

Financial Statements and
Other Financial Information

Guam International Airport Authority

*Years ended September 30, 2006 and 2005
with Report of Independent Auditors*

Guam International Airport Authority

Financial Statements and
Other Financial Information

Years ended September 30, 2006 and 2005

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Independent Auditors' Report

Board of Directors
Guam International Airport Authority

We have audited the accompanying statements of net assets of the Guam International Airport Authority (the "Authority"), a component unit of the Government of Guam, as of September 30, 2006 and 2005, and the related statements of revenues, expenses and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America 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 of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the financial position of the Guam International Airport Authority as of September 30, 2006 and 2005, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information included in Schedules 1 through 9 is presented for purposes of additional analysis and is not a required part of the basic financial statements. This information is the responsibility of the Authority's management. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.

The Management Discussion and Analysis on pages 3-13 is not a required part of the basic financial statements but is supplementary information required by the Governmental Accounting Standards Board. This supplementary information is the responsibility of the Authority's management. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurements and presentation of the supplementary information. However, we did not audit the information and we express no opinion on it.

In accordance with Government Auditing Standards, we have also issued our report dated January 9, 2007, on our consideration of the Guam International Airport Authority's internal control over financial reporting and our tests of its compliance and other matters. The purpose of that report is to describe the scope of our testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Governmental Auditing Standards and should be read in conjunction with this report in considering the results of our audits.

Ernst + Young LLP

January 9, 2007

Guam International Airport Authority

Management Discussion and Analysis

Year ended September 30, 2006

The following Management Discussion and Analysis of the Guam International Airport Authority (the “Authority”) activities and financial performance provides the reader with an introduction and overview to the financial statements for the fiscal year (“FY”) ended September 30, 2006. This discussion has been prepared by management and should be read in conjunction with the financial statements and the notes thereto, which follow this section.

The Authority was created by Public Law 13-57 (as amended) as a component unit of the Government of Guam to own and operate the facilities of the Guam International Airport Terminal (the “Terminal”). All assets and liabilities were transferred from the Department of Commerce to the Authority at book value effective January 20, 1976.

The Authority is a self-sustaining autonomous government agency, and operates and maintains the Terminal. The Terminal provides facilities for commuter and domestic overseas flights, and international flights for destinations in Micronesia, Asia and Australia. It is authorized to impose and collect rates and charges for the Terminal’s services and properties to generate revenues to fund operating expenses. The 2003 Airport Bonds issued by the Authority, federal grants and airport revenues funded the construction of the Airport Terminal Building and the Capital Improvement Program.

A. Mission Statement

The Authority strives to ensure the safety and security of the traveling public, is dedicated to maintaining a superior and reliable level of airport services for our island residents and tourists, and is committed to supporting the development of air linkages and facilities which are integral parts of the island’s future economic growth.

B. Using the Financial Statements

The Authority utilizes the flow of economic measurement focus. Financial statements are prepared in accordance with accounting principles generally accepted in the United States of America as applied to governmental units using the accrual basis of accounting. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The Authority has implemented GASB 20 and elected not to apply Financial Accounting Standards Board (“FASB”) Statements and Interpretations issued after November 30, 1989.

The Statement of Revenues, Expenses and Changes in Net Assets replaces the Statement of Revenues, Expenses and Changes in Retained Earnings. Revenues are now categorized as either operating or non-operating based upon definitions provided by GASB 34. Significant recurring sources of the Authority’s revenues, including federal grants are reported as non-operating revenues.

Guam International Airport Authority

Management Discussion and Analysis, continued

C. Authority Activities and Highlights

Passenger activity for FY 2006 continues to reflect steady growth year-over-year in comparison to enplanements for FY 2005, up 2% to approximately 1,526,931. The major thrust of this growth may be attributed to the increase in passenger activity of China Airlines and Philippine Airlines and the introduction of new service between Guam/Nagoya and Guam/Osaka by Northwest Airlines, which off-set the decrease in airline seat capacity into the market by Japan Airlines, in 1st Quarter of FY 2006.

While this growth is consistent with the FAA's TAF projections of 1.55 million enplanements for FY 2006, it is indicative of the upward trend in airline passenger demand regionally and internationally which we anticipate to flourish in FY 2007. The Guam Visitors Bureau reports similar trends in their projections and reflects strong growth in tourist arrivals from Asia, anticipating a 6% increase year-over-year in visitor arrivals amounting to approximately 1.25 million visitors for the year ending December 31, 2006. Visitors from Japan continues to be the predominant tourist group, however we are seeing a more diverse visitor base as Guam continues to benefit from a moderately healthy Asian-Pacific economy as well as the anticipated economic growth due to the ongoing and projected military build-up.

Activity for the Authority for the years ended September 30, 2006, 2005 and 2004 is as follows:

| | <u>2006</u> | <u>2005</u> | <u>2004</u> | 2006 % Increase (Decrease) from 2005 |
|------------------------------------|---------------------|---------------------|---------------------|---|
| Major revenue sources: | | | | |
| Landing fees | \$ 3,141,860 | \$ 3,906,841 | \$ 1,244,048 | (19.6)% |
| Terminal lease | 8,524,035 | 8,093,984 | 8,250,522 | 5.3 % |
| Concessions and parking | <u>12,399,169</u> | <u>12,707,099</u> | <u>10,777,255</u> | (2.4)% |
| Total | <u>\$24,065,064</u> | <u>\$24,707,924</u> | <u>\$20,271,825</u> | (2.6)% |
| Passenger (enplanements) activity: | | | | |
| Signatory airlines | 1,435,471 | 1,402,181 | 1,453,364 | 2.4 % |
| Non-signatory airlines | <u>91,460</u> | <u>101,123</u> | <u>56,055</u> | (9.6)% |
| Total enplanements | <u>1,526,931</u> | <u>1,503,304</u> | <u>1,509,419</u> | 1.6 % |
| Aircraft operations | <u>36,234</u> | <u>34,101</u> | <u>33,576</u> | 6.3 % |
| Aircraft landed weights (000,000) | <u>3,310,798</u> | <u>3,108,577</u> | <u>3,242,520</u> | 6.5 % |
| O & D passengers | 2,673,207 | 2,605,048 | 2,510,012 | 2.6 % |
| Transfer passengers | <u>189,301</u> | <u>199,329</u> | <u>200,251</u> | (5.0)% |
| Total passengers | <u>2,862,508</u> | <u>2,804,377</u> | <u>2,710,263</u> | 2.1 % |

