciliation of the revenue and expenditures of the general fund to present the combined statement of revenue and expenditures on a GAAP basis follows

Revenue and transfers in (budgetary basis)	\$ 225,649,487
Transfer adjustment (Library)	(562,897)
Revenue and transfers in (GAAP basis)	<u>\$ 225,086,590</u>
Expenditures and operating transfers out (budgetary basis)	\$ 227,427,165
Encumbrance/accrual adjustment	(1,632,826)
Transfer adjustment (Library)	(562,897)
Expenditures and operating transfers out (GAAP basis)	<u>\$ 225,231,442</u>

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND
REQUIRED SUPPLEMENTARY INFORMATION
CALVERT COUNTY MARYLAND POST-EMPLOYMENT BENEFIT PLAN
OTHER POST EMPLOYMENT BENEFITS SCHEDULES
YEAR ENDED JUNE 30, 2013

A. Schedule of Funding Progress

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
County						
2013	\$ 4,337,978	\$ 36,717,748	\$ 32,379,770	11.81%	\$ 45,606,128	71.00%
2012	4,337,978	36,717,748	32,379,770	11.81%	46,040,730	70.33%
2011	1,199,877	30,562,690	29,362,813	3.93%	45,509,178	64.52%
2010	1,199,877	30,562,690	29,362,813	3.93%	45,551,004	64.46%
2009	-	25,690,319	25,690,319	0.00%	44,955,301	57.15%
2008	-	25,690,319	25,690,319	0.00%	41,639,057	61.70%
Board of Education						
2013	\$ 17,226,681	\$ 139,625,512	\$ 122,398,831	12.34%	\$ 127,857,499	95.73%
2012	17,226,681	139,625,512	122,398,831	12.34%	128,597,253	95.18%
2011	3,522,381	99,455,289	95,932,908	3.54%	129,758,359	73.93%
2010	3,522,381	99,455,289	95,932,908	3.54%	127,698,903	75.12%
2009	-	78,032,239	78,032,239	0.00%	126,633,344	61.62%
2008	-	78,032,239	78,032,239	100.00%	119,957,677	65.05%
Total						
2013	\$ 21,564,659	\$ 176,343,260	\$ 154,778,601	12.23%	\$ 173,463,627	89.23%
2012	21,564,659	176,343,260	154,778,601	12.23%	174,637,983	88.63%
2011	4,722,258	130,017,979	125,295,721	3.63%	175,267,537	71.49%
2010	4,722,258	130,017,979	125,295,721	3.63%	173,249,907	72.32%
2009	-	103,722,558	103,722,558	0.00%	171,588,645	60.45%
2008	-	103,722,558	103,722,558	0.00%	161,596,734	64.19%

B. Schedule of Employer Contributions

	Annual Required Contribution	Pay as You go Payments Plus Contributions	% Contributed	Net OPEB Obligation
<i>Year ended June 30, 2013:</i>				
County	\$ 3,996,491	\$ 1,602,471	40.10%	\$ 7,455,056
Board of Education	14,359,874	7,216,423	50.25%	26,028,847
	<u>\$ 18,356,365</u>	<u>\$ 8,818,894</u>	48.04%	<u>\$ 33,483,903</u>
<i>Year ended June 30, 2012:</i>				
County	\$ 3,996,491	\$ 3,442,226	86.13%	\$ 5,118,030
Board of Education	14,359,874	13,826,883	96.29%	19,099,113
	<u>\$ 18,356,365</u>	<u>\$ 17,269,109</u>	94.08%	<u>\$ 24,217,143</u>
<i>Year ended June 30, 2011:</i>				
County	\$ 3,641,418	\$ 2,621,100	71.98%	\$ 4,615,160
Board of Education	11,319,105	5,664,604	50.04%	18,776,224
	<u>\$ 14,960,523</u>	<u>\$ 8,285,704</u>	55.38%	<u>\$ 23,391,384</u>
<i>Year ended June 30, 2010:</i>				
County	\$ 3,641,418	\$ 1,594,299	43.78%	\$ 3,467,809
Board of Education	11,319,105	4,918,693	43.45%	12,746,349
	<u>\$ 14,960,523</u>	<u>\$ 6,512,992</u>	43.53%	<u>\$ 16,214,158</u>
<i>Year ended June 30, 2009:</i>				
County	\$ 3,109,164	\$ 2,284,452	73.47%	\$ 1,435,892
Board of Education	9,127,324	6,799,986	74.50%	6,413,838
	<u>\$ 12,236,488</u>	<u>\$ 9,084,438</u>	74.24%	<u>\$ 7,849,730</u>
<i>Year ended June 30, 2008:</i>				
County	\$ 3,109,164	\$ 2,537,968	81.63%	\$ 571,196
Board of Education	9,127,324	5,308,165	58.16%	3,819,159
	<u>\$ 12,236,488</u>	<u>\$ 7,846,133</u>	64.12%	<u>\$ 4,390,355</u>

