



**ROANOKE REGIONAL
AIRPORT COMMISSION**

ROANOKE, VIRGINIA

FINANCIAL STATEMENTS AND
REPORT OF INDEPENDENT AUDITORS

JUNE 30, 2015

ROANOKE REGIONAL AIRPORT COMMISSION
ROANOKE, VIRGINIA

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REPORT OF INDEPENDENT AUDITORS

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

Report on the Financial Statements

We have audited the accompanying financial statements of business-type activities of Roanoke Regional Airport Commission (the Airport) as of and for the year ended June 30, 2015, and the related notes to the financial statements, which collectively comprise the Airport'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 an opinion on these financial statements based on our audit. 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.

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 opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities of the Airport as of June 30, 2015, and the respective changes in financial position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Change in Accounting Principle

As discussed in Note 1 to the financial statements, in 2015, the Airport adopted new accounting guidance, Governmental Accounting Standards Board (GASB) Statement No. 68, *Accounting and Financial Reporting for Pensions* and GASB 71 *Pension Transition for Contributions Made Subsequent to the Measurement Date*. Our opinion is not modified with respect to this matter.

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

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Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, the schedule of funding progress - retiree health insurance contribution plan, the schedule of proportionate share of net pension liability, and the schedule of airport contributions to the pension plan, as listed in the table of contents, be presented to supplement the financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, which considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplemental information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of expenditures of federal awards, as required by Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, and the schedule of passenger facility charges collected and expended are presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Information

The schedule of receipts and disbursements for accounts and subaccounts established under master indenture of trust and the summary of insurance coverages has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated October 8, 2015 on our consideration of the Airport'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 Airport's internal control over financial reporting and compliance.

Blue & Co., LLC

Lexington, Kentucky
October 8, 2015

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

Roanoke Regional Airport Commission's (the Airport's) management team offers readers of the basic financial statements of the Airport the following narrative overview and analysis of the financial activities of the Airport for the year ended June 30, 2015 with comparative data for fiscal year 2014. The following should be read in conjunction with our basic financial statements and notes thereto.

Basic Financial Statements

The Airport's basic financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP) as promulgated by the Governmental Accounting Standards Board (GASB). This is the same basis of accounting employed by most private sector enterprises. Revenues are recognized when earned and expenses are recognized when incurred. Assets with a cost of over \$5,000 are capitalized and, except for land, are depreciated over their useful lives. See the notes to the basic financial statements for a summary of the Airport's significant accounting policies.

Our basic financial statements include the following components:

The statement of net position presents information on the assets and liabilities of the Airport, with the resulting difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Airport is improving or deteriorating. The statement of revenues, expenses and changes in net position reports revenues and expenses, classified as operating and nonoperating, and capital grants for the period. The resulting change in net position for the period combined with the beginning of the year total net position balance reconciles to the end of the year total net position, per the statement of net position.

The statement of cash flows reports the cash flows experienced by the Airport from operating, noncapital financing, and capital and related financing and investing activities. The net result of the cash provided by or used in these activities for the period, added to the beginning of the year balance reconciles to the total cash and cash equivalents, as presented on the statement of net position.

Notes to the financial statements provide additional information on the data presented in the basic financial statements as of and for the year ended June 30, 2015.

AIRPORT ACTIVITIES

As of June 30, 2015, the Roanoke-Blacksburg Regional Airport (the Airport) was served by one mainline carrier, the regional affiliates of three major passenger carriers, one low fare leisure carrier and two regularly scheduled cargo carriers. The number of flights departing daily was 23 in June 2014 and 22 in June 2015, or a 4.3% decrease, while the number of available seats changed from 1,181 to 1,137, or a 3.7% decrease. The 22 daily flights consisted of 9 jets and 13 turboprop aircraft flying nonstop to six destinations, one fewer than June 2014. Regularly scheduled jet flights decreased by 4 (31%) while turboprop aircraft flights increased by 3 (30%). In addition to daily flights, in June 2015 Allegiant Air provides 4-5 weekly flights to 2 Florida destinations at various times during the year, providing 664 - 830 available seats. In June 2014, Allegiant Air provided 4 weekly jet flights to 2 Florida destinations, providing 686 available seats.

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

A comparative summary of passenger and other traffic at the Airport for the fiscal years ended June 30, 2015 and 2014 are as follows:

	2015	2014	Fiscal year 2015 percent change
Passengers	596,406	616,328	-3.23%
Aircraft Operations	41,539	41,968	-1.02%
Total Cargo (1,000 lbs)	25,449	23,770	7.06%

The decrease in passengers for the fiscal year ended June 30, 2015 is attributable to the reduction in daily flights and the reduction of nonstop service destinations.

Aircraft operations were stable year-over-year. Cargo increased due to improved economic conditions in the Roanoke area.

FINANCIAL HIGHLIGHTS

The following major financial highlights are of note for the year ended June 30, 2015 (amounts rounded):

- Assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by \$114.0 million as of June 30, 2015 and \$124.7 million as of June 30, 2014.
- Net position includes \$9.8 million as of June 30, 2015 and \$15.3 million as of June 30, 2014, which is considered unrestricted.
- Net position decreased \$5.0 million for the fiscal year ended June 30, 2015 and decreased \$4.6 million for the fiscal year ended June 30, 2014. Additionally, as discussed in Note 1 to the financial statements, and as reflected on the accompanying statement of revenues, expenses, and changes in net position, the beginning balance of net assets for the year ended June 30, 2015 was reduced by \$5.7 due to implementation of Governmental Accounting Standards Board Statement No. 68 (GASB 68), *Accounting and Financial Reporting for Pensions-an amendment of GASB Statement No. 27*.
- Operating revenues were \$7.5 million for the fiscal year ended June 30, 2015 and \$7.2 million for the fiscal year ended June 30, 2014.
- Operation and maintenance expenses, excluding depreciation, were \$7.4 million for the fiscal year ended June 30, 2015 and \$7.7 million for the fiscal year ended June 30, 2014.
- Net nonoperating revenues were \$642,000 for the fiscal year ended June 30, 2015 and \$668,000 for the fiscal year ended June 30, 2014.
- Capital contributions from federal grant programs, state grant programs and passenger facility charges were \$2.9 million for the fiscal year ended June 30, 2015 and \$3.4 million for the fiscal year ended June 30, 2014.
- Additional detail on the above items, along with other information, is discussed in the following sections.

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

NET POSITION SUMMARY

Net position was approximately \$114.0 million at June 30, 2015 and \$124.7 million at June 30, 2014. Most of the decrease in net position for fiscal year 2015 was due to depreciation of capital assets. In addition, the beginning balance of net position was reduced for fiscal year 2015 as discussed above.

A condensed summary of the major components of the net position for the fiscal year ended June 30, 2015 and 2014 is as follows (amounts rounded):

Condensed Summary of Net Position

	2015	2014	Percent change
Current assets	\$ 8,609,000	\$ 8,573,000	0.4%
Long-term investments	7,997,000	9,012,000	-11.3%
Capital assets, net	104,269,000	108,826,000	-4.2%
Net investment in lease excluding current portion	<u>86,000</u>	<u>99,000</u>	-13.1%
Total assets	120,961,000	126,510,000	-4.4%
 Deferred outflows of resources	 <u>618,000</u>	 <u>0</u>	
Total assets and deferrals	\$ <u>121,579,000</u>	\$ <u>126,510,000</u>	-3.9%
 Current liabilities	\$ 1,426,000	\$ 1,243,000	14.7%
Long-term liabilities	<u>4,712,000</u>	<u>548,000</u>	759.9%
Total liabilities	6,138,000	1,791,000	242.7%
 Deferred inflows of resources	 <u>1,414,000</u>	 <u>0</u>	
Total liabilities and deferrals	<u>7,552,000</u>	<u>1,791,000</u>	321.7%
 Net position invested in capital assets net of related debt	104,269,000	108,176,000	-3.6%
Restricted net position	2,000	1,223,000	-99.8%
Unrestricted net position	<u>9,756,000</u>	<u>15,320,000</u>	-36.3%
Total net position	\$ <u>114,027,000</u>	\$ <u>124,719,000</u>	-8.6%

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

Fiscal Year 2015

Current assets were stable in fiscal year 2015. Capital assets, net, decreased approximately \$4.5 million compared to the previous year due to depreciation of \$8.6 million in excess of construction and capital asset purchases of \$4.1 million. See discussion in capital acquisition and construction activities section. The Airport uses capital assets to provide services to airlines, passengers, and service providers at the Airport.

Current liabilities increased compared to the previous period due to an increase in retainage payable and accounts payable on construction projects.

Revenue bonds payable, excluding current portion, decreased due to the defeasance of the bonds. See discussion in long-term debt administration section.