Guam International Airport Authority

Management Discussion and Analysis, continued

C. Authority Activities and Highlights, continued

The Authority's ongoing development and execution of its revenue enhancement program remained focused on decreasing its enplanement cost to the airlines by aggressively managing the Authority's Operating and Maintenance expenses, increasing its non-airline revenue streams, and maximizing the revenue generating potential of the Authority's assets. The results of the Authority's efforts culminated in reasonable airline rates competitive with other airports in the region. Moreover, the Authority was able to maintain a superior and reliable level of airport services, providing for the safety and security of the traveling public, while maintaining sufficient coverage to meet the debt service requirements of the 2003 Bond Covenants.

The following airlines serve the Authority with scheduled or charter overseas passenger flights: Continental Micronesia, Northwest Airlines, All Nippon Airways, China Airlines, Japan Airlines, Korean Airlines, Philippine Airlines, Asia Pacific Airlines, and Aerospace Concepts who operate a business jet service. The principal commuter airlines providing inter-island passenger flight service to and from Guam and the Commonwealth of the Northern Mariana Islands ("CNMI") are Freedom Air, Micronesian Aviation Systems, and Cape Air.

D. Financial Operation Highlights

Revenues collected for FY 2006 amounted to approximately \$40.9 million while operating expenses were kept to \$27.7 including retirement unfunded liability. The \$13.1 million income from operations before depreciation and amortization is the result of management's initiatives on aggressively monitoring its finances while developing and executing the Authority's revenue enhancement program. The restructuring of key concession agreements, such as the management of the parking lot concession and the master concessionaire agreements resulted in a steady stream of income and contributed to lowering enplanement fees to the airline operators, down to \$13.46 per enplaned passenger for FY 2006 versus \$15.37 for FY 2005.

Maintaining their vigilance on fiscal responsibility, the Authority came in .3% under budget in total operating expenses for FY 2006 less the retirement unfunded liability (\$1.08 million) despite a 210.2% increase in equipment and a .08% increase in contractual services versus FY 2005 figures. The increase in equipment can be attributed to the purchases of vehicles for the K-9 personnel and an increase in power charges due to fuel surcharges, respectively. However in FY06 and FY05, the Authority received reimbursement from the Transportation Security Administration ("TSA") of \$442,547 and \$218,952 respectively for cost related K-9 and LEO.

Guam International Airport Authority

Management Discussion and Analysis, continued

D. Financial Operation Highlights, continued

A summary of operations and changes in net assets for the years ended September 30, 2006, 2005 and 2004 follows:

| | <u>2006</u> | <u>2005</u> | <u>2004</u> | 2006 % Increase (Decrease) from 2005 |
|---|---------------------|---------------------|---------------------|---|
| Operating revenues | \$40,857,839 | \$42,755,290 | \$41,420,312 | (4.4)% |
| Operating expenses, excluding depreciation | (27,709,355) | (24,834,252) | (24,501,854) | 11.6 % |
| Operating income before depreciation | 13,148,484 | 17,921,038 | 16,918,458 | (26.6)% |
| Depreciation and amortization | (19,580,556) | (19,682,098) | (19,246,422) | (0.5)% |
| Loss from operations | (6,432,072) | (1,761,060) | (2,327,964) | 265.2 % |
| Non-operating expenses - net | (1,140,736) | (2,454,716) | (1,895,613) | (53.5)% |
| Loss before capital contributions | (7,572,808) | (4,215,776) | (4,223,577) | 79.6 % |
| Grants from the United States | | | | |
| Government | 14,937,768 | 16,864,891 | 6,539,904 | (11.4)% |
| Transfer in from the Government of Guam | --- | 2,530,000 | --- | (100.0)% |
| Increase in net assets | <u>\$ 7,364,960</u> | <u>\$15,179,115</u> | <u>\$ 2,316,327</u> | (51.5)% |

Operating revenues for FY 2006 amounting to \$40.9 million reflect a slight decrease of 4.4% versus figures for FY 2005 of \$42.8 million. In contrast, operating expenses grew by 11.6% versus figures for the same period. Operating expenses excluding depreciation increased to \$27.7 million in FY 2006 up from \$24.8 million in FY 2005. Notwithstanding this increase in operating expenses, the Authority was able to decrease its enplanement fees for FY 2006 by 12.4% down to \$13.46 versus \$15.37 for FY 2005. Additionally, while net operating income before depreciation for FY 2006 amounted to \$13.1 million, down 26.6% in comparison to FY 2005 figures of \$17.9 million, the Authority generated sufficient revenue to exceed the debt service coverage required under the 2003 Bond Covenants.

Review of Notable Events in FY 2006

FY 2006 continued to experience moderate growth experienced in FY 2005. The cost of fuel continued to wreak havoc in an already fragile airline industry. The Authority continued to seek out cost savings measures and provided airline incentives to maintain seat capacity into the Guam market. The Authority continues to exercise frugality while continuing to provide superior and reliable level of airport services without compromising the safety and security of the traveling public.