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**REQUIRED SUPPLEMENTARY INFORMATION
CALVERT COUNTY EMPLOYEES RETIREMENT PLAN
PENSION PLAN SCHEDULES
YEAR ENDED JUNE 30, 2013**

A. Schedule of Funding Progress

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
2013	\$ 52,364,615	\$ 69,734,714	\$ 17,370,099	75.09%	\$ 7,480,753	232.20%
2012	47,684,644	64,920,246	17,235,602	73.45%	8,703,823	198.02%
2011	43,210,780	59,398,290	16,187,510	72.75%	9,466,884	170.99%
2010	38,497,686	55,158,918	16,661,232	69.79%	9,861,976	168.94%
2009	34,593,965	53,007,610	18,413,645	65.26%	10,340,394	178.07%
2008	39,736,110	48,932,199	9,196,089	81.21%	10,470,627	87.83%

B. Schedule of Employer Contributions

Years Ended June 30,	Contribution	Annual Required Contribution	Percentage Contributed
2013	\$ 2,910,000	\$ 2,657,294	109.51%
2012	2,873,160	2,860,148	100.45%
2011	3,090,000	2,873,160	107.55%
2010	2,959,622	3,024,934	97.84%
2009	2,141,454	2,142,802	99.94%
2008	1,662,037	1,662,037	100.00%

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**REQUIRED SUPPLEMENTARY INFORMATION
CALVERT COUNTY SHERIFF'S DEPARTMENT
PENSION PLAN SCHEDULES
YEAR ENDED JUNE 30, 2013**

A. Schedule of Funding Progress

<u>Actuarial Valuation Date June 30,</u>	<u>Actuarial Value of Assets</u>	<u>Actuarial Accrued Liability (AAL)</u>	<u>Unfunded AAL (UAAL)</u>	<u>Funded Ratio</u>	<u>Covered Payroll</u>	<u>UAAL as a % of Covered Payroll</u>
2013	\$ 51,435,307	\$ 65,095,243	\$ 13,659,936	79.02%	\$ 11,467,047	119.12%
2012	45,717,410	57,564,334	11,846,924	79.42%	10,817,969	109.51%
2011	40,503,652	54,976,319	14,472,667	73.67%	10,738,433	134.77%
2010	35,424,741	49,354,357	13,929,616	71.78%	10,316,424	135.02%
2009	31,118,948	45,164,336	14,045,388	68.90%	10,027,146	140.07%
2008	35,102,961	41,370,310	6,267,349	84.85%	8,931,278	70.17%

B. Schedule of Employer Contributions

<u>Years Ended June 30,</u>	<u>Contribution</u>	<u>Annual Required Contribution</u>	<u>Percentage Contributed</u>
2013	\$ 2,770,000	\$ 2,537,251	109.17%
2012	2,524,905	2,700,709	93.49%
2011	2,615,000	2,524,905	103.57%
2010	2,511,000	2,564,133	97.93%
2009	1,765,284	1,766,394	99.94%
2008	1,685,214	1,627,076	103.57%

COUNTY COMMISSIONERS OF CALVERT COUNTY, MARYLAND

**REQUIRED SUPPLEMENTARY INFORMATION
LENGTH OF SERVICE AWARD PROGRAM
(VOLUNTEER FIRE DEPARTMENTS & RESCUE SQUADS)
PENSION PLAN SCHEDULES
YEAR ENDED JUNE 30, 2013**

A. Schedule of Funding Progress

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
2013	\$ 3,052,522	\$ 6,802,216	\$ 3,749,694	44.88%	N/A	N/A
2012	2,762,898	6,110,725	3,347,827	45.21%	N/A	N/A
2011	2,547,402	5,967,750	3,420,348	42.69%	N/A	N/A
2010	2,340,301	5,157,986	2,817,685	45.37%	N/A	N/A
2009	2,228,429	5,050,340	2,821,911	44.12%	N/A	N/A
2008	2,525,943	4,370,000	1,844,057	57.80%	N/A	N/A