In fiscal year 2015, the Airport implemented GASB 68. The amounts for deferred outflows and inflows of resources and long-term liabilities at June 30, 2015 are based on the actuarial report from the pension plan in which the Airport participates. This is discussed in detail in Note 7.

Fiscal Year 2014

Current assets were stable in fiscal year 2014. Capital assets, net decreased approximately \$5.6 million compared to the previous year due to depreciation of \$8.2 million in excess of construction and capital asset purchases of \$2.5 million. See discussion in capital acquisition and construction activities section. The Airport uses capital assets to provide services to airlines, passengers, and service providers at the Airport.

Current liabilities decreased compared to the previous period due to a decrease in retainage payable and accounts payable on construction projects.

Revenue bonds payable, excluding current portion, decreased per the scheduled payments on the bonds.

Restricted net position is comprised primarily of maintenance reserves and bond reserve funds subject to external restrictions under bond resolutions stating how they must be used to pay the future debt service on the related bonds.

CHANGES IN NET POSITION

A condensed summary and discussion of changes in net position, revenues, and expenses for fiscal years 2015 and 2014 is as follows (amounts rounded):

Condensed Summary of Changes in Net Position

	2015	2014	Percent change
Total operating revenues	\$ 7,543,000	\$ 7,194,000	4.9%
Total operation and maintenance expenses	16,041,000	15,862,000	1.1%
Net nonoperating revenues	643,000	669,000	-3.9%
Loss before capital contributions	(7,855,000)	(7,999,000)	1.8%
Capital contributions	2,895,000	3,405,000	-15.0%
Change in net position	(4,960,000)	(4,594,000)	-8.0%
Beginning net position	124,719,000	129,313,000	-3.6%
Recognition of pension	(5,732,000)	0	
Ending net position	\$ 114,027,000	\$ 124,719,000	-8.6%

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

Revenues

	<u>2015</u>	<u>2014</u>	<u>Percent change</u>
Operating revenues:			
Airfield revenue	\$ 1,133,000	\$ 1,166,000	-2.8%
General aviation revenue	508,000	478,000	6.3%
Terminal revenue	5,544,000	5,191,000	6.8%
Other operating revenue	<u>358,000</u>	<u>359,000</u>	-0.3%
Total operating revenues	<u>7,543,000</u>	<u>7,194,000</u>	4.9%
Nonoperating revenues:			
Noncapital grants	504,000	469,000	7.5%
Gains (losses) on investments	(93,000)	(20,000)	-365.0%
Realized gain (loss) on disposal of capital assets	5,000	1,000	400.0%
Interest income	<u>242,000</u>	<u>250,000</u>	-3.2%
Total nonoperating revenues	<u>658,000</u>	<u>700,000</u>	-6.0%
Capital contributions:			
Capital grants	1,697,000	2,157,000	-21.3%
Passenger facility charges	<u>1,198,000</u>	<u>1,248,000</u>	-4.0%
Total capital contributions	<u>2,895,000</u>	<u>3,405,000</u>	-15.0%
Total revenues	<u>\$ 11,096,000</u>	<u>\$ 11,299,000</u>	-1.8%

Fiscal Year 2015

Airfield revenue decreased slightly year over year due to flight reductions.

General aviation revenue increased due to increased utilization of hangar rentals.

Terminal revenue increased due to an increase in the parking lot rates as well as a reduction of cancelled flights.

Other operating revenue was stable year-over-year.

Noncapital grants increased due to an allocation of state funding for noncapital expenses.

Losses on investments reflect a reduction in market value of fixed income securities held during the year. The fair value of investments fluctuates as interest rates rise and fall and as the market anticipates future interest rates. It is the Airport's intent to hold these investments until maturity, at which time the holder receives par value of the investment.

Capital grants decreased approximately \$460,000 due to decreases in capital projects. See discussion in capital acquisition and construction activities section.

Passenger facility charges decreased approximately \$50,000 due to a reduction in passengers.

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

Fiscal Year 2014

Airfield revenue decreased slightly year over year due to cancelled flights as a result of snowfall in January and February 2014.

General aviation revenue, terminal revenue and other operating revenue were stable year-over-year.

Noncapital grants were stable year-over-year.

Realized and unrealized losses on investments reflect sales or redemptions of investments purchased at a premium due to interest rates and related income. The fair value of investments fluctuates as interest rates rise and fall and as the market anticipates future interest rates. It is the Airport's intent to hold these investments until maturity, at which time the holder receives par value of the investment.

Capital grants decreased approximately \$3.3 million due to decreases in capital projects. See discussion in capital acquisition and construction activities section.

Passenger facility charges increased approximately \$62,000 due to increase in passengers.

Expenses

	2015	2014	Percent change
Operation and maintenance expenses:			
Salaries and fringe benefits	\$ 4,120,000	\$ 4,306,000	-4.3%
ARFF services	721,000	698,000	3.3%
Operating expenses	2,567,000	2,679,000	-4.2%
Depreciation	8,633,000	8,179,000	5.6%
Total operation and maintenance expenses	16,041,000	15,862,000	1.1%
Nonoperating expenses:			
Interest expense	16,000	31,000	-48.4%
Total expenses	\$ 16,057,000	\$ 15,893,000	1.0%

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

Fiscal Year 2015

Salaries and benefits decreased approximately \$186,000 due to pension expense. As noted above GASB 68 was implemented in fiscal year 2015. The 2015 amount for retirement expense is based on the actuarial report from the pension plan in which the Airport participates. The 2014 amount was based on Airport contributions to the plan.

Aircraft Rescue and Fire Fighting (ARFF) services increased approximately \$23,000 per the applicable third-party agreement.

Operating expenses decreased approximately \$112,000 due to reductions in professional and marketing services.

Interest expense decreased as a result of the defeasance of outstanding debt in January 2015.

Depreciation expense increased approximately \$454,000 due to first year of depreciation on projects completed in fiscal year 2014. Discussion of completed projects is included in the capital acquisitions and construction activities section.

Fiscal Year 2014

Salaries and fringe benefits increased approximately \$169,000 due to staff turnover, an additional position filled and an increase in the pension rate.

ARFF services increased approximately \$23,000 per the applicable third-party agreement.

Operating expenses increased approximately \$171,000 due to architectural and engineering fees related to a proposed storm water utility fee, outsourcing of custodial functions, and consulting fees for hiring of director positions.

Interest expense decreased as a result of principal payments on outstanding debt.

Depreciation expense decreased approximately \$177,000 due to land improvement items from prior years which completed depreciation in fiscal year 2013.

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

CAPITAL ACQUISITIONS AND CONSTRUCTION ACTIVITIES

Fiscal Year 2015

During fiscal year 2015, the Airport had capital additions, including construction in process, totaling \$4.11 million. Major projects and additions included concessions renovation project, improvements for compliance with the Americans with Disabilities Act (ADA), engineered material arresting system, loading bridge rehabilitation, snow broom acquisition, tunnel repairs, terminal ramp rehabilitation, and taxiway improvements. Completed projects totaling \$2.4 million were transferred from construction in progress and placed into service during fiscal year 2015. Major projects completed and other additions during fiscal year 2015 were as follows:

<u>Project</u>	<u>Amount</u>
ADA compliance improvements	\$ 538,000
Acquire snow broom	483,000
Taxiway improvements	765,000
Front façade rehabilitation	228,000
Renovate ARRF building and office relocation	150,000
	<u>\$ 2,164,000</u>

Fiscal Year 2014

During fiscal year 2014, the Airport had capital additions, including construction in process, totaling \$2.54 million. Major projects and additions included terminal improvements and façade rehabilitation, concessions renovation project, cargo ramp repairs, concourse clerestory upgrades, and parking lot equipment. Completed projects totaling \$12.8 million were transferred from construction in progress and placed into service during fiscal year 2014. Major projects completed and other additions during fiscal year 2014 were as follows:

<u>Project</u>	<u>Amount</u>
Aircraft rescue and firefighters building	\$ 6,543,000
Terminal improvements - phase I	4,841,000
Parking lot equipment	367,000
Concourse roof replacement	343,000
Concessions renovation project	336,000
Rehabilitate air cargo ramp	283,000
	<u>\$ 12,713,000</u>

ROANOKE REGIONAL AIRPORT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2015

LONG-TERM DEBT ADMINISTRATION

In March 2005, the Airport issued \$1,400,000 in revenue term bonds with interest at 4.44%, requiring annual payments of \$128,138 through March 2020 to fund construction of a storage hangar for corporate aircraft. Income from rental of the facility is used to make the debt service payments.

Revenue bonds payable outstanding were approximately \$649,000 at June 30, 2014. The bonds were legally defeased in fiscal year 2015. See discussion at Note 5 of the financial statements. No amounts were due at June 30, 2015.