Guam International Airport Authority

Management Discussion and Analysis, continued

D. Financial Operation Highlights, continued

Review of Notable Events in FY 2006, continued

In FY 2006, the Authority remained aggressive in the pursuit of federal funds. The Authority executed grant agreements of nearly \$11 Million with funding sources from the Federal Aviation Administration (“FAA”) and the Economic Development Administration. The Authority currently has over \$101 million in capital improvement projects that are either underway or in the planning phases. Over 90% of the monies the Authority receives for its CIP program are federal funding. The remaining is mainly matching funds or projects that are essential to the Authority’s overall mission. Notable projects include:

- Completion of Runway 6R/24L Extension Phase II
- Completion of the Parallel Taxiway B Phase I
- Completion of the K-9 Kennel Facility
- Completion of GIAA Retail Spaces
- Completion of Passenger Screening Improvements
- Upgrades to Security Access Control Systems
- Construction of Perimeter Security Road
- Rehabilitation of Cooling Towers
- Completion of repairs to typhoon damaged facilities

The Authority continues to adhere to strict internal controls. An independent audit reflected minor infractions on process and procedures implemented by the Authority, however none were deemed to be material weaknesses or questionable expenses.

Guam International Airport Authority

Management Discussion and Analysis, continued

D. Financial Operation Highlights, continued

Financial Position Summary

A condensed summary of the Authority's statements of net assets at September 30, 2006, 2005 and 2004 is shown below:

| | <u>2006</u> | <u>2005</u> | <u>2004</u> | <u>2006 % Increase (Decrease) from 2005</u> |
|---|----------------------|----------------------|----------------------|---|
| <u>ASSETS</u> | | | | |
| Current assets: | | | | |
| Unrestricted assets | \$ 12,071,573 | \$ 12,806,285 | \$ 16,610,064 | (5.7)% |
| Restricted assets | 1,567,916 | 1,739,867 | 1,618,829 | (9.9)% |
| Non-current assets: | | | | |
| Unrestricted assets | 22,023,274 | 30,035,946 | 30,544,931 | (26.7)% |
| Restricted assets | 42,779,336 | 36,985,110 | 33,290,300 | 15.7 % |
| Capital assets | 349,760,252 | 347,874,858 | 339,891,492 | 0.5 % |
| Deferred bond issue costs | 9,893,110 | 10,535,836 | 11,538,981 | (6.1)% |
| Notes receivable | <u>4,445,685</u> | <u>4,012,288</u> | --- | 10.8 % |
| Total | <u>\$442,541,146</u> | <u>\$443,990,190</u> | <u>\$433,494,597</u> | (0.3)% |
| <u>LIABILITIES</u> | | | | |
| Current liabilities: | | | | |
| Payable from unrestricted assets | \$ 7,885,719 | \$ 10,506,565 | \$ 9,964,160 | (24.9)% |
| Payable from restricted assets | 14,094,078 | 13,577,960 | 12,370,033 | 3.8 % |
| Long term liabilities | <u>201,998,406</u> | <u>208,707,682</u> | <u>214,956,818</u> | (3.2)% |
| Total | <u>\$223,978,203</u> | <u>\$232,792,207</u> | <u>\$237,291,011</u> | (3.8)% |
| <u>NET ASSETS</u> | | | | |
| Invested in capital assets – net of related debt | \$154,228,284 | \$146,152,342 | \$133,418,985 | 5.5 % |
| Restricted | 47,893,172 | 41,191,778 | 38,888,149 | 16.3 % |
| Unrestricted | <u>16,441,487</u> | <u>23,853,863</u> | <u>23,896,452</u> | (31.1)% |
| Total | <u>\$218,562,943</u> | <u>\$211,197,983</u> | <u>\$196,203,586</u> | 3.5 % |

The Authority's investments in capital assets net of related debt make up 71% of its net assets. These capital assets are used to provide services to its passengers and visitors to the Authority's Airport terminal. Although invested capital assets are reported net of related debt, the resources are required to repay this debt from revenues received annually from operations as specified in the 2003 Airport Bonds Indenture.

Guam International Airport Authority

Management Discussion and Analysis, continued

D. Financial Operation Highlights, continued

Airline Signatory Rates and Charges

The Authority entered into an airport-airline lease agreement with signatory airlines to provide those airlines with the nonexclusive right to use the airport facilities, equipment improvements, and services, in addition to occupying certain exclusive use premises and facilities. These leases are pending execution, which is expected to take effect not later than January 1, 2007.

The following summarizes the rates in effect at September 30, 2006, 2005 and 2004:

| | <u>2006</u> | <u>2005</u> | <u>2004</u> |
|------------------------------|-------------|-------------|-------------|
| Terminal building rental: | | | |
| Signatory | 42.41 | 39.67 | 43.70 |
| Non-signatory | 44.53 | 42.67 | 47.65 |
| Departure fees: | | | |
| Signatory | 3.56 | 3.30 | 4.40 |
| Non-signatory | 3.74 | 3.55 | 4.80 |
| Arrival fees: | | | |
| Signatory | 4.09 | 3.80 | 5.22 |
| Non-signatory | 4.29 | 4.08 | 5.69 |
| Immigration inspection fees: | | | |
| Signatory | 1.55 | 1.41 | 1.96 |
| Non-signatory | 1.63 | 1.52 | 2.14 |
| Loading bridge use fees: | | | |
| Signatory | 145.03 | 296.74 | 284.63 |
| Non-signatory | 152.28 | 314.31 | 306.38 |
| Apron use fees: | | | |
| Signatory | 0.23 | 0.89 | 0.81 |
| Non-signatory | 0.24 | 1.07 | 0.85 |
| Landing fees: | | | |
| Signatory | 0.94 | 1.25 | .36 |
| Non-signatory | 1.04 | 1.42 | .64 |