B. Schedule of Employer Contributions

Years Ended June 30,	Contribution	Annual Required Contribution	Percentage Contributed
2013	\$ 470,000	\$ 467,519	100.53%
2012	376,549	453,180	83.09%
2011	375,000	376,549	99.59%
2010	299,000	361,168	82.79%
2009	259,000	259,000	100.00%
2008	248,912	248,912	100.00%

Draft Approving Opinion of Bond Counsel
(Letterhead of McGuireWoods LLP)

[Closing Date]

County Commissioners of Calvert County
Courthouse
175 Main Street
Prince Frederick, Maryland 20678

Ladies and Gentlemen:

We have acted as bond counsel in connection with the issuance by County Commissioners of Calvert County, a body politic and corporate and a political subdivision of the State of Maryland (the "County"), of its \$9,035,000 Consolidated Public Improvement Bonds, 2014 Series (the "Bonds"), which are described as follows:

Dated the date of initial delivery, interest payable on November 1, 2014 and semiannually thereafter on May 1 and November 1 of each year until maturity or earlier redemption; fully registered in form in the denomination of \$5,000 each or any integral multiple thereof; issued under the provisions of Chapter 54 of the Laws of Maryland of 2005, Chapter 381 of the Laws of Maryland of 2009, Chapter 135 of the Laws of Maryland of 2010, Chapter 150 of the Laws of Maryland of 2011, and Chapter 56 of the Laws of Maryland of 2013 (collectively, the "Acts"); authorized to be issued and awarded by Resolutions adopted by the Board of County Commissioners of Calvert County on April 15, 2014 and May 6, 2014, respectively (collectively, the "Resolutions"); and maturing, subject to prior redemption, on May 1 in each of the years and in the amounts, and bearing interest at such rates, as set forth in the Bonds.

We have examined the law and such certified proceedings and other papers as we deem necessary to render this opinion. The scope of our engagement as bond counsel extends solely to an examination of the facts and law incident to rendering the opinions specifically expressed herein.

As to questions of fact material to our opinion, we have relied upon the certified proceedings and other certifications of public officials furnished to us, without undertaking to verify the same by independent investigation.

We have assumed the accuracy and truthfulness of all public records and of all certifications, documents and other proceedings examined by us that have been executed or certified by public officials acting within the scope of their official capacities, and we have not independently verified the accuracy or truthfulness thereof. We have also assumed the genuineness of the signatures appearing upon such public records, certifications, documents and proceedings.

We have assumed the authenticity of all documents submitted to us as originals, the genuineness of all signatures, the conformity to original documents of all documents submitted to us as certified or photostatic copies and the authenticity of the originals of such latter documents.

We are qualified to practice law in the State of Maryland, and we do not purport to be experts on, or to express any opinion herein concerning, any law other than the law of the State of Maryland and the federal law of the United States of America.

With respect to an executed and authenticated Bond which we have examined and Bonds similarly executed and authenticated, it is our opinion under existing law that:

(a) The County is a validly created and existing body politic and corporate of the State of Maryland, possessing the authority under the Acts to issue the Bonds.

(b) The Bonds have been duly authorized and legally issued in accordance with the Constitution and Public Laws of the State of Maryland, including the Acts, and the Resolutions.

(c) The Bonds are valid and legally binding general obligations of the County to which its full faith and credit are pledged, payable as to both principal and interest from ad valorem taxes which the County is empowered and directed to levy, without limitation of rate or amount, upon all property subject to taxation by the County.

(d) To provide for the payment of the principal of and interest on the Bonds, the County, by the adoption of the Resolutions, has covenanted to levy said ad valorem taxes in each fiscal year in which provision must be made for the payment of such principal and interest.

(e) Under current law, (i) interest on the Bonds (including any accrued "original issue discount" properly allocable to the owners of the Bonds) is excludable from gross income for purposes of Federal income taxation under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code") and (ii) interest on the Bonds is not a specific item of tax preference for purposes of the Federal alternative minimum tax imposed on individuals and corporations; provided, however, for purposes of the alternative minimum tax imposed on corporations (as defined for Federal income tax purposes under Section 56 of the Code), interest on the Bonds is included in computing adjusted current earnings.