DISCUSSION OF CURRENTLY KNOWN FACTS, DECISIONS, OR CONDITIONS

In March 2015, the Airport approved its fiscal year 2015-2016 operating budget. The budget was amended in August 2015. Budgeted operating revenues, as amended, are approximately \$9.17 million. Budgeted operating expenditures are approximately 9.02 million. These amounts do not include depreciation expense or capital contributions. Total proposed capital expenditures, as amended, are approximately \$14,333,000. Of this amount, it is anticipated that approximately \$8,055,000 will be funded through federal grants, \$1,785,000 through state grants, and approximately \$4,493,000 through airport capital funds. Landing fees for 2015-2016 will be \$2.16 per 1,000 pounds for signatory airlines and \$2.71 per 1,000 pounds for non-signatory airlines. Annual terminal rent will be \$50.53 per square foot.

In addition to the above, required contributions for the City of Roanoke Pension Plan will decrease from 22.23% in fiscal year 2015 to 20.64% in fiscal year 2016.

REQUEST FOR INFORMATION

This financial report is designed to provide interested parties with a general overview of the Airport's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to the Director of Finance and Administration, Roanoke Regional Airport Commission, 5202 Aviation Drive, Roanoke, Virginia, 24012 or by e-mail to finance@flyroa.com. Alternatively, information about the operations of the Airport can be obtained via the Internet at www.flyroa.com.

ROANOKE REGIONAL AIRPORT COMMISSION
STATEMENT OF NET POSITION
JUNE 30 2015

ASSETS

Current assets

Cash and temporary investments	\$ 6,528,737
Restricted cash, employee flexible spending account	1,960
Total cash and cash equivalents	6,530,697
Accounts receivable	266,955
Accrued interest receivable	72,693
Current portion of net investment in lease	12,751
Prepaid expenses	53,796
Short-term investments	1,672,202
Total current assets	8,609,094

Long-term investments

7,996,893

Capital assets

Land and improvements	30,394,810
Buildings and structures	159,780,907
Equipment and other capital assets	14,089,954
Construction in progress	2,847,391
Accumulated depreciation	(102,844,550)
Capital assets, net	104,268,512

Net investment in lease, excluding current portion

86,168

Total assets

120,960,667

Deferred outflows of resources, pension

618,442

Total assets and deferrals

\$ 121,579,109

LIABILITIES AND NET POSITION

Current liabilities

Accounts payable and accrued expenses, operations	\$ 264,642
Accounts payable, construction and capital assets	547,601
Accrued payroll and compensated absences	614,045
Total current liabilities	1,426,288

Long-term liabilities

Net pension liability	4,711,747
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Total liabilities

6,138,035

Deferred inflows of resources, pension

1,414,443

Total liabilities and deferrals

7,552,478

Net position

Net investment in capital assets	104,268,512
Restricted, employee flexible spending account	1,960
Unrestricted	9,756,159
Total net position	\$ 114,026,631

ROANOKE REGIONAL AIRPORT COMMISSION
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
YEAR ENDED JUNE 30, 2015

Operating revenues	
Airfield revenue	\$ 1,133,336
General aviation revenue	507,469
Terminal revenue	5,543,704
Other operating revenue	358,077
Total operating revenues	<u>7,542,586</u>
Operation and maintenance expenses	
Salaries and other benefits	3,745,365
Pension expense	375,444
Aircraft rescue and firefighting services	721,000
Operating expenses	2,567,114
Depreciation	8,632,565
Total operation and maintenance expenses	<u>16,041,488</u>
Operating loss	<u>(8,498,902)</u>
Nonoperating revenues (expenses)	
Noncapital grants, federal	111,574
Noncapital grants, state	393,210
Realized and unrealized gains (losses) on investments	(92,441)
Realized gains (losses) on disposal of capital assets	4,794
Interest income	241,787
Interest expense	(16,167)
Net nonoperating revenues (expenses)	<u>642,757</u>
Loss before capital contributions	<u>(7,856,145)</u>
Capital contributions	
Capital grants, federal	246,948
Capital grants, state	1,450,183
Passenger facility charges	1,197,854
Total capital contributions	<u>2,894,985</u>
Change in net position	<u>(4,961,160)</u>
Net position, beginning of year, as previously stated	124,719,426
Recognition of pension	<u>(5,731,635)</u>
Net position, beginning of year, as restated	118,987,791
Net position, end of year	<u>\$ 114,026,631</u>

ROANOKE REGIONAL AIRPORT COMMISSION
STATEMENT OF CASH FLOWS
YEAR ENDED JUNE 30, 2015

Operating activities

Cash received from vendors and tenants	\$ 7,135,813
Cash payments to suppliers for goods and services	(3,255,466)
Cash payments to employees for services	(4,468,260)
Other receipts	370,185
Net cash flows from operating activities	(217,728)

Noncapital financing activities

Noncapital grants received	504,784
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Capital and related financing activities

Principal payments of revenue bonds payable	(649,205)
Interest paid on note payable and revenue bonds payable	(16,167)
Proceeds from disposal of capital assets	41,943
Acquisition and construction of capital assets	(3,754,884)
Capital grants received from other governments	2,130,948
Passenger facility charges collected	1,197,854
Net cash flows from capital and related financing activities	(1,049,511)

Investing activities

Purchases of investments	(1,950,091)
Proceeds from sales of investments	2,224,153
Interest received on investments	242,831
Net cash flows from investing activities	516,893
Net change in cash and cash equivalents	(245,562)

Total cash and cash equivalents, beginning of year

6,776,259

Total cash and cash equivalents, end of year

\$ 6,530,697

Reconciliation of operating loss to net cash flows from operating activities

Operating loss	\$ (8,498,902)
Adjustments to reconcile operating loss to net cash flows from operating activities:	
Depreciation	8,632,565
Changes in assets, liabilities, and deferred outflows:	
Increase in accounts and other receivables	(35,945)
Increase in investment in lease, net	(643)
Increase in prepaid expenses	(17,795)
Increase in deferred outflows	(223,887)
Decrease in accounts payable and accrued expenses	(73,121)
Net cash flows from operating activities	\$ (217,728)

Supplemental disclosure, noncash investing activities:

Accounts payable, construction and capital assets	\$ 547,601
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ROANOKE REGIONAL AIRPORT COMMISSION
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1. SUMMARY OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization

The Roanoke Regional Airport Commission (the Airport), owner and operator of the Roanoke-Blacksburg Regional Airport, was created through an act of the Virginia General Assembly in 1987. It is an independent subdivision of the state, financially independent and deriving none of its revenues from local taxes. The Roanoke-Blacksburg Regional Airport is the primary commercial service airport serving a 19-county region encompassing western Virginia and parts of West Virginia.

The Roanoke-Blacksburg Regional Airport is governed by a five-member Commission Board, with each member being appointed to a four year term. Three of the Commission members are appointed by the Roanoke City Council and two by the Roanoke County Board of Supervisors.

Basis of Accounting and Accounting Presentation

This summary of significant accounting policies is presented to assist in understanding the Airport's financial statements. The financial statements and accompanying notes are representations of the Airport's management who is responsible for their integrity and objectivity.

The Airport's operations are presented as a single enterprise fund. Enterprise funds distinguish operating revenues and expenses from non-operating items in accordance with the flow of economic resources measurement focus and the accrual basis of accounting. All assets, liabilities, net position, revenues, and expenses are accounted for through a single enterprise fund with revenues recorded when earned and expenses recorded at the time the corresponding liabilities are incurred.

Revenues from rental and fees, landing fees, parking revenue, and other miscellaneous revenue are reported as operating revenues. Transactions, which are capital, financing or investing related, are reported as non-operating revenues. Passenger Facility Charges are reported as non-operating revenues. Expenses from employee wages and benefits, purchases of services, materials and supplies, and other miscellaneous expenses are reported as operating expenses. Interest expense and financing costs are reported as non-operating expenses.

Pursuant to Governmental Accounting Standards Board (GASB) Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 Financial Accounting Standards Board (FASB) and American Institute of Certified Public Accountants (AICPA) Pronouncements*, the Airport follows GASB guidance as applicable to enterprise funds.

Cash and Temporary Investments, Short-term Investments and Long-term Investments

All cash and temporary investments, short-term investments and long-term investments are held by financial institutions in the name of the Airport. Except as discussed in Note 2, all cash and temporary investments, short-term investments, and long-term investments were fully collateralized pursuant to agreements with all participating financial institutions to pledge assets on a pooled basis to secure public deposits according to the Virginia Security for Public Deposits Act Regulations of the Code of Virginia. All deposits and investments are insured or registered or for securities held by a safe keeping agent are in the Airport's name. Temporary investments, short-term investments, and long-term investments are recorded at fair value with any net appreciation or depreciation reflected in the statement of revenues, expenses and changes in net position. Temporary investments consist of money market funds, commercial paper, and commercial bank certificates of deposit with original maturities of three months or less carried at fair value. Short-term investments consist of U.S. Government agency securities and commercial bank certificates of deposit with original maturities in excess of three months and a current maturity of less than one year. Long-term investments consist of U.S. Government agency securities, corporate notes payable, and commercial bank certificates of deposit with maturities in excess of one year.

