ANNUAL REPORT UTILITIES SYSTEM

REEDY CREEK IMPROVEMENT DISTRICT

As of September 30, 2019

which two or three Supervisors, as the case may be, are elected. As of September 30, 2019 the members of the Board, their respective occupations and the respective dates on which their terms expire were as follows:

Name/Title	Occupation	Term Expires
Laurence C. Hames, President	Attorney, Laurence C. Hames, Esq., P.A.	May 2023
Donald R. Greer, Vice President	Retired, Former Asset Manager of the Magnolia Service Corp.	May 2021
Wayne Schoolfield, Treasurer	Owner, Schoolfield Properties, Inc.	May 2021
Jane Adams	VP University Relations, University of Florida	May 2021
Maximiano Brito	Principal, Rhodes + Brito Architects	May 2023

The District reports that the Board has exclusive jurisdiction and control over all of the projects of the District and over the budget and finances of the District and, in general, is not required to obtain authority from any agency, instrumentality, commission or political subdivision of the State of Florida.

Regulatory Jurisdiction

Under the Enabling Act, the District reports that it is not required to obtain any franchise, license, permit or other authorization from any bureau, board, commission or similar instrumentality of the State of Florida or any political subdivision thereof in order to construct, acquire, repair, improve, maintain or operate any utility project, and the rates, fees, rentals, or other charges to be fixed and collected with respect to the facilities and services of the District will not be subject to supervision, regulation or the rate setting power of any bureau, board, commission or other agency of the State of Florida or any political subdivision thereof.

Nevertheless, prior to October 1, 1987, the electric and water systems in the District were operated by RCUC and the electric and water rates were subject to the jurisdiction of the Florida Public Service Commission (the PSC). Upon the District's operation of its electric system, commencing October 1, 1987, the PSC exercised only the jurisdiction applicable to municipal utilities codified in Chapter 366 of the Florida Statutes, whereby it may, (i) prescribe uniform systems of classifications and accounts with respect to electric utilities, (ii) require electric power conservation and reliability, (iii) approve electric territorial agreements and resolve territorial disputes and (iv) prescribe electric rate structures. In addition, commencing October 1, 1987, the water rates of the District were no longer subject to PSC jurisdiction. However, it must be recognized that in Section 366.11, certain exemptions of the Florida Statutes limit State imposed requirements on municipal electric utilities and, further, that under existing Florida Law, the District has exclusive authority to establish the level of its electric rates.

Electric System

The District's Electric System is subject to limited jurisdiction by both federal and State regulatory bodies. The rates for some of the purchases of wholesale electric power and natural gas for transportation and resale are subject to the regulations of the Federal Energy Regulatory Commission (the FERC). At the federal level, the FERC has limited regulatory jurisdiction with regard to certain matters pertaining to inter-utility operations, contracts, and reporting requirements.

Many, if not most, environmental regulations established by the U.S. Environmental Protection Agency (the EPA), as well as certain statutes and regulations of the State of Florida, are administered in Florida by the Florida Department of Environmental Protection (the DEP). Pursuant to Chapter 403 of the Florida Statutes, generally referred to as the Florida Air and Water Pollution Control Act, and 403.501 through 403.517, generally referred to as the Florida Electric Power Plant Siting Act, DEP has limited jurisdiction over the District's Electric System in matters pertaining to licensing activities associated with the location, performance standards, and emissions of generating stations and/or units.

Pursuant to the Federal Clean Air Act of 1970, as amended (the Clean Air Act), the EPA promulgated ambient air quality standards with respect to certain air pollutants including particulate, sulfur dioxide, carbon monoxide, and nitrogen oxide emissions. In addition, the EPA has promulgated new source performance standards establishing stringent emission standards, which may affect the siting of new units, as well as the type of emission controls, required. These new source performance standards generally require a showing that new units will meet the more stringent emission requirements. The Clean Air Act also provides for the issuance of a Prevention of Significant Deterioration (PSD) approval for sources emitting more than deminimus quantities of regulated pollutants and provides for penalties for the failure to comply with such standards.

The Clean Air Act Amendments of 1990 (CAA) promulgates standards and procedures by which emissions of various pollutants will be controlled. The CAA contains eleven separate titles, three of which will directly affect the electric utility industry: air toxics, acid rain, and permitting. The air toxics titles of the CAA propose regulation of 189 industrial pollutants as hazardous air pollutants. The acid rain provisions of the CAA are aimed at decreasing the total amount of sulfur dioxide and nitrogen oxide emissions primarily from fossil fuel fired electric generating units.

The Toxic Substances Control Act (the Toxic Control Act), which regulations are codified at 40 Code of Federal Regulations 761, imposes stringent requirements for the labeling, handling, storing, and disposing of polychlorinated biphenyls (PCB's) and PCB contaminated equipment.

In addition, pursuant to 403.52 through 403.536 of Chapter 403 of the Florida Statutes, generally referred to as The Transmission Line Siting Act, the DEP has limited jurisdiction over the location and development of transmission facilities.

In 1990, the District became subject to the Comprehensive Planning Act. Starting in 1991, the District was required to prepare a ten-year comprehensive plan that ensures that adequate infrastructure is provided for all growth within the District.