Guam International Airport Authority

Management Discussion and Analysis, continued

D. Financial Operation Highlights, continued

Revenues

A summary of revenues for the years ended September 30, 2006, 2005 and 2004 and the amount and percentage of change in relation to prior year amounts is as follows:

| | 2006 | 2006 % | 2005 | 2005 % | 2004 | 2004 % | 2006 % Increase (Decrease) from 2005 |
|--|---------------------|-----------------|---------------------|-----------------|---------------------|-----------------|---|
| | <u>2006</u> | <u>of Total</u> | <u>2005</u> | <u>of Total</u> | <u>2004</u> | <u>of Total</u> | |
| Operating: | | | | | | | |
| Facilities and use charges: | | | | | | | |
| Arrival facilities | \$ 5,362,326 | 8.4 % | \$ 4,999,794 | 7.4% | \$ 6,448,166 | 11.6% | 7.3 % |
| Departure facilities | 5,431,680 | 8.5 % | 4,949,095 | 7.3% | 6,311,165 | 11.4% | 9.8 % |
| Landing fees | 3,141,860 | 4.9 % | 3,906,841 | 5.8% | 1,244,048 | 2.2% | (19.6)% |
| Public apron | 758,182 | 1.2 % | 2,768,695 | 4.1% | 2,564,552 | 4.6% | (72.6)% |
| Passenger loading bridge | 1,315,610 | 2.1 % | 2,504,969 | 3.7% | 2,568,423 | 4.6% | (47.5)% |
| Immigration | 1,916,557 | 3.0 % | 1,714,756 | 2.5% | 2,237,672 | 4.0% | 11.8 % |
| Fuel flowage fee | 210,424 | 0.3 % | 216,582 | .3% | 223,200 | 0.4% | (2.8)% |
| Utility recovery charge and other fees | <u>301,481</u> | <u>0.5 %</u> | <u>179,527</u> | <u>.3%</u> | <u>154,988</u> | <u>0.3%</u> | <u>67.9 %</u> |
| Total facilities and use charges | <u>18,438,120</u> | <u>28.9 %</u> | <u>21,240,259</u> | <u>31.4%</u> | <u>21,752,214</u> | <u>39.1%</u> | <u>(13.2)%</u> |
| Concession fees: | | | | | | | |
| General merchandise | 6,664,069 | 10.4 % | 7,162,700 | 10.6% | 5,438,143 | 9.8% | (7.0)% |
| Ground transportation | 3,071,323 | 4.8 % | 2,749,526 | 4.1% | 2,598,266 | 4.7% | 11.7 % |
| Car rental | 730,886 | 1.1 % | 793,299 | 1.2% | 683,155 | 1.2% | (7.9)% |
| Food and beverage | 735,984 | 1.2 % | 691,349 | 1.0% | 673,229 | 1.2% | 6.5 % |
| In-flight catering | 470,326 | 0.7 % | 498,693 | .7% | 506,652 | .9% | (5.7)% |
| Other | <u>726,581</u> | <u>1.1 %</u> | <u>811,532</u> | <u>1.2%</u> | <u>877,810</u> | <u>1.6%</u> | <u>(10.5)%</u> |
| Total concession fees | <u>12,399,169</u> | <u>19.3 %</u> | <u>12,707,099</u> | <u>18.8%</u> | <u>10,777,255</u> | <u>19.4%</u> | <u>(2.4)%</u> |
| Rental income: | | | | | | | |
| Operating space - airline | 2,636,216 | 4.1 % | 2,449,329 | 3.6% | 2,691,777 | 4.8% | 7.6 % |
| Operating space - non-airline | 2,040,073 | 3.2 % | 1,981,317 | 2.9% | 2,129,202 | 3.8% | 3.0 % |
| Other | <u>3,847,746</u> | <u>6.0 %</u> | <u>3,663,338</u> | <u>5.5%</u> | <u>3,429,543</u> | <u>6.2%</u> | <u>5.0 %</u> |
| Total rental income | <u>8,524,035</u> | <u>13.3 %</u> | <u>8,093,984</u> | <u>12.0%</u> | <u>8,250,522</u> | <u>14.8%</u> | <u>5.3 %</u> |
| Miscellaneous | <u>1,496,515</u> | <u>2.3 %</u> | <u>713,948</u> | <u>1.1%</u> | <u>640,321</u> | <u>1.2%</u> | <u>109.6%</u> |
| Total operating | <u>40,857,839</u> | <u>63.8%</u> | <u>42,755,290</u> | <u>63.3%</u> | <u>41,420,312</u> | <u>74.5%</u> | <u>(4.4)%</u> |
| Non-Operating: | | | | | | | |
| Interest income | 2,492,263 | 3.9 % | 1,890,359 | 2.8% | 1,339,921 | 2.4% | 31.8 % |
| Passenger facility charge | 5,673,398 | 8.9 % | 5,973,129 | 8.9% | 5,643,534 | 10.1% | (5.0)% |
| Grants from the U. S. Government | 14,937,768 | 23.4 % | 16,864,891 | 25.0% | 6,539,904 | 11.8% | (11.4)% |
| FEMA | <u>---</u> | <u>0.0 %</u> | <u>---</u> | <u>0.0%</u> | <u>680,142</u> | <u>1.2%</u> | <u>0 %</u> |
| Total non-operating | <u>23,103,429</u> | <u>36.2 %</u> | <u>24,728,379</u> | <u>36.7%</u> | <u>14,203,501</u> | <u>25.5%</u> | <u>(6.6)%</u> |
| Total revenues | <u>\$63,961,268</u> | <u>100.00%</u> | <u>\$67,483,669</u> | <u>100.0%</u> | <u>\$55,623,813</u> | <u>100.0%</u> | <u>(5.2)%</u> |

Grants from the United States Government decreased from \$16.9 million in FY 2005 to \$14.9 million in FY 2006. The majority of monies received are reimbursements for the additional direct security related costs and for security enhancement projects.