ROANOKE REGIONAL AIRPORT COMMISSION
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Receivables

Receivables are reported at their gross value when earned and are reduced by the estimated portion that is expected to be uncollectable. The allowance for uncollectible amounts is based on collection history and information regarding the credit worthiness of those doing business with the Airport. There were no material amounts deemed uncollectible at June 30, 2015.

Capital Assets

The Airport defines capital assets as assets with an initial, individual cost of more than \$5,000 and an estimated useful life of at least three years. Major additions, including those that significantly prolong a capital asset's economic life or expand usefulness, are capitalized. Normal repairs that merely maintain the capital asset in its present condition are recorded as expenses and are not capitalized.

Capital assets are stated at cost less accumulated depreciation computed by the straight-line method over the estimated lives of the respective assets as follows:

Buildings and structures	5 - 55 years
Equipment and other capital assets	3 - 15 years

Passenger Facility Charge Collections

On June 10, 1998, the Federal Aviation Administration (FAA) approved a \$3.00 Passenger Facility Charge (PFC) (No. 1) collection at the Airport effective September 1, 1998. Effective December 1, 2001, the FAA approved an increase to a \$4.50 PFC collection at the Airport. The total approved amended amount of net PFC revenue, plus interest the Airport was allowed to collect, was \$6,463,183 by January 1, 2005. On November 29, 2004, the FAA approved an additional PFC (No. 2) collection of \$8,158,043 by November 1, 2011, to begin after collection of the initial PFC No. 1. On May 18, 2011, the FAA approved an additional PFC (No. 3) collection of \$2,191,701 by January 1, 2013, to begin after collection of PFC No. 2. On September 6, 2011, the FAA approved an additional PFC (No. 4) collection of \$4,279,550 by March 1, 2016, to begin after collection of PFC No. 3. Collections for PFC No. 4 began in April 2013. For the year ended June 30, 2015, PFC revenues earned by the Airport totaled approximately \$1,198,000.

Unearned Lease Income

Unearned lease income related to a direct financing capital lease is being amortized over the life of the lease using the effective yield method.

Operating Revenues and Expenses

Operating revenues consist of airfield, general aviation, terminal, and other revenues. Operating expenses include salaries and fringe benefit costs, aircraft rescue and firefighting services, other operating expenses and depreciation. All other revenues and expenses, with the exception of capital grants and passenger facility charges, are classified as nonoperating revenues and expenses.

Employee Benefit Plans

Airport employees participate in the City of Roanoke Pension Plan (Pension Plan) and the Airport's deferred compensation plan. For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Pension Plan and additions to/deductions from the Pension Plan's fiduciary net position have been determined on the same basis as they are reported by the Pension Plan. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

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Funding Requirements

Pursuant to an agreement between the City of Roanoke (the City) and the County of Roanoke (the County), each locality is responsible for their pro rata share, based on population, of any year-end operating deficit or capital expenditures of the Airport if additional funding is required, and such deficits or capital expenditures, as defined in the agreement, were previously approved in budgets authorized by the City and County. The Airport is responsible for paying all outstanding debt.

Operating Leases

Operating leases with rental car companies and concessions' vendors for operations at the Airport terminal are multiyear agreements which are structured to provide income under various funding formulas and additional amounts based on increased operating levels. In addition, the airlines provide income under established funding formulas.

Statement of Cash Flows

For purposes of the statement of cash flows, cash and cash equivalents include cash on hand, cash on deposit, temporary investments, and restricted cash on deposit with original maturities of three months or less.

Net Position

Net position represents the difference between assets and liabilities. Net investment in capital assets consists of capital assets, net of accumulated depreciation and related debt. Net position is reported as restricted when there are limitations imposed on their use through external restrictions imposed by creditors, grantors, laws, or regulations of other governments. The Airport applies restricted resources first when an expense is incurred for purposes for which both restricted and unrestricted resources are available.

Use of Estimates

Management of the Airport has made a number of estimates and assumptions relating to the reporting of assets, liabilities, revenues, expenses, and the disclosure of contingent assets and liabilities to prepare these financial statements in conformity with accounting principles generally accepted in the United States of America. Actual results could differ from those estimates.

Subsequent Events

The Airport evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 8, 2015, which is the date the financial statements were issued.

Adoption of New Pronouncements

During 2015, the Airport implemented GASB Statement No. 68, *Accounting and Financial Reporting for Pensions—an amendment of GASB Statement No. 27* and GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date—an Amendment of GASB Statement No. 68*. These standards require the recognition of the entire net pension liability, a more comprehensive measure of pension expense and enhanced disclosures relating to the pension. The adoption of these standards decreased the previously presented net position as of June 30, 2014 by approximately \$5,732,000. The 2014 financial statements have not been restated as the Airport's pension amounts for deferred inflows and outflows of resources were not individually calculated at June 30, 2013 and it was not deemed practical to determine its impact on the opening 2014 financial position or the effect on the 2014 change in net position.

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Significant Upcoming Pronouncements

GASB Statement No. 72, *Fair Value Measurement and Application*, issued February 2015, will be effective for periods beginning after June 15, 2015. This Statement will enhance the comparability of financial statements among governments by requiring the measurement of certain assets and liabilities at fair value using a consistent and more detailed definition of fair value and accepted valuation techniques. This Statement also will enhance fair value application guidance and related disclosures in order to provide information to financial statements users about the impact of fair value measurements on a government's financial position.

GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, issued June 2015, will be effective for periods beginning after June 15, 2017. This Statement addresses accounting and financial reporting for Other Postemployment Benefits (OPEB) that is provided to the employees of state and local governmental employers. This Statement establishes standards for recognizing and measuring liabilities, deferred outflows of resources, deferred inflows of resources, and expense/expenditures. For defined benefit OPEB, this Statement identifies the methods and assumptions that are required to be used to project benefit payments, discount projected benefit payments to their actuarial present value, and attribute that present value to periods of employee service. Note disclosures and required supplementary information requirements about defined benefit OPEB will be enhanced.

The Airport has not yet determined the effects that implementation of these statements will have on its financial statements.

2. DEPOSITS AND INVESTMENTS

The Airport's investment policy allows for the Airport's funds, other than sinking funds, to be invested in the following securities:

- United States Treasury bills, notes, or any other obligation or security issued by or backed by the full faith and credit of the United States Treasury.
- Bonds, notes, and other obligations of the United States, and securities issued by any federal government agency or instrumentality or government sponsored enterprise except for collateralized mortgage obligations, provided that the issuer is rated no less than AA by a Nationally Recognized Statistical Rating Organization ("NRSRO").
- Stocks, bonds, notes, and other evidences of indebtedness of the Commonwealth of Virginia and those unconditionally guaranteed as to payment of principal and interest by the Commonwealth, or of any county, city, town, district, authority, or any other public body of the Commonwealth of Virginia upon which there has been no default.
- Negotiable certificates of deposit and negotiable bank deposit notes of domestic banks with a rating of A-1 by Standard and Poor's, Inc. and P-1 by Moody's Investor Service, Inc. for maturities of one year or less, and a rating of AA by Standard and Poor's, Inc. and Aa by Moody's Investor Service, Inc. for maturities over one year and not exceeding five years.
- Non-negotiable and time deposits and savings accounts in commercial banks and savings institutions doing business in the Commonwealth of Virginia.
- Unsecured short-term debt of U.S. corporations may be purchased if certain conditions are met.

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- Bankers' acceptances issued by domestic banks or domestic offices of foreign banks, which are eligible for purchase by the Federal Reserve System with a maturity of 270 days or less. The issuing corporation, or its guarantor, must have a short-term debt rating of no less than "A-1" (or its equivalent) by at least two NRSROs.
- Notes issued by corporations organized and operating within the United States or by depository institutions licensed by the United States or any state and operating within the United States with a rating of at least AA by Standard and Poor's, Inc. and a rating of Aa by Moody's Investor Service, Inc. and a maturity of no more than five years.
- Overnight, term, and open repurchase agreements, provided certain conditions are met.
- Certificates of deposit provided certain conditions are met.
- The pooled investment fund (known as the Virginia Local Government Investment Pool) as provided for in Section 2.2-4600 et seq. of the Code of Virginia.
- Shares in open-end investment funds (mutual funds) provided such funds are registered under the Federal Investment Company Act of 1940, invest exclusively in the securities specifically permitted under this investment policy, and which are similarly diversified, provided that the fund is rated "AAAm" or "AAAm-G" or better by Standard & Poor's Corporation or equivalent by other rating agencies. The fund must also be properly registered for sale under the Securities Act (Section 13.1-501 et seq.) of the Code of Virginia.