In rendering the opinion expressed above in paragraph (e), we have assumed continuing compliance with the covenants and agreements set forth in the Non-Arbitrage Certificate and Tax Covenants of even date herewith executed and delivered by the County, which covenants and agreements are designed to satisfy the requirements of Section 103 and Sections 141 through 150, inclusive, of the Code, and the income tax regulations issued thereunder. Failure by the County to comply with such covenants and agreements could cause interest on the Bonds to become includable in gross income for Federal income tax purposes retroactively to their issue date.

(f) Under existing law of the State of Maryland, the interest on the Bonds is exempt from taxation by the State of Maryland or by any of its political subdivisions; however, the law of the State of Maryland does not expressly refer to, and no opinion is expressed concerning, estate or inheritance taxes, or any other taxes not levied directly on the Bonds or the interest thereon.

This opinion is given as of its date and we assume no obligation to revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention or any changes in law that may hereafter occur.

It is to be understood that the rights of any holder of the Bonds and the enforceability of Bonds may be subject to (a) any applicable bankruptcy, insolvency (including, without limitation, laws relating to preferences and fraudulent transfers or conveyances), reorganization, moratorium and other similar laws affecting creditors' rights generally, (b) the effect of general principles of equity (regardless of whether considered in a proceeding in equity or at law), including, without limitation, concepts of materiality, reasonableness, good faith and fair dealing, and (c) the valid exercise of constitutional powers of the United States of America and of the sovereign police and taxing powers of the State of Maryland or other governmental units having jurisdiction.

Very truly yours,

McGuireWoods LLP

NOTICE OF SALE

\$9,035,000
COUNTY COMMISSIONERS OF CALVERT COUNTY
CONSOLIDATED PUBLIC IMPROVEMENT BONDS,
2014 SERIES

Electronic Bids via *PARITY*® will be received for the above-captioned issue of general obligation bonds (the “Bonds”) of County Commissioners of Calvert County (the “County”) by the Director of Finance and Budget of the County, 1st Floor, Courthouse, 175 Main Street, Prince Frederick, Maryland 20678, until 10:15 o’clock a.m. local time on Tuesday,

May 6, 2014.

Dated Date and Interest Payment Dates. The Bonds will be dated their date of initial delivery. Interest on the Bonds will be payable on November 1, 2014, and semiannually thereafter on May 1 and November 1 until maturity or prior redemption.

Principal Amounts and Principal Payment Dates. The Bonds will be issued in serial form in the aggregate principal amount of \$9,035,000 and will mature on May 1 in the following years and in the following principal amounts:

<u>Year of</u> <u>Maturity</u>	<u>Principal Amount</u>	<u>Year of</u> <u>Maturity</u>	<u>Principal Amount</u>
2015	\$420,000	2028	\$585,000
2016	405,000	2029	605,000
2017	415,000	2030	135,000
2018	430,000	2031	145,000
2019	440,000	2032	150,000
2020	455,000	2033	155,000
2021	470,000	2034	160,000
2022	485,000	2035	165,000
2023	500,000	2036	175,000
2024	520,000	2037	180,000
2025	540,000	2038	185,000
2026	550,000	2039	195,000
2027	570,000		

The Bonds will not be “qualified tax-exempt obligations” under Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

General Obligations. The Bonds will be the unconditional general obligation of the County and will be issued upon its full faith and credit, which will be irrevocably pledged to the prompt payment of the principal of and interest on all of the Bonds as the same become due.

Book-Entry Form; Payment. The Bonds will be issued in book-entry form by issuing a single bond for each maturity registered in the name of Cede & Co. as nominee for The Depository Trust Company or its successor (“DTC”) and immobilized in its custody under DTC’s “FAST” system (provided that if DTC so requests or if DTC is replaced as the depository for the Bonds, replacement bonds will be issued in the denominations of \$5,000 or any integral multiples thereof). Principal of the Bonds will be payable at maturity to DTC or its nominee as registered owner of the Bonds. Transfer of principal and interest payments to participants of DTC will be the responsibility of DTC, and transfer of principal and interest payments to beneficial owners of the Bonds by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The County will not be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants.

The principal of the Bonds will be payable at the designated office of Manufacturers and Traders Trust Company, Buffalo, New York (the "Bond Registrar"), upon presentation and surrender of the Bonds. Payment of interest on the Bonds shall be made by the Bond Registrar on each interest payment date to the person appearing on the registration books of the County maintained by the Bond Registrar as the registered owner thereof, by check or draft mailed to each such registered owner at the address appearing on such registration books on the record date for the Bonds, which shall be the fifteenth day of the month next preceding each interest payment date. Notwithstanding the foregoing, while the Bonds are registered under DTC's book-entry only system, payment of the principal of and interest on the Bonds shall be made by the Bond Registrar to DTC or its nominee in accordance with the procedures of DTC.