The Energy Policy Act of 1992 and Order Nos. 888, 888A and 888B issued by the FERC have made fundamental changes in the federal regulation of the electric utility industry, generally resulting in increased wholesale competition. The expectation is that such initiatives will ultimately result in lower costs for purchased electricity for the System.

The Energy Policy Act of 2005 (the Energy Policy Act) was signed into law on August 8, 2005. The Energy Policy Act addresses, among other things, energy efficiency; appliance standards; low income energy assistance programs; renewable energy; nuclear energy; electricity; and provides incentives for oil and gas production and encourages deployment of clean coal technology. The electricity portion of the bill addresses the following areas: (i) the need for modernization of existing transmission facilities, transmission rate reform and improved operations of existing transmission facilities; (ii) electric reliability standards; (iii) Public Utility Holding Company Act (PUHCA) and Public Utility Regulatory Policies Act (PURPA) amendments (including repeal of PUHCA); (iv) market transparency, round trip trading prohibition and enforcement; and (v) merger reform. The Energy Policy Act imposes mandatory electric reliability standards to be defined through North American Electric Reliability Council and enforced by FERC. The Energy Policy also provides for tax incentives that further encourage production, conservation and the use of technology to stabilize energy prices and protect the environment. It is not possible at this time to predict the final forms and possible effects of all the consequent rulemaking and programs that will be enacted to implement the Energy Policy Act.

Gas System

The District's gas system is subject to limited jurisdiction by both federal and State regulatory bodies. The gas system is subject to the National Pipeline Safety Act of 1968, which the PSC administers in Florida for the U.S. Department of Transportation and the District is required to file certain information with FERC.

Water and Wastewater Systems

The District is subject to environmental regulation by various federal and State agencies. In addition to environmental regulation at the federal level by the EPA, the District is regulated at the State level by the DEP. The EPA and the DEP have imposed various environmental requirements on the District including the Safe Drinking Water Act requirements and the National Primary Drinking Water regulations.

In addition to the requirements of the EPA and DEP, the South Florida Water Management District has regulatory jurisdiction on the District's Water System. The District is also subject to limited regulatory jurisdiction by the Florida Game and Fresh Water Fish Commission and the U.S. Army Corps of Engineers, and subject to long-term permits regarding wetlands impact and impact to uplands habitat.

Utilities Revenue Bonds Issued and Outstanding

Shown on Table 1-1 is a listing of the issued and outstanding Utilities Revenue Bonds at September 30, 2019.

The municipal bond ratings are currently assigned as A1, stable by Moody's Investors Service, Inc., a rating of A, stable by Standard & Poor's Ratings Services and a rating of A, stable by Fitch Investors Service, L.P. Generally, rating agencies base their ratings on the information and materials so furnished and on investigations, studies and assumptions by the rating agencies. Such credit ratings reflect only the views of such rating agencies, and an explanation of the respective significance of such credit ratings may be obtained from the rating agencies. There is no assurance that such credit ratings will continue for any given period of time or that they will not be revised or withdrawn entirely by either or both of such rating agencies, if in their respective judgments circumstances so warrant.

In March 2015, the District issued $30,080,000 Utilities Revenue Bonds (Series 2015-1) and in July 2015, $20,300,000 in Utilities Revenue Refunding Bonds (Series 2015-2) were issued. The proceeds from Series 2015-2 were used for the refunding of the Series 2005-2 Utilities Revenue Refunding Bonds.

In July 2018, the District issued $26,230,000 Utilities Revenue Bonds (Series 2018-1) and $19,750,000 in Taxable Utilities Revenue Bonds (Series 2018-2). Together the Series 2018-1 Bonds and the Series 2018-2 Bonds are referred to as the Series 2018 Bonds. The proceeds from Series 2018 Bonds will be used for the purpose of financing the costs of various capital improvements including some related to the water and chilled water systems.

Table 1-1 summarizes the total revenue bonds issued and outstanding at September 30, 2019. Table 1-2 is a listing of the outstanding principal maturities and interest rates for the Series 2011-1, Series 2011-2, Series 2013-1, Series 2013-2, Series 2015-1, Series 2015-2, Series 2018-1 and Series 2018-2 Bonds at September 30, 2019.

Figure 1-1, a flowchart showing our understanding of the disposition of revenues under the Indenture, is included at the end of this section. This flowchart does not purport to be a legal interpretation nor a complete summary of the disposition of revenues, and reference is made to the Resolution and the Indenture referred to herein for further information regarding the disposition of revenues and other matters regarding the Bonds.

Security Issues

Following the terrorist attacks of September 11, 2001, increased emphasis has been placed on addressing security measures for the infrastructure systems and facilities throughout the United States. Terrorist activities aimed at the System could impact the operation of the System and interfere with the ability of the District to provide service and generate revenues. Additionally, terrorist activities have the potential to affect organizations other than the District, the continued performance of which is critical to continued operation of the System.

The District reports on-going reviews and implementations of enhanced cyber and physical security processes. However, we have not conducted any independent evaluations or on-site reviews to ascertain the effectiveness of the measures the District has undertaken to address the security issues.