At June 30, 2015, the Airport had the following unrestricted and restricted investments and cash (amounts rounded):

	Fair Value	<1 year	1-5 years	S&P Rating
Unrestricted:				
U.S. treasury notes	\$ 2,535,000	\$	\$ 2,535,000	AA+
U.S. government agency bonds	4,140,000		4,140,000	AA+
Corporate debt	2,243,000	921,000	1,322,000	AA
Commercial bank certificate of deposit	2,000	2,000		N/A
Commercial paper	749,000	749,000		A-1
Money market funds	6,386,000	6,386,000		AAAm
Cash	143,000	143,000		N/A
Total unrestricted	<u>16,198,000</u>	<u>8,201,000</u>	<u>7,997,000</u>	
Restricted:				
Cash	<u>2,000</u>	<u>2,000</u>		N/A
Totals	<u>\$ 16,200,000</u>	<u>\$ 8,203,000</u>	<u>\$ 7,997,000</u>	

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The above amounts are reflected in the accompanying statement of net position as follows (amounts rounded):

Cash and cash equivalents	\$ 6,531,000
Short-term investments	1,672,000
Long-term investments	<u>7,997,000</u>
	<u>\$ 16,200,000</u>

Interest Rate Risk: Limitation on instruments, diversification, and maturity scheduling shall depend upon whether the funds being invested are considered short term, intermediate, or extended duration. Short term investment maturities shall be scheduled to coincide with projected cash flow requirements and anticipated revenue. Short term duration funds will be invested in permitted investments maturing in one year or less.

Investments in intermediate and extended duration longer term securities shall be made after considering the additional income potential and the volatility risk inherent in securities with longer maturities. Intermediate duration funds will be invested in permitted investments maturing in five years or less. Extended duration funds will be invested in permitted investments maturing in fifteen years or less and shall not exceed more than 25% of the portfolio.

Custodial Credit Risk: All investments are in the name of the Airport and held in third-party safekeeping at a qualified financial institution designated as the primary agent.

Concentration of Credit Risk: The Airport does not have a specific policy towards concentration credit risk. As of June 30, 2015, the Airport's investments were allocated as follows:

	Maximum allowed
Money market funds	39 % 100
Federal National Mortgage Association Bonds	15 35
U.S. Treasuries	16 100
Corporate notes	14 15
Federal Home Loan Mortgage Corporation Bonds	10 35
Certificates of deposit	0 20
Commercial paper	5 35
Cash	1 N/A
Totals	<u>100 %</u>

The Airport maintains its cash accounts with federally insured banks. The Federal Deposit Insurance Corporation insures up to \$250,000 at each institution. From time to time, cash balances may exceed federally insured limits. At June 30, 2015, the Airport's uninsured cash balances totaled approximately \$6,076,000. Amounts that were in excess of federally insured limits and were collateralized by assets held by the financial institution in the Airport's name totaled approximately \$362,000 at June 30, 2015. Amounts that were in excess of federally insured limits and were collateralized by assets held by the financial institution not in the Airport's name totaled approximately \$5,714,000 at June 30, 2015.

ROANOKE REGIONAL AIRPORT COMMISSION
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3. CAPITAL ASSETS

Capital asset activity for the year ended June 30, 2015 was as follows (amounts rounded):

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Capital assets not being depreciated:				
Land and easements	\$ 24,425,000	\$	\$	\$ 24,425,000
Construction in progress	<u>1,269,000</u>	<u>4,013,000</u>	<u>2,434,000</u>	<u>2,848,000</u>
Total capital assets not being depreciated	<u>25,694,000</u>	<u>4,013,000</u>	<u>2,434,000</u>	<u>27,273,000</u>
Capital assets being depreciated:				
Buildings, structures, and improvements	163,990,000	1,760,000		165,750,000
Equipment and other capital assets	<u>13,377,000</u>	<u>774,000</u>	<u>61,000</u>	<u>14,090,000</u>
Total capital assets being depreciated	<u>177,367,000</u>	<u>2,534,000</u>	<u>61,000</u>	<u>179,840,000</u>
Less accumulated depreciation:				
Buildings, structures, and improvements	83,956,000	7,308,000		91,264,000
Equipment and other capital assets	<u>10,279,000</u>	<u>1,326,000</u>	<u>25,000</u>	<u>11,580,000</u>
Total accumulated depreciation	<u>94,235,000</u>	<u>8,634,000</u>	<u>25,000</u>	<u>102,844,000</u>
Capital assets, net	<u>\$ 108,826,000</u>	<u>\$ (2,087,000)</u>	<u>\$ 2,470,000</u>	<u>\$ 104,269,000</u>

Construction in progress of approximately \$2,848,000 at June 30, 2015 consisted primarily of costs incurred for rehabilitation of the airfield and renovations of buildings.

4. CAPITAL LEASE

The Airport leases a hangar located on its property to a private company. This lease is classified as a direct financing capital lease. The lease requires monthly payments of \$1,459 and expires March 1, 2022. The following lists the components of the net investment in this lease as of June 30, 2015 (amounts rounded):

Minimum lease payments receivable	\$ 117,000
Less unearned lease income (stated interest rate of 5.5%)	<u>(18,000)</u>
Net investment in lease	<u>\$ 99,000</u>

The following is a schedule of minimum future rentals due under this lease as of June 30, 2015 (amounts rounded):

2016	\$ 18,000
2017	18,000
2018	18,000
2019	17,000
2020	18,000
2021 - 2022	<u>28,000</u>
	<u>\$ 117,000</u>

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Amortization revenue from the lease was approximately \$5,000 for the year ended June 30, 2015. This amount is included in interest income in the accompanying statement of revenues, expenses and changes in net position.

5. REVENUE BONDS PAYABLE

On March 1, 2005, the Airport issued \$1,400,000 in revenue term bonds with interest at 4.4%, requiring annual payments of \$128,138 through March 2020 (the Bonds). The outstanding principal at June 30, 2014 on the Bonds was approximately \$649,000.

In January 2015, the Airport and Virginia Resources Authority (VRA) entered into an agreement whereby the Airport deposited approximately \$660,000 into an escrow account in order to pay the remaining interest and principal on the Bonds as well as administrative costs of approximately \$9,000. Also in January 2015, a local bond defeasance certificate (the defeasance certificate) was agreed to by the Airport, VRA, and the escrow agent. Under the terms of the defeasance certificate, VRA agreed to pay the remaining amounts due on the Bonds. Based on these agreements, and the funding of the escrow account, the Bonds were considered legally defeased in fiscal year 2015 and are not included as a liability at June 30, 2015. In August 2015, the bonds were paid in full by VRA. There was no gain or loss on the transaction.

Revenue bonds payable, net activity for the year ended June 30, 2015 was as follows (amounts rounded):

Type of debt	Beginning Balance	Increases	Decreases	Ending Balance	Amount due within one year
Bonds payable	\$ 649,000	\$ 0	\$ 649,000	\$ 0	\$ 0

6. CAPITAL CONTRIBUTIONS

Capital asset purchases have been primarily funded by federal and state capital contributions and by the issuance of revenue bonds. Additional matching requirements are met by the Airport.

Special purpose grants and passenger facility charges are subject to audit to determine compliance with specified requirements. Airport's management believes that if any refunds are required, they will not be material to the basic financial statements.

7. PENSION PLAN

Plan Description

All full-time employees of the Airport participate in the City of Roanoke Pension Plan (the Pension Plan), a cost-sharing multiple-employer public employee retirement system. The Pension Plan was established by City Ordinance No. 8559, dated May 27, 1946, and effective July 1, 1946. City Council appoints the Pension Plan Board of Trustees which is responsible for administering the Pension Plan. The Pension Plan is currently not subject to the provisions of the Employee Retirement Income Security Act (ERISA) of 1974.

Effective July 1, 1984, the Pension Plan changed its name from the Employees' Retirement System of the City of Roanoke, Virginia (ERS) to City of Roanoke Pension Plan. This change provided for an Employees' Supplemental Retirement System (ESRS) which modified certain benefits as defined by ERS. All employees covered under the provisions of ERS at June 30, 1984 could elect to stay with ERS or be covered under the provisions of ESRS. Coverage under ESRS was mandatory for all employees hired on or after July 1, 1984. Both ERS and ESRS share a common trust fund from which all benefits are paid without distinction as to the source of funds and are administered by the board of trustees. The Pension Plan provides retirement benefits as well as death and disability benefits.

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Retirement benefits vest after five years of credited service for all Pension Plan members. All Airport employees participate in ESRS. Employees who are members of ESRS with five years or more of credited service and age 65, and employees with the attained age of 50 (45 for firefighters and police officers) and their age plus years of service equal to 80 (70 for firefighters and police officers) are entitled to an annual retirement benefit, payable monthly for life in an amount equal to 2.1% of their final average compensation for each year of credited service up to a maximum of 63%. Final average compensation is the employee's average salary excluding overtime over the highest 36 consecutive months of credited service.