Authorization and Use of Proceeds. The issuance of the Bonds is authorized by Chapter 54 of the Laws of Maryland of 2005, Chapter 381 of the Laws of Maryland of 2009, Chapter 135 of the Laws of Maryland of 2010, Chapter 150 of the Laws of Maryland of 2011, and Chapter 56 of the Laws of Maryland of 2013. The proceeds of the Bonds will be applied (a) to finance all or a portion of the costs associated with the acquisition, alteration, construction, reconstruction, enlargement, equipping, expansion, extension, improvement, rehabilitation, renovation, upgrading, repair and development of: (1) the 800 MHz System, (2) Dowell Newtown Road, (3) Williams Road at the College of Southern Maryland, (4) Pushaw Station Road, (5) the Solomons/Dowell Road wastewater pump station, (6) Mutual Elementary School, (7) St. Leonard Well and Elevated Storage, and (8) the Industrial Park wastewater treatment plant and (b) to pay all costs, fees and expenses, including advertising, printing, financial advisory and legal fees, incurred in the issuance and sale of the Bonds.

Optional Redemption. The Bonds maturing on or before May 1, 2022 are not subject to redemption prior to their maturities. The Bonds maturing on or after May 1, 2023 shall be subject to redemption prior to their respective maturities, at the option of the County, at any time on or after May 1, 2022, either as a whole or in part, at a redemption price equal to 100% of the principal amount thereof, together with accrued interest to the date fixed for redemption at the rate or rates stated in the Bonds to be redeemed. The procedures for redemption of the Bonds, including the requirements for giving notice of such redemption, are described in the Preliminary Official Statement (hereinafter defined) and are incorporated herein by reference.

TERMS OF SALE

Electronic Bids. Electronic bids will be received via **PARITY®** pursuant to this Notice of Sale until 10:15 a.m. local time on the date of sale, but no bid will be received after the time for receiving bids specified above. To the extent any instructions or directions set forth in **PARITY®** conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about **PARITY®**, potential bidders may contact **PARITY®** at (212) 849-5021. Bidders may only submit bids electronically via **PARITY®**.

Each prospective bidder shall be solely responsible to submit its bids via **PARITY®** as described above. Each prospective bidder shall be solely responsible to make necessary arrangements to access **PARITY®** for the purpose of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the County nor **PARITY®** shall have any duty or obligation to provide or assure access to **PARITY®** to any prospective bidder, and neither the County nor **PARITY®** shall be responsible for proper operation of, or have any liability for delays or interruptions of, or any damages caused by, **PARITY®**. The County is using **PARITY®** as a communication mechanism, and not as the County's agent, to conduct the electronic bidding for the Bonds. The County is not bound by any advice and determination of **PARITY®** to the effect that any particular bid complies with the terms of this Notice of Sale and in particular the bid parameters set forth herein. All costs and expenses incurred by prospective bidders in connection with their submissions of bids via **PARITY®** are the sole responsibility of the bidders; and the County is not responsible, directly or indirectly, for any of such costs or expenses. If a prospective bidder encounters any difficulty in submitting, modifying or withdrawing a bid for the Bonds, such bidder should telephone **PARITY®** at (212) 849-5021 and notify the County's Financial Advisor, Davenport & Company LLC, by facsimile at (866) 932-6660 and by telephone at (410) 296-9426.

Electronic bids must be submitted for the purchase of the Bonds (all or none) via **PARITY®**. Bids will be communicated electronically to the County at 10:15 a.m. local time, on May 6, 2014. Prior to that time, a prospective bidder may (1) submit the proposed terms of its bid via **PARITY®**, (2) modify the proposed terms of its bid, in which event the proposed terms as last modified will (unless the bid is withdrawn as described herein) constitute its bid for the Bonds, or (3) withdraw its proposed bid. Once the bids are communicated electronically via **PARITY®** to the County, each bid will constitute an irrevocable offer to purchase the Bonds on the terms therein provided. *For purposes of the electronic bidding process and the time for submitting sealed bids, the time as maintained on **PARITY®** shall constitute the official time.*

Designation of Term Bonds. Bidders may designate in their bid two or more consecutive serial maturities beginning no earlier than May 1, 2025 and in any year thereafter as a term bond which matures on the maturity date of the last serial maturity of

the sequence. The stated maturity date for any term bond so designated may not be earlier than May 1, 2026. More than one such sequence of serial maturities may be designated as a term bond. Any term bond so designated shall be subject to mandatory redemption in each year on the principal payment date and in the entire amount of each serial maturity designated for inclusion in such term bond.