Guam International Airport Authority

Management Discussion and Analysis, continued

D. Financial Operation Highlights, continued

Expenses

A summary of expenses for the years ended September 30, 2006, 2005 and 2004, and the amount and percentage of change in relation to prior year amounts is as follows:

| | <u>2006</u> | 2006 % of Total | <u>2005</u> | 2005 % of Total | <u>2004</u> | 2004 % of Total | 2006 % Increase (Decrease) from 2005 |
|-------------------------------|---------------------|-----------------------|---------------------|-----------------------|---------------------|-----------------------|---|
| Operating: | | | | | | | |
| Contractual services | \$14,640,541 | 25.9 % | \$12,182,767 | 22.2% | \$12,052,699 | 22.6% | 20.2 % |
| Personnel services | 11,909,317 | 21.0 % | 11,346,700 | 20.7% | 11,661,401 | 21.9% | 5.0 % |
| Materials and supplies | 909,497 | 1.6 % | 748,546 | 1.4% | 632,903 | 1.2% | 21.5 % |
| Bad debt expense | <u>250,000</u> | <u>0.4 %</u> | <u>556,239</u> | <u>1.0%</u> | <u>154,851</u> | <u>.3%</u> | (55.1)% |
| Total operating | <u>27,709,355</u> | <u>48.9 %</u> | <u>24,834,252</u> | <u>45.3%</u> | <u>24,501,854</u> | <u>46.0%</u> | 11.6 % |
| Depreciation and amortization | <u>19,580,556</u> | <u>34.6 %</u> | <u>19,682,098</u> | <u>35.9%</u> | <u>19,246,422</u> | <u>36.1%</u> | (0.5)% |
| Non-Operating: | | | | | | | |
| Interest expense | 9,504,212 | 16.8 % | 9,905,976 | 18.1% | 9,119,614 | 17.1% | (4.1)% |
| Other expenses | (<u>197,815</u>) | (<u>0.3</u>)% | <u>412,228</u> | <u>.7%</u> | <u>439,596</u> | <u>.8%</u> | (148.0)% |
| Total non-operating | <u>9,306,397</u> | <u>16.5 %</u> | <u>10,318,204</u> | <u>18.8%</u> | <u>9,559,210</u> | <u>17.9%</u> | (9.8)% |
| Total expenses | <u>\$56,596,308</u> | <u>100.00%</u> | <u>\$54,834,554</u> | <u>100.0%</u> | <u>\$53,307,486</u> | <u>100.0%</u> | 3.2 % |
| Total full time employees | 207 | | 202 | | 219 | | 2.5 % |

E. Outlook for FY 2007

Fiscal Year 2007 would prove to be a major crossroad for the Authority whereby major initiatives would evolve from paper to action such as the conversion to a civilian airport, expansion of air service and airfield capacity, renewed emphasis to increase the useful life of the Authority's assets and being sensitive to passenger convenience.

During the course of the year, projects to convert the former military base for civilian use will dramatically increase. Full demolition of base housing will commence and upgrades to the utility infrastructure (water system) will be initiated. A temporary bypass road will be constructed to allow continued public access as well as a new and hardened perimeter fence.

Guam International Airport Authority

Management Discussion and Analysis, continued

E. Outlook for FY 2007, continued

The Authority is aggressively pursuing an air service development program. The Authority has retained an air route development consulting group to identify short term objectives and target regional airlines focused on increasing airline service and operations, enplanements and aircraft activity into Guam. Rate incentives will continue. The Authority formally petitioned the U.S. Department of Transportation to allow for expanded air services in Guam. This petition will provide foreign airlines with the operational flexibility to use Guam as a transshipment point enroute to another U.S. destination. As of this writing, the Authority has received the Department of Transportation's final order that allow expanded air services for cargo operations.

Air service development is also intertwined with projects to expand airfield capacity. On the critical path is a new Instrument Landing System ("ILS") for Runway 6R. The FAA has authorized the notice to proceed for the project to begin. Once complete, waiting in the wings are projects to complete the Parallel Taxiway, a two thousand foot extension to Runway 6L/24R as well as new ILS. Upgrades to the electrical system are also underway. These projects will culminate in enhanced safe operations and, equally important, the capacity for Trans-Pacific or non-stop flights to the U.S. and even Europe.

The bulk of the Authority's assets are the air terminal building and its specialized systems, which have now aged 10 years. There is renewed focus to ensure the proper maintenance of all systems and upgrades where feasible. Sustaining or extending the useful life of the Authority's assets and its functionality is critical to long-term financial viability.

Improving passenger facilitation is another goal the Authority is working towards. Together with its airline partners, industry stakeholders and community groups, the Authority hopes to improve and expedite the federal inspection services and reduce delays associated with the Customs and Immigrations and Transportation Security Administrations federal screening measures.

Its passengers, employees and the public, commit the Authority to enhancing the overall airport experience. Cultural promotions and community outreach programs such as the Moon Rock Display or the 9/11 Exhibit make the airport a perfect venue to host these events. Initiatives for improved aesthetics and amenities include electronic signage, landscaping, educational displays, concession services and even upgraded restrooms.

The Authority is projecting \$12.78 as the cost per enplaned passenger for FY 2007. This is consistent with management's downward trend to hold the line on its cost structure to the airlines. By maintaining reasonable airport rates and charges, the Authority hopes to increase airline activity that ultimately translates into increased operating revenue through its concessions.

Guam International Airport Authority

Management Discussion and Analysis, continued

E. Outlook for FY 2007, continued

The following are key capital improvement projects expected to be initiated during FY 2007 to help position Guam as the premier transportation hub in the Pacific:

- Phase II Parallel Taxiway w/ILS and Runway 6L/24R extension
- Construction of Perimeter Security Road
- Construction of the Perimeter Security Fence
- Completion of the AOA Perimeter Fence line
- Completion of the Terminal Roof Repair & Painting
- Construction of the TSA International Transfer Facility
- Construction of a Temporary Tiyan Bypass Road
- Commencement of the Residential Sound Solution Insulation Program
- Construction of a Consolidated Maintenance Facility
- Construction of a Consolidated Car Rental Facility
- Demolition and Renovation of Tiyan Housing Facilities