Employees with five years of credited service may retire at or after age 55 and receive a reduced retirement benefit. Employees may elect to receive their pension benefits in the form of a single life annuity or a joint and survivor annuity payable monthly from retirement. If employees under age 65 terminate before rendering five years of service, they forfeit the right to receive any Pension Plan benefits.

Funding Policy

Airport employees do not contribute to the Pension Plan. The Airport's contribution is based on a percentage of the annual compensation of the active members, which is based on an actuarially determined contribution amount. The payroll for Airport employees covered by the Pension Plan for the year ended June 30, 2015 was approximately \$2,746,000. The Airport's total payroll for this year was approximately \$2,874,000. Contributions to the Pension Plan from the Airport were approximately \$599,000 for the year ended June 30, 2015, which was approximately 21.8% and 20.8%, respectively, of the covered and total payroll for the Airport. At June 30, 2015, approximately \$35,000 of contributions withheld were payable to the Pension Plan. No other amounts were due to or from the Pension Plan at June 30, 2015.

Annual Pension Cost

At June 30, 2015, the Airport reported a liability of approximately \$4,712,000 for its proportionate share of the net pension liability. The net pension liability was measured as of June 30, 2014, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The Airport's proportion of the net pension liability was based on a projection of the Airport's long-term share of contributions to the pension plan relative to the projected contributions of all participating entities, actuarially determined. At June 30, 2014, the Airport's proportion was 4.01%, which was an increase of 0.01 from its proportion measured as of June 30, 2013.

For the year ended June 30, 2015, the Airport recognized pension expense of approximately \$375,000. At June 30, 2015, the Airport reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources (amounts rounded):

	<u>Deferred outflows</u>	<u>Deferred inflows</u>
Contributions subsequent to the measurement date	\$ 599,000	\$
Change in proportion	19,000	
Net difference between projected and actual earnings on pension plan investments		<u>1,414,000</u>
	<u>\$ 618,000</u>	<u>\$ 1,414,000</u>

The amount reported as deferred outflows of resources related to pensions resulting from Airport contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended June 30, 2016. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows for the years ended June 30:

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2016	\$	347,000
2017		347,000
2018		347,000
2019		354,000
	\$	1,395,000

Actuarial Assumptions

The total pension liability in the June 30, 2014 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.75 percent
Salary increases	3.5 percent
Investment rate of return	7.75 percent, net of investment expenses
Dates of experience study	Five year period ended June 30, 2011
Cost of living adjustments	1.83 percent for eligible participants, based on 2/3 of assumed inflation

Mortality rates for pre-retirement and healthy annuitants were based on 125% of RP-2000 Combined Healthy Mortality for males and females with generation mortality projection using Scale AA. For Disableds, mortality rates were based on 70% of Pension Benefit Guaranty Corporation Disabled Mortality Table 5A for males and 90% of Pension Benefit Guaranty Corporation Disabled Mortality Table 6A for females.

Investment Rate of Return

The long-term expected rate of return on pension plan investments was determined using projected long-term rates of returns developed for each asset class. The expected long-term rate of return for each asset class as weighted by the Investment Policy target asset allocation was used, to derive the overall expected rate of return for the portfolio. The following table reflected the long-term expected rate of return based upon the defined target allocation for each asset class as defined in the Pension Plan's Statement of Investment Policy:

	<u>Allocation</u>	<u>Expected long-term rates of return</u>
Equity		
Large cap	34%	8.49%
Mid cap	7%	9.17%
Small cap	7%	9.24%
International developed markets	18%	9.24%
Emerging markets	4%	11.50%
Fixed income		
Core	3%	4.35%
Core plus	5%	4.60%
Long duration	8%	5.18%
Distressed debt (e.g. high yield)	4%	6.75%
Other asset classes		
Convertible securities	4%	7.79%
Real estate	3%	6.67%
Infrastructure	3%	7.97%

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Discount Rate

The discount rate used to measure the total pension liability was 7.75 percent. The projection of cash flows used to determine the discount rate assumed that contributions to the Pension Plan would be made based on actuarially determined contribution rates. Based on these assumptions, the Pension Plan's fiduciary net position was projected to be available to make all future benefit payments of current Pension Plan members. Therefore, the long-term expected rate of return on Pension Plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the Net Pension Liability to Changes in the Discount Rate

The following presents the net pension liability of the Pension Plan, calculated using the discount rate of 7.75 percent, as well as what the net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower (6.75 percent) or 1-percentage-point higher (8.75 percent) than the current rate (amounts rounded):

	1% decrease <u>(6.75%)</u>		Current rate <u>(7.75%)</u>	1% increase <u>(8.75%)</u>
Airport's proportionate share of the net pension liability	\$ 6,991,000	\$	4,712,000	\$ 2,788,000

Pension Plan Fiduciary Net Position

Detailed information about the Pension Plan's fiduciary net position is available in the Pension Plan's comprehensive annual financial report. A copy of this report may be obtained by writing to the City of Roanoke Retirement Office, Attention: Retirement Administrator, 215 Church Ave., SW, Room 461, Roanoke, VA 24011.

8. DEFERRED COMPENSATION PLAN

Airport employees may participate in the Airport's deferred compensation plan which was created in accordance with Internal Revenue Code Section 457 from its predecessor plan held by the City of Roanoke. The deferred compensation plan permits employees to defer a portion of their salary until future years. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. The Airport made a contribution into the deferred compensation plan for each participating employee. The Airport made contributions to the deferred compensation plan in the amount of approximately \$13,000 for the year ended June 30, 2015.

9. CONCENTRATIONS

Revenue from landed weights, parking, and concessionaires comprise the majority of operating revenues for the Airport. Three airlines accounted for approximately 83.9% of the landed weight for commercial airlines during the year ended June 30, 2015. Activity from commercial airlines is primarily responsible for parking revenues and revenue from concessionaires.

10. COMMITMENTS AND OTHER MATTERS

The Airport is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; general liability claims; and natural disasters. The Airport manages these risks through the purchase of commercial insurance. From time to time, the Airport is involved in litigation in the normal course of operations. It is the opinion of the Airport's management that any adverse outcomes related to litigation would not have a material impact on the financial position, results of operations, or cash flows of the Airport as of and for the year ended June 30, 2015.

ROANOKE REGIONAL AIRPORT COMMISSION
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2015

Under the terms of federal and state grants, periodic audits are required and certain costs may be questioned as not being appropriate expenditures under the terms of the grants. Such audits could lead to reimbursement of the grantor agencies. The Airport's management believes disallowances, if any, would be immaterial.

As of June 30, 2015, the Airport had outstanding contractual commitments approximating \$4,740,000 related to equipment purchases and airport improvement projects. Additionally, the Airport had outstanding contractual commitments approximating \$645,000 related to Aircraft Rescue and Fire Fighting services.

11. PROPERTY LEASED TO OTHERS

The Airport leases capital assets under operating lease agreements for concessions and other commercial purposes. Future minimum rental revenues to be received under these operating leases as of June 30, 2015 are as follows (amount rounded):

Year ending June 30:	<u>Total</u>
2016	\$ 1,572,000
2017	<u>178,000</u>
Total	\$ <u><u>1,750,000</u></u>

The Airport also leases property through contingent rentals. Revenues from these contingent rentals arise primarily from a percentage of the lessees' gross revenues in excess of minimum guarantees. Several lease agreements provide a minimum lease concession. Contingent rentals for the year ended June 30, 2015 were approximately \$465,000. These amounts are included in terminal revenue in the accompanying statement of revenues, expenses and changes in net position.

Substantially all capital assets of the Airport are held for direct or indirect utilization in the Airport's principal activities of leasing land, buildings, and airfield facilities to third party lessees. Total lease revenues, including landing fees, for the year ended June 30, 2015 were approximately \$3,343,000.