Bidding Constraints. Each bidder shall submit one bid via *PARITY*® on an “all-or-none” basis. Each bid must specify the rate or rates of interest to be paid on the Bonds, in multiples of one-eighth or one-twentieth of one percent (1/8 or 1/20 of 1%). Bidders may specify more than one rate of interest to be borne by the Bonds, but all Bonds maturing on the same date must bear interest at the same rate. Bidders may not specify (1) any interest rate for any Bonds which exceeds the interest rate stated in such bid for any other Bonds by more than 3.0%, (2) any interest rate that exceeds 5.00%, or (3) a zero rate of interest. Bidders are requested to specify the true interest cost (computed in accordance with the terms of this Notice of Sale) in their bids for the Bonds. A bid for the purchase of the Bonds at a price of less than 100% of par or more than 115% of par, or a bid for the Bonds that specifies split or supplemental interest rates, will not be considered. The County will also not consider and will reject any bid for the purchase of less than all of the Bonds. All bids must be unconditional.

By submitting a bid for the Bonds, the bidder agrees, if it is the successful bidder for the Bonds, (1) to provide full and complete pricing information with respect to the Bonds to the County in a timely manner so that the County may fulfill its obligation relating to the delivery of the Official Statement to the purchaser of the Bonds within seven business days following the award, including, without limitation, the offering price(s), interest rate(s), selling compensation, delivery dates and other similar information; (2) to comply with the requirements of SEC Rule 15c2-12 (“Rule 15c2-12”), applicable federal and state securities laws and the applicable rules of the Municipal Securities Rulemaking Board (the “MSRB”) in connection with the offer and sale of the Bonds; (3) to furnish to the County before the delivery of the Bonds such information as shall be necessary to enable the County to determine the “issue price” of the Bonds in accordance with the Internal Revenue Code of 1986, as amended, as described below; and (4) within three business days after the final Official Statement becomes available, to cause copies thereof to be filed with the MSRB.

Good Faith Deposit. A good faith deposit (the “Deposit”) is required in connection with the sale and bid for the Bonds. The Deposit may be provided in the form of (i) a federal funds wire transfer in the amount of \$180,700 to be submitted to the County by the successful bidder not later than 3:00 p.m. local time (the “Deposit Deadline”) on the date of sale or (ii) a financial surety bond (a “Surety Bond”) from an insurance company acceptable to the County and licensed to issue such a bond in the State of Maryland in the amount of \$180,700, each option as described in more detail below. The Deposit of the successful bidder will be retained by the County to be applied in partial payment for the Bonds and no interest will be allowed or paid upon the amount thereof, but in the event the successful bidder shall fail to comply with the terms of its bid, the proceeds thereof will be retained as and for full liquidated damages.

If a federal funds wire transfer is used, the County shall distribute wiring instructions for the Deposit to the successful bidder upon verification of the bids submitted by the bidders and prior to the Deposit Deadline. If the Deposit is not received by the Deposit Deadline, the award of the sale of the Bonds to the successful bidder may be cancelled by the County in its discretion without any financial liability of the County to the successful bidder or any limitation whatsoever on the County’s right to sell the Bonds to a different purchaser upon such terms and conditions as the County shall deem appropriate.

If a Surety Bond is used, it must be submitted to the County prior to 5:00 p.m. local time on the day prior to the date for receipt of bids, and must be in form and substance acceptable to the County, including (without limitation) identifying the bidder whose Deposit is guaranteed by such Surety Bond. If the Bonds are awarded to a bidder utilizing a Surety Bond, then such successful bidder is required to submit its Deposit to the County not later than 12:00 p.m. local time on the next business day following the award in accordance with wire instructions delivered by the County to such bidder. If such Deposit is not received by that time, the Surety Bond may be drawn by the County to satisfy the Deposit requirement.