Guam International Airport Authority

Statements of Net Assets

| | September 30, | |
|--|-----------------------|---|
| | <u>2006</u> | <u>2005</u> <i>(restated, Note 14)</i> |
| Assets | | |
| Current assets: | | |
| Unrestricted assets: | | |
| Cash <i>(Note 6)</i> | \$ 1,928,586 | \$ 2,360,005 |
| Passenger facility charge cash <i>(Note 6)</i> | 5,167 | 52,687 |
| Accounts receivable, trade, net of allowance for doubtful accounts of \$739,094 and \$588,888 at September 30, 2006 and 2005, respectively <i>(Note 2)</i> | 6,085,345 | 6,536,615 |
| Passenger facility charge receivables | 760,529 | 907,575 |
| Receivables from the United States Government | 2,864,219 | 2,544,118 |
| Current portion of notes receivable <i>(Note 3)</i> | 369,707 | 351,893 |
| Inventory | <u>58,020</u> | <u>53,392</u> |
| Total unrestricted current assets | <u>12,071,573</u> | <u>12,806,285</u> |
| Restricted assets: | | |
| Customs fees, cash | 209,560 | 238,614 |
| Customs fees, receivables <i>(Note 11)</i> | <u>1,358,356</u> | <u>1,501,253</u> |
| Total restricted current assets | <u>1,567,916</u> | <u>1,739,867</u> |
| Total current assets | <u>13,639,489</u> | <u>14,546,152</u> |
| General Revenue Bonds <i>(Note 6)</i> : | | |
| Investments and cash with trustees, unrestricted | 22,023,274 | 30,035,946 |
| Investments and cash with trustees, restricted | <u>42,779,336</u> | <u>36,985,110</u> |
| | <u>64,802,610</u> | <u>67,021,056</u> |
| Capital assets, at cost less accumulated depreciation <i>(Notes 4 and 10)</i> | | |
| Deferred bond issue costs <i>(Note 5)</i> | 349,760,252 | 347,874,858 |
| Notes receivable, net of current portion <i>(Note 3)</i> | 9,893,110 | 10,535,836 |
| | <u>4,445,685</u> | <u>4,012,288</u> |
| Total assets | <u>\$ 442,541,146</u> | <u>\$ 443,990,190</u> |

See accompanying notes.

Guam International Airport Authority

Statements of Net Assets, continued

| | September 30, <u>2006</u> | 2005 <i>(restated, Note 14)</i> |
|--|------------------------------|------------------------------------|
| Liabilities and Net Assets | | |
| Current liabilities: | | |
| Payable from unrestricted assets: | | |
| Accounts payable - trade | \$ 2,850,496 | \$ 2,200,762 |
| Accounts payable - construction | 2,497,478 | 4,690,367 |
| Other liabilities <i>(Note 13)</i> | 925,765 | 2,290,281 |
| Security deposits and deferred income | 1,191,309 | 928,261 |
| Current portion of annual leave <i>(Note 9)</i> | <u>420,671</u> | <u>396,894</u> |
| Total payable from unrestricted assets | <u>7,885,719</u> | <u>10,506,565</u> |
| Payable from restricted assets: | | |
| Customs fees payable to Treasurer of Guam <i>(Note 11)</i> | 1,459,594 | 1,788,951 |
| General Revenue Bonds: | | |
| Current installments <i>(Notes 5 and 9)</i> | 7,640,000 | 6,685,000 |
| Accrued interest | <u>4,994,484</u> | <u>5,104,009</u> |
| Total payable from restricted assets | <u>14,094,078</u> | <u>13,577,960</u> |
| Total current liabilities | <u>21,979,797</u> | <u>24,084,525</u> |
| Non-current liabilities: | | |
| Payable from unrestricted assets: | | |
| Accrued unfunded liability to retirement fund <i>(Notes 7 and 9)</i> | 3,787,873 | 2,708,873 |
| Long-term portion of annual leave <i>(Note 9)</i> | 425,457 | 425,457 |
| Payable from restricted assets: | | |
| Long-term bonds payable, less current installments: | | |
| General Revenue Bonds <i>(Notes 5 and 9)</i> | <u>197,785,076</u> | <u>205,573,352</u> |
| Total non-current liabilities | <u>201,998,406</u> | <u>208,707,682</u> |
| Total liabilities | <u>223,978,203</u> | <u>232,792,207</u> |
| Commitments and contingencies <i>(Note 10)</i> | | |
| Net assets: | | |
| Invested in capital assets, net of related debt | 154,228,284 | 146,152,342 |
| Restricted <i>(Notes 4 and 10)</i> | 47,893,172 | 41,191,778 |
| Unrestricted | <u>16,441,487</u> | <u>23,853,863</u> |
| Total net assets | <u>218,562,943</u> | <u>211,197,983</u> |
| Total liabilities and net assets | <u>\$ 442,541,146</u> | <u>\$ 443,990,190</u> |

See accompanying notes.

Guam International Airport Authority
Statements of Revenues, Expenses and Changes in Net Assets