12. OTHER POSTEMPLOYMENT BENEFITS

On July 21, 2009, the Airport approved a plan, the Retiree Health Insurance Contribution Plan (the Plan), to provide certain post-employment benefits to qualifying employees of the Airport. Eligibility criteria includes retirement after July 1, 2009 and a minimum of 15 years of service, enrollment in the Airport's health insurance plan for at least one year, and participation in the City of Roanoke's Post-Retirement Health Plan. The Airport pays the City of Roanoke \$239 to \$451 each month for medical insurance for each eligible retiree depending on coverage levels only through December 31, 2015 or until the City no longer provides health insurance coverage to Commission retirees, whichever comes sooner. Payments for fiscal year 2015 were approximately \$10,000 and are included in salaries and fringe benefits in the attached financial statements. The Airport reserves the right to revise and terminate the Plan at any time, as it deems necessary, at its sole discretion. This benefit will terminate when the retiree is eligible for coverage by any other health insurance, including Medicare. As of June 30, 2015, the Plan was not funded. The net obligation, computed using an interest rate of 4 percent and a payroll growth rate of 3.75 percent, was approximately \$86,000, \$68,000, and \$54,000, respectively, at June 30, 2015, 2014, and 2013. Covered payroll for the Plan for fiscal years, 2015, 2014 and 2013 was approximately \$2,720,000, \$2,850,000, and \$2,810,000, respectively. The annual required contribution (ARC) for fiscal years 2015 and 2014 is comprised of \$9,800 normal cost and \$5,400 interest, and \$10,300 normal cost and \$5,600 interest, respectively and is included in salaries and fringe benefits in the attached financial statements. The ARC was approximately .58% of covered payroll for fiscal year 2015. The ARC was computed as the normal cost plus amortization of the unfunded portion of actuarial accrued liability. The amortization amount was determined as a level percent of payroll.

ROANOKE REGIONAL AIRPORT COMMISSION
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2015

The actuarial cost method used to determine the liability for the Plan was the Projected Unit Credit. Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events far into the future. Actuarially determined amounts are subject to continual revision as actual results are compared to past expectations and new estimates are made about the future. Projections 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 members to that point. Actuarial calculations reflect a long-term perspective. Consistent with that perspective, actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets. Factors that significantly affect the identification of trends in the amounts reported include changes in benefits provisions, the size and composition of the employee groups covered by the Plan, and the actuarial methods and assumptions used. The actuarial assumptions included (a) projected payroll growth of 3.0% per year and (b) medical cost trend assumption using the Getzen Trend Model - 6.10% graded to 4.80% over 69 years.

The Plan does not issue stand-alone financial statements. The required schedule of funding progress following the notes to financial statements presents multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

13. RELATED PARTY TRANSACTIONS

As discussed above, the Airport participates in certain financial transactions with the City of Roanoke for pension and other postemployment benefits. Additionally, in fiscal year 2015 the Airport paid approximately \$65,000 to the City of Roanoke for storm water utility fees. In fiscal year 2015, the Airport paid approximately \$23,000 to the County of Roanoke for radio repair and replacement fees. No material amounts were due to or from the City of Roanoke or County of Roanoke at June 30, 2015.

- REQUIRED SUPPLEMENTARY INFORMATION -

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF FUNDING PROGRESS - RETIREE HEALTH INSURANCE CONTRIBUTION PLAN
YEAR ENDED JUNE 30, 2015

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a Percentage of Covered Payroll
01.01.2014	\$ 0	\$ 149,000	\$ 149,000	0%	\$ 2,769,000	5.38%
01.01.2012	0	109,000	109,000	0%	2,691,000	4.05%
01.01.2010	0	117,000	117,000	0%	2,694,000	4.34%

Note:

Above amounts are rounded.

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF PROPORTIONATE SHARE OF NET PENSION LIABILITY
YEARS ENDED JUNE 30, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Airport's proportion of the net pension liability	4.0139%	3.9976%
Airport's proportionate share of the net pension liability	\$ 4,712,000	\$ 6,249,000
Covered employee payroll	\$ 2,746,000	\$ 2,811,000
Proportionate share of net pension liability as a percentage of covered employee payroll	171.60%	222.31%
Plan fiduciary net position as a percentage of the total pension liability	77.23%	68.95%

Notes:

This schedule is intended to present ten years of the proportionate share of the net pension liability. Currently, only those years with information available are presented.

Above amounts are rounded.

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF AIRPORT CONTRIBUTIONS TO THE PENSION PLAN
LAST TEN FISCAL YEARS

	<u>2015</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>	<u>2006</u>
Contractually required contribution	\$ 599	\$ 517	\$ 431	\$ 482	\$ 421	\$ 418	\$ 452	\$ 439	\$ 395	\$ 307
Contributions in relation to the contractually required contribution	599	517	431	482	421	418	452	439	395	307
Contribution deficiency (excess)	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>
Airport's covered-employee payroll	\$ 2,746	\$ 2,811	\$ 2,750	\$ 2,710	\$ 2,680	\$ 2,774	\$ 3,008	\$ 2,921	\$ 2,641	\$ 2,475
Contributions as a percentage of covered-employee payroll	21.81%	18.39%	15.67%	17.79%	15.71%	15.07%	15.03%	15.03%	14.96%	12.40%

Note:

Above amounts are in thousands.

- SUPPLEMENTARY INFORMATION -

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2015

<u>Federal Grantor/Pass-Through Grantor/Program</u>	<u>Federal CFDA No.</u>	<u>Federal Project Number</u>	<u>Total Federal Program or Award Amount</u>	<u>Current Year Federal Expenditures</u>
MAJOR PROGRAM:				
<u>U.S. Department of Transportation</u>				
Direct Program:				
Airport Improvement Program	20.106	3-51-0045-53	\$ 583,847	246,948
NON-MAJOR PROGRAM:				
<u>U.S. Department of Homeland Security</u>				
Direct Program:				
Law Enforcement Officer Reimbursement Program	97.090	HSTS0213HSLR050	<u>339,480</u>	<u>111,574</u>
Total			<u>\$ 923,327</u>	<u>\$ 358,522</u>

ROANOKE REGIONAL AIRPORT COMMISSION
NOTES TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2015

1. GENERAL

The Roanoke Regional Airport Commission is a public body politic and corporate, and has jurisdiction, control, possession, and supervision of the Roanoke-Blacksburg Regional Airport. The accompanying Schedule of Expenditures of Federal Awards presents the 2015 expenditure activity of all federal financial assistance programs of the Airport. All federal financial assistance was received directly from federal agencies.

The award revenues received and expended are subject to audit and adjustment. If any expenditures are disallowed by the grantor as a result of such an audit, any claim for reimbursement to the grantor would become a liability of the Airport. In the opinion of management, all grant expenditures are in compliance with the terms of the grant agreements and applicable federal laws and regulations.

2. BASIS OF ACCOUNTING

The accompanying Schedule of Expenditures of Federal Awards includes the federal award activity of the Roanoke Regional Airport Commission and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the basic financial statements.

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF PASSENGER FACILITY CHARGES COLLECTED AND EXPENDED
YEAR ENDED JUNE 30, 2015

Federal Grantor/Pass-Through Grantor/Program	Record of Decision	Impose Authority	Use Authority	PFC Collected	Interest Earned	Expenditures
<u>U.S. Department of Transportation</u>						
Passenger Facility Charge Program	98-01-C-02-ROA	\$ 6,463,183	\$ 6,463,183	\$ 0	\$ 0	\$ 0
	04-02-C-00-ROA	8,158,043	8,158,043	0	0	0
	11-03-C-00-ROA	2,191,701	2,191,701	0	0	0
	11-04-C-00-ROA	<u>4,279,550</u>	<u>4,279,550</u>	<u>1,197,854</u>	<u>0</u>	<u>1,197,854</u>
		<u>\$ 21,092,477</u>	<u>\$ 21,092,477</u>	<u>\$ 1,197,854</u>	<u>\$ 0</u>	<u>\$ 1,197,854</u>

ROANOKE REGIONAL AIRPORT COMMISSION
NOTES TO THE SCHEDULE OF PASSENGER FACILITY CHARGES COLLECTED AND EXPENDED
YEAR ENDED JUNE 30, 2015

1. GENERAL

The Aviation and Safety and Capacity Expansion Act of 1990 (Public Law 101-508, Title II, Subtitle B) authorized the local imposition of Passenger Facility Charges (PFC) and use of PFC revenue on Federal Aviation Administration (FAA) approved projects. On June 10, 1998, the FAA approved a \$3.00 Passenger Facility Charge (PFC No.1) collection at the Roanoke Regional Airport Commission (the Airport) effective September 1, 1998. Effective December 1, 2001, the FAA approved an increase to a \$4.50 PFC collection at the Airport. The total amended approved amount of net PFC revenue plus interest the Airport was allowed to collect was \$6,463,183, originally by May 1, 2004. In January 2004, the allowed collection date was revised to January 1, 2005. The \$6,463,183 PFC revenues were received by the January 1, 2005 collection date and it is no longer an active application. The Airport filed an application with the FAA (PFC No. 2) for authorization to collect an additional \$8,483,280 by November 1, 2011, which was approved November 29, 2004. On February 1, 2010 that amount was amended to \$8,158,043. The \$8,158,043 PFC revenues were received by the June 30, 2011 and it is no longer an active application. The Airport filed an application with the FAA (PFC No. 3) for authorization to collect an additional \$2,191,701 by January 1, 2013, which was approved May 18, 2011. As of June 30, 2014, the \$2,191,701 of PFC revenues has been received and it is no longer an active application. The Airport filed an application with the FAA (PFC No. 4) for authorization to collect an additional \$4,279,550 which was approved on September 6, 2011. Collections for PFC No. 4 began in April 2013. As of June 30, 2015, the \$2,751,318 of PFC revenues has been received.