Award of Bonds. The County will not consider and will reject any bid for the purchase of less than all of the Bonds. THE RIGHT IS RESERVED TO REJECT ANY AND ALL BIDS AND TO WAIVE ANY IRREGULARITY OR NON-CONFORMITY IN ANY BID. Bids will be opened promptly after 10:15 o’clock a.m. local time (as determined in accordance with the time as maintained on *PARITY*®) on May 6, 2014. The award, if made, will be made as promptly as possible after the bids are opened to the bidder offering the lowest interest rate to the County. The lowest interest rate shall be determined in accordance with the true interest cost (TIC) method by doubling the semiannual interest rate (compounded semiannually) necessary to discount the debt service payments from the payment dates to the date of the Bonds and to the price bid. The TIC shall be as determined by the financial advisor to the County based on the terms of this Notice of Sale and all amendments thereto and on each bid as submitted. If two or more bidders offer to purchase the Bonds at the same lowest true interest cost, then such award will be made to the bidder offering the highest premium. If two or more bidders offer to purchase the Bonds at the same

lowest true interest cost, with the same premium, the Bonds will be awarded by lot to one of such bidders. The judgment of the County shall be final and binding upon all bidders with respect to the form and adequacy of any bid received and as to its conformity to the terms of this Notice of Sale.

Postponement of Sale; Change in Bidding Constraints. The County reserves the right to postpone, from time to time, the date or time established for the receipt of the bids or to change the bidding constraints on the Bonds. Any such postponement or change in bidding constraints will be announced on TM3 News Service by notice given not later than 1:00 p.m. local time, on the last business day prior to any announced date for receipt of bids. If any date fixed for the receipt of bids and the sale of the Bonds is postponed, any alternative sale date will be announced on TM3 News Service at least 48 hours prior to such alternative sale date. In addition, the County reserves the right, on the date established for the receipt of bids, to reject all bids and establish a subsequent alternative sale date. On any such alternative sale date, any bidder may submit an electronic bid via **PARITY®** for the purchase of the Bonds in conformity in all respects with the provisions of this Notice of Sale except for the date of sale and except for the changes announced on TM3 News Service at or before the time the sale date and time are announced.

Bond Insurance. In the event that all or any part of the Bonds are initially reoffered with bond insurance secured by the successful bidder, the successful bidder shall notify promptly the Director of Finance and Budget of the County at the time of sale of such event and shall provide him with any information he reasonably requests regarding such bond insurance, including the amounts paid for such insurance. The County will, at the request and expense of the successful bidder, include customary language in the Official Statement and the form of the Bonds regarding the insurance policy upon receipt of such opinions or certificates as the County reasonably may request regarding the accuracy of any information to be included in the Official Statement and the binding nature of the obligations contained in the insurance policy with respect to the Bonds. The County shall have no obligation to provide the successful bidder or the issuer of the bond insurance policy with any other documents or opinions relating to the Bonds. Neither the failure of the Bonds to be insured by such bond insurance policy nor any change in the ratings provided by any rating agency with respect to the issuer of such bond insurance policy occurring between the time of the award of the Bonds and the time the Bonds are delivered shall relieve the successful bidder of its contractual obligation to purchase the Bonds.

Legal Opinion. The issuance of the Bonds will be subject to delivery of the approving opinion of McGuireWoods LLP, Baltimore, Maryland, and copies of their opinion shall be substantially in the form set forth in the Preliminary Official Statement (hereinafter defined). The opinion will be delivered, without charge, to the successful bidder for the Bonds.

CUSIP Numbers. It is anticipated that the CUSIP identification numbers will be printed on the Bonds, but neither the failure to print such number on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the successful bidder to accept delivery of and pay for the Bonds in accordance with the terms of this Notice of Sale.

Delivery of Bonds. The Bonds will be delivered on May 28, 2014, or as soon as practicable thereafter, at the expense of the County, for the account of the successful bidder, through the facilities of DTC in New York, New York, upon payment of the amount of the successful bid (including any premium), less the deposit theretofore made. Payment for the Bonds shall be made in federal funds. The Bonds will be issued by means of book-entry system with no physical distribution of bond certificates made to the public. The successful bidder for the Bonds, as a condition to delivery of the Bonds of such issue, shall be required to deposit the bond certificates with DTC, registered in the name of Cede & Co., its partnership nominee.