| | Years ended September 30, | |
|--|---------------------------|---|
| | <u>2006</u> | <u>2005</u> <i>(restated, Note 14)</i> |
| Revenues <i>(Note 5)</i> : | | |
| Facilities and systems usage charges | \$ 18,438,120 | \$ 21,240,259 |
| Concession fees <i>(Notes 2 and 8)</i> | 12,399,169 | 12,707,099 |
| Rental income | 8,524,035 | 8,093,984 |
| Miscellaneous | <u>1,496,515</u> | <u>713,948</u> |
| Total revenues | <u>40,857,839</u> | <u>42,755,290</u> |
| Operating costs and expenses: | | |
| Contractual services | 14,640,541 | 12,182,767 |
| Personnel services | 11,909,317 | 11,346,700 |
| Materials and supplies | 909,497 | 748,546 |
| Bad debt | <u>250,000</u> | <u>556,239</u> |
| Total operating costs and expenses | <u>27,709,355</u> | <u>24,834,252</u> |
| Income from operations before depreciation and amortization | 13,148,484 | 17,921,038 |
| Depreciation and amortization | <u>(19,580,556)</u> | <u>(19,682,098)</u> |
| Loss from operations | <u>(6,432,072)</u> | <u>(1,761,060)</u> |
| Non-operating income (expense): | | |
| Passenger facility charge income | 5,673,398 | 5,973,129 |
| Interest income | 2,492,263 | 1,890,359 |
| Interest expense | <u>(9,504,212)</u> | <u>(9,905,976)</u> |
| Other income (expense) <i>(Note 3)</i> | 199,631 | <u>(229,709)</u> |
| Non-recurring expenses <i>(Note 12)</i> | <u>(1,816)</u> | <u>(182,519)</u> |
| Total non-operating expenses | <u>(1,140,736)</u> | <u>(2,454,716)</u> |
| Loss before capital grants and transfer in | <u>(7,572,808)</u> | <u>(4,215,776)</u> |
| Capital grants from the United States Government | 14,650,792 | 16,864,891 |
| Operating grants from the United States Government | 286,976 | --- |
| Transfer in from the Government of Guam <i>(Note 4)</i> | <u>---</u> | <u>2,530,000</u> |
| Increase in net assets | 7,364,960 | 15,179,115 |
| Net assets at beginning of year <i>(Note 14)</i> | <u>211,197,983</u> | <u>196,018,868</u> |
| Net assets at end of year | <u>\$ 218,562,943</u> | <u>\$ 211,197,983</u> |

See accompanying notes.

Guam International Airport Authority

Statements of Cash Flows

| | Years ended September 30, | |
|--|----------------------------|---|
| | <u>2006</u> | <u>2005</u> <i>(restated, Note 14)</i> |
| Cash flows from operating activities: | | |
| Cash received from customers | \$ 40,540,735 | \$ 43,134,618 |
| Cash paid to suppliers and employees for goods and services | (16,400,990) | (14,022,651) |
| Cash paid to employees | (<u>10,806,540</u>) | (<u>10,685,851</u>) |
| Net cash provided by operating activities | <u>13,333,205</u> | <u>18,426,116</u> |
| Cash flows from investing activities: | | |
| Proceeds from collection on note receivable | 473,108 | 438,103 |
| Net purchase of investments with trustee | 2,218,446 | (3,268,122) |
| Investment interest income | <u>2,492,263</u> | <u>1,972,656</u> |
| Net cash provided by (used in) investing activities | <u>5,183,817</u> | (<u>857,363</u>) |
| Cash flows from capital and related financing activities: | | |
| Acquisition and construction of airport facilities | (22,525,206) | (27,529,300) |
| Interest paid on General Revenue Bonds, Series 2003 | (10,104,644) | (10,781,926) |
| Principal payment on General Revenue Bonds, Series 2003 | (6,833,276) | (5,600,000) |
| U.S. Government capital grants | 14,617,667 | 19,530,023 |
| Passenger facility charge receipts | <u>5,820,444</u> | <u>5,773,496</u> |
| Net cash used in capital and related financing activities | (<u>19,025,015</u>) | (<u>18,607,707</u>) |
| Net decrease in cash | (507,993) | (1,038,954) |
| Cash at beginning of year | <u>2,651,306</u> | <u>3,690,260</u> |
| Cash at end of year | <u><u>2,143,313</u></u> | <u><u>\$ 2,651,306</u></u> |
| Consisting of: | | |
| Unrestricted | \$ 1,933,753 | \$ 2,412,692 |
| Restricted - current | <u>209,560</u> | <u>238,614</u> |
| | <u><u>\$ 2,143,313</u></u> | <u><u>\$ 2,651,306</u></u> |

See accompanying notes.

Guam International Airport Authority

Statements of Cash Flows, continued

| | Years ended September 30, | |
|---|---------------------------|---|
| | <u>2006</u> | <u>2005</u> <i>(restated, Note 14)</i> |
| Reconciliation of loss from operations and other expense to net cash provided by operating activities: | | |
| Loss from operations | \$(6,432,072) | \$(1,761,060) |
| Non-recurring and other income (expense) | <u>197,815</u> | <u>(412,228)</u> |
| | <u>(6,234,257)</u> | <u>(2,173,288)</u> |
| Adjustments to reconcile loss from operations and other expense to net cash provided by operating activities: | | |
| Depreciation and amortization | 19,580,556 | 19,682,098 |
| Bad debt expense | 250,000 | 556,239 |
| (Increase) decrease in assets: | | |
| Accounts receivable | (580,152) | (9,137) |
| Inventory | (4,628) | (20,571) |
| Prepaid expense and other | --- | 3,650 |
| Increase (decrease) in liabilities: | | |
| Accounts payable | 320,377 | 168,361 |
| Other liabilities | (1,364,516) | (728,896) |
| Security deposits and deferred income | 263,048 | 388,465 |
| Annual leave | 23,777 | (29,805) |
| Accrued unfunded liability to retirement fund | <u>1,079,000</u> | <u>589,000</u> |
| Total adjustments | <u>19,567,462</u> | <u>20,599,404</u> |
| Net cash provided by operating activities | <u>\$ 13,333,205</u> | <u>\$ 18,426,116</u> |

Supplemental Disclosure of Noncash Investing Activity:

During the year ended September 30, 2006, the Authority converted trade receivables totaling \$924,319 into notes receivable.

Guam International Airport Authority

Notes to Financial Statements

Years ended September 30, 2006 and 2005

1. Organization and Summary of Accounting Policies

Organization

The Guam International Airport Authority (the “Authority”) was created by Public Law 13-57 (as amended) as a component unit of the Government of Guam to own and operate the facilities of the Guam International Air Terminal, located at Tiyan, Guam. All assets and liabilities were transferred from the Department of Commerce to the Authority at book value effective January 20, 1976.