2. BASIS OF PRESENTATION

The accompanying Schedule of Passenger Facility Charges of the Airport is presented on the accrual basis of accounting. Passenger Facility Charges are recorded as restricted revenue until expending in compliance with applicable Records of Decision from the Federal Aviation Administration. Amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the basic financial statements.

3. SCHEDULE OF PASSENGER FACILITY CHARGES COLLECTED AND EXPENDED

The Schedule of Passenger Facility Charge Revenues and Expenditures (the Schedule) presents the revenues received from Passenger Facility Charges and expenditures incurred on approved projects.

Revenues received and expenditures spent on approved projects in the Schedule agree to the Passenger Facility Charge Quarterly Status Reports submitted by the Airport to the FAA.

- OTHER INFORMATION -

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF RECEIPTS AND DISBURSEMENTS FOR
ACCOUNTS AND SUBACCOUNTS ESTABLISHED UNDER MASTER INDENTURE OF TRUST
YEAR ENDED JUNE 30, 2015

	Bond account		Operation and maintenance reserve account	Total
	Debt Service	Debt service reserve		
Beginning balance	\$ 0	\$ 0	\$ 1,219,703	\$ 1,219,703
Receipts:				
Deposits from Commission	16,167			16,167
Interest earned				0
Disbursements:				
To trustee	16,167		1,219,703	1,235,870
To Commission				0
Ending balance	\$ 0	\$ 0	\$ 0	\$ 0

ROANOKE REGIONAL AIRPORT COMMISSION
SUMMARY OF INSURANCE COVERAGES
JUNE 30, 2015

Carrier	Types and limits of coverage
Commerce and Industry Insurance Company	Comprehensive airport liability and hangarkeepers' liability coverage up to \$150,000,000.
Commerce and Industry Insurance Company	Personal injury advertisers' liability coverage up to \$50,000,000.
Travelers	Business auto liability and destruction up to \$1,000,000, including non-owned autos.
Commonwealth of Virginia	Officials' and law enforcement liability up to \$1,000,000 per occurrence with unlimited aggregate.
Virginia Municipal Liability Insurance Programs	Workers' compensation liability up to \$1,000,000 per accident or disease; employers' liability up to \$1,000,000.
Travelers	Real & business personal property, including boiler & machinery coverage up to \$43,524,353. Business income up to \$5,500,000. Earthquake and flood loss up to \$10,000,000.
Fidelity and Deposit Company of Maryland	Employee dishonesty coverage up to \$500,000 and depositors' forgery coverage up to \$500,000.
Travelers	Commercial Inland Marine-Special Form-property coverage for automobile tunnel up to \$6,634,000.
Travelers	Commercial Inland Marine-Special Form-property coverage for engineered materials arrestor system up to \$5,000,000.
Commerce and Industry Insurance Company	War risk liability coverage for bodily injury or property damage up to \$50,000,000.
Commerce and Industry Insurance Company	Terrorism risk liability coverage for bodily injury or property damage up to \$150,000,000.

The above policies are in effect from September 1, 2014 through September 1, 2015 except for Officials' and law enforcement liability and Workers' compensation liability policies which are in effect from July 1, 2014 to July 1, 2015.

**- ADDITIONAL REPORTS AND INFORMATION
REQUIRED UNDER THE SINGLE AUDIT ACT -**



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REPORT OF INDEPENDENT AUDITORS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Roanoke Regional Airport Commission (the Airport), and the related notes to financial statements which comprise the Airport's basic financial statements, and have issued our report thereon dated October 8, 2015.

Internal Control Over Financial Reporting

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

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

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

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

Page Two

Compliance and Other Matters

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

Purpose of this Report

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

Blue & Co., LLC

Lexington, Kentucky
October 8, 2015



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REPORT OF INDEPENDENT AUDITORS ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY OMB CIRCULAR A-133

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

Report on Compliance for Each Major Federal Program

We have audited Roanoke Regional Airport Commission's (the Airport) compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of the Airport's major federal programs for the year ended June 30, 2015. The Airport's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of the Airport's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Airport's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of the Airport's compliance.

Opinion on Each Major Federal Program

In our opinion, the Airport complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2015.

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

Page Two

Report on Internal Control Over Compliance

Management of the Airport is responsible for establishing and maintaining effective internal control over compliance with the types of requirements referred above. In planning and performing our audit of compliance, we considered the Airport's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Airport's internal control over compliance.

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

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.

Blue & Co., LLC

Lexington, Kentucky
October 8, 2015

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
YEAR ENDED JUNE 30, 2015

Section I - Summary of Auditor's Results

Type of auditor's report issued: unmodified

Internal control over financial reporting:

Material weakness(es) identified? yes no

Significant deficiency(ies) identified that are not considered to be material weaknesses? yes none reported

Noncompliance material to financial statements noted? yes no

Federal Awards

Internal control over major programs:

Material weakness(es) identified? yes no

Significant deficiency(ies) identified that are not considered to be material weaknesses? yes none reported

Type of auditor's report issued on compliance for major programs: unmodified

Any audit findings disclosed that are required to be reported in accordance with section 510(a) of Circular A-133? yes no

Identification of major programs:

<u>CFDA Number</u> 20.106	<u>Name of Federal Program or Cluster</u> Airport Improvement Program
------------------------------	--

Dollar threshold used to distinguish between type A and type B programs: \$300,000

Auditee qualified as a low-risk auditee? yes no

Section II – Findings related to financial statements reported in accordance with *Governmental Auditing Standards*

None reported.

Section III – Findings and questioned costs related to federal awards

None reported.

No findings or questioned costs were reported for the year ended June 30, 2014.



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REPORT OF INDEPENDENT AUDITORS ON COMPLIANCE FOR THE PASSENGER FACILITY CHARGE PROGRAM AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE FEDERAL AVIATION ADMINISTRATION

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

Report on Compliance for Passenger Facility Charge Program

We have audited the Roanoke Regional Airport Commission's (the Airport) compliance with the types of compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration (Guide), that could have a direct and material effect on its Passenger Facility Charge Program for the year ended June 30, 2015.

Management's Responsibility

Management is responsible for compliance with requirements of laws, regulations, contracts, and grants applicable to the Passenger Facility Charge Program.

Auditor's Responsibility

Our responsibility is to express an opinion on the Airport's compliance for the Passenger Facility Charge Program based on our audit of the types of compliance requirements referred to above.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the Guide. Those standards and the Guide require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on the Passenger Facility Charge Program has occurred. An audit includes examining, on a test basis, evidence about the Airport's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the Passenger Facility Charge Program. However, our audit does not provide a legal determination of the Airport's compliance.

Opinion

In our opinion, the Airport complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on its Passenger Facility Charge Program for the year ended June 30, 2015.

To the Members of the Roanoke Regional Airport Commission
Roanoke, Virginia

Page Two

Report on Internal Control Over Compliance

Management of the Airport is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Airport's internal control over compliance with the types of requirements that could have a direct and material effect on the Passenger Facility Charge Program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the Passenger Facility Charge Program and to test and report on the internal control over compliance in accordance with the Guide, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Airport's internal control over compliance.

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

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration (Guide). Accordingly, this report is not suitable for any other purpose.

Blue & Co., LLC

Lexington, Kentucky
October 8, 2015

ROANOKE REGIONAL AIRPORT COMMISSION
SCHEDULE OF PASSENGER FACILITY CHARGE FINDINGS AND QUESTIONED COSTS
YEAR ENDED JUNE 30, 2015

Summary of Auditors' Results

We have issued an unmodified opinion, dated October 8, 2015 on the financial statements of Roanoke Regional Airport Commission as of and for the year ended June 30, 2015.

Our audit disclosed no material weaknesses or significant deficiencies that are considered to be material weaknesses in relation to internal control over financial reporting or internal control over the passenger facility charge program.

Our audit disclosed no instances of non-compliance which are material to Roanoke Regional Airport Commission's financial statements.

We have issued an unmodified opinion, dated October 8, 2015 on Roanoke Regional Airport Commission's compliance for the passenger facility charge program.

Our audit disclosed no findings required to be reported under the provisions of the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration (the Guide).

Findings Relating to the Financial Statements

Our audit disclosed no findings which are required to be reported in accordance with the Guide.

Findings and Questioned Costs for the Passenger Facility Charge Program

Our audit disclosed no findings or questioned costs for passenger facility charge program as defined by the Guide.

The prior year's audit disclosed no findings required to be reported in accordance with the provisions of the *Passenger Facility Charge Audit Guide for Public Agencies*.