As a condition to the award of the Bonds, the successful bidder shall be required to communicate to the County the initial offering prices at which a bona fide offering of Bonds has been made to the public, which prices are to be shown on the cover of the Official Statement (the "Initial Offering Prices"). Furthermore, as a condition to the delivery of the Bonds, the successful bidder shall be required to furnish to the County a written certificate acceptable to the County's bond counsel to the effect that the successful bidder has made a bona fide public offering of the Bonds at the Initial Offering Prices and that a substantial portion of each maturity of the Bonds has been sold to the public (excluding bond houses, brokers and other intermediaries) at the respective Initial Offering Prices. Such certifications shall be made based on actual facts known to the successful bidder as of the sale date. For purposes of the successful bidder's certificate, a substantial portion of the Bonds is at least 10% in par amount of each maturity of the Bonds. If the successful bidder cannot deliver the certificate as described above, the County's bond counsel will be required to evaluate the facts and circumstances of the offering and sale of the Bonds to confirm compliance with statutory requirements of avoiding the establishment of an artificial price for the Bonds.

Closing Documents. The Bonds will be accompanied by the customary closing documents, including a no-litigation certificate, effective as of the date of delivery, stating that there is no litigation pending against the County affecting the validity of the Bonds. It shall be a condition to the obligation of the successful bidder to accept delivery of and pay for the Bonds that, simultaneously with or before delivery and payment for the Bonds, such successful bidder shall be furnished a certificate or

certificates of the President of the Board and the Director of Finance and Budget of the County to the effect that, to the best of their knowledge and belief, the Official Statement (hereinafter defined) (and any amendment or supplement thereto) (except for information relating to DTC and its book-entry system and any information furnished by the successful bidder, as to which no view will be expressed) as of the date of sale and as of the date of delivery of the Bonds does not contain any untrue statement of a material fact and does not omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading and that between the date of sale and the date of delivery of the Bonds there has been no material adverse change in the financial position or revenues of the County, except as reflected or contemplated in the Official Statement (and any amendment or supplement thereto).

Preliminary Official Statement. The Preliminary Official Statement of the County concerning the Bonds (the “Preliminary Official Statement”) has been “deemed final” by the County as of its date for purposes of Rule 15c2-12 but is subject to revision, amendment and completion in the final Official Statement.

Official Statement. As soon as practicable after the award of the Bonds to the successful bidder therefor on the day of sale, the County will authorize the final Official Statement for the Bonds (the “Official Statement”). By submitting its bid for the Bonds, the successful bidder agrees to provide the County with pricing information and such other information as the County may require in order that the County may provide the successful bidder with a final Official Statement in compliance with Rule 15c2-12. Whether or not any such information is included in the Official Statement (and any amendment or supplement thereto), such successful bidder shall be responsible to the County and its officials in all respects for the accuracy, fairness and completeness of such information, and for all decisions made with respect to the use or omission of such information in any re-offering of the Bonds, including the presentation or exclusion of any such information in any documents, including the Official Statement. Within seven (7) business days after the award of the Bonds to the successful bidder, the County will deliver to the successful bidder an Official Statement, which is expected to be substantially in the form of the Preliminary Official Statement. The successful bidder will also be furnished, without cost, with up to 150 copies of the Official Statement and any amendments or supplements thereto. The successful bidder may obtain additional copies at the successful bidder’s own expense.

The County will undertake to provide the successful bidder with further additional information to be included in the Official Statement, when in the opinion of the County or of Bond Counsel, such additional information constitutes a material change to the Official Statement. The County will take such steps as are necessary to arrange for amending and supplementing the Official Statement in connection with the disclosure of such additional information; provided, however, that the County shall have no obligation to provide such additional information after the date which is 25 days after the “end of the underwriting period,” as such term is defined in Rule 15c2-12.

Continuing Disclosure Agreement. In order to assist bidders in complying with paragraph (b)(5) of Rule 15c2-12, the County will execute and deliver a continuing disclosure agreement on or before the date of issuance of the Bonds pursuant to which the County will undertake to provide certain information annually and notices of certain events. A description of this agreement is set forth in the Preliminary Official Statement and will also be set forth in the Official Statement.

Additional Information. The Preliminary Official Statement of County Commissioners of Calvert County, Maryland, concerning the Bonds and copies of this Notice of Sale may be obtained from Timothy Hayden, Director of Finance and Budget, Courthouse, 175 Main Street, Prince Frederick, Maryland 20678, or from the County’s Financial Advisor, Davenport & Company LLC, 8600 LaSalle Road, Suite 324, Towson, Maryland 21286 (410-296-9426).

COUNTY COMMISSIONERS OF
CALVERT COUNTY

By: Pat Nutter
President of the Board
of County Commissioners

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