Basis of Accounting

The Authority utilizes the flow of economic resources measurement focus. Its financial statements are prepared in accordance with accounting principles generally accepted in the United States of America as applied to governmental units using the accrual basis of accounting. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. GASB Statement No. 20, “Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities that Use Proprietary Fund Accounting” requires that proprietary activities apply all applicable GASB pronouncements as well as Statements and Interpretations issued by the Financial Accounting Standards Board (“FASB”), Accounting Principle Board Opinions and Accounting Research Bulletins of the Committee on Accounting Procedures issued on or before November 30, 1989. The Authority has implemented GASB 20 and elected not to apply FASB Statements and Interpretations issued after November 30, 1989.

Net Assets

Net assets represent the residual interest in the Authority’s assets after liabilities are deducted and consist of three sections: net assets invested in capital assets, net of related debt; restricted and unrestricted. Net assets invested in capital assets, net of related debt include capital assets, restricted and unrestricted, net of accumulated depreciation, reduced by outstanding debt net of debt service reserve. Net assets are reported as restricted when constraints are imposed by third parties or enabling legislation. The Authority’s restricted assets are expendable. All other net assets are unrestricted.

Cash

For the purpose of the statements of net assets and the statements of cash flows, cash is defined as cash on hand and cash on deposit in banks.

Guam International Airport Authority

Notes to Financial Statements, continued

1. Organization and Summary of Accounting Policies, continued

Notes Receivable

Notes receivable are carried at face amount, less payments collected, if any. Interest income on the notes receivable is recognized based on the outstanding principal amount of the notes. The notes will be placed on nonaccrual basis when, in the opinion of management, principal or interest is not likely to be paid in accordance with terms. The Authority considers a note receivable to be impaired when, based on current information and events, it is probable that the Authority will be unable to collect all amounts due (principal and interest) according to the contractual terms.

Capitalization Policy

The Authority capitalizes buildings, land improvements and equipment that have a cost of \$5,000 or more and an estimated useful life of at least three years.

Depreciation and Amortization

Depreciation of airport facilities and amortization of improvements has been computed by the straight-line method using estimated useful lives of 5 to 35 years for building and 3 to 10 years for equipment.

The cost of issuing bonds to finance construction of airport facilities have been capitalized and are being amortized on a weighted-average basis over the lives of the bonds outstanding.

Capitalization of Interest

The Authority charges to construction-in-progress interest incurred during the period of construction. For projects constructed with the proceeds of the Authority's tax exempt bonds, interest capitalized is computed based on the interest expense incurred on the bond proceeds restricted to construction or repayment of the bonds less interest income earned on investment of bond proceeds. Interest is capitalized in accordance with Statement of Financial Accounting Standards No. 34 for all projects which are not constructed with the proceeds of tax exempt bonds or grant funds. Interest capitalization ceases when constructed facilities are placed in service.

Compensated Absences

In accordance with Public Law 27-005 and Public Law 28-068 employees vacation rates are credited to either 104 or 156 hours per year, depending upon their length of service as follows:

1. One-half day (4 hours) for each full bi-weekly pay period in the case of employees with less than five (5) years of service.

Guam International Airport Authority

Notes to Financial Statements, continued

1. Organization and Summary of Accounting Policies, continued

Compensated Absences, continued

2. Three-fourths day (6 hours) for each bi-weekly pay period in the case of employees with five (5) years of service but less than fifteen (15) years of service.
3. One (1) day (8 hours) for each full bi-weekly pay period in the case of employees with fifteen (15) years or more service.

The statutes reduce the maximum accumulation of such vacation credits from 480 to 320 hours. Employees who have accumulated hours in excess of the 320 hours shall have up to September 30, 2004, to use the excess amount of leave or that portion permitted to be credited to sick leave and the remainder of excess leave will be lost.

Public Law 27-106 was enacted on September 25, 2004 amending subsection (c) of 4 Guam Code Annotated § 4109. Employees who have accumulated annual leave in excess of 320 hours as of February 28, 2003, may carry over their excess and shall use the excess amount of leave prior to retirement or termination from service. Any unused leave over the excess shall be lost.

Accrued annual leave pay up to 320 hours is converted to pay upon termination of employment. Amounts to be paid during the next fiscal year are reported as current.

Bond Premium and Discount

The premium on the 2003 General Revenue Bonds are being amortized on a weighted-average basis over the life of the bond issues.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Passenger Facility Charges

Passenger Facility Charges (“PFC”) generate revenues to be expended by the Authority for eligible projects and the payment of debt service on the General Revenue Bonds as determined by applicable federal legislation. PFC revenues are recorded as non-operating income in the statements of revenues, expenses and changes in net assets.

Guam International Airport Authority

Notes to Financial Statements, continued

1. Organization and Summary of Accounting Policies, continued

Inventory

Inventory is recorded at the lower of cost (using first-in, first-out method) or market value.

Operating and Non-Operating Revenues and Expenses

Operating revenues and expenses generally result directly from the operation and maintenance of the Guam International Air Terminal. Non-operating revenues and expenses result from capital and financing activities, costs and related recoveries from natural disasters, Passenger Facility Charges and certain other non-recurring income and expenses.

Revenues are recognized when earned or when services are rendered.

Risk Management

The Authority is exposed to various risks of loss; theft of, damage to, and destruction of assets; operation and environmental liability; errors and omissions; employee injuries and illnesses; natural disasters and employee health, dental and accident benefits. Commercial insurance coverage is provided for claims arising from most of these matters. The Authority is self insured for earthquake and typhoon risks, as discussed in Note 11.

New Accounting Standards

The Authority implemented GASB Statement No. 40, *Deposit and Investment Risk Disclosures (an amendment of GASB Statement No.3)* for the year ended September 30, 2005. GASB No. 40 addresses common deposit and investment risks related to credit risk, concentration of credit risk, interest rate risk and foreign currency risk. As an element of interest rate risk, disclosure is required of investments that have fair values that are highly sensitive to changes in interest rates. GASB No. 40 also requires disclosure of formal policies related to deposit and investment risks.

Accounts Receivable

Accounts receivable are primarily due from airlines utilizing the Authority's airport terminal facilities and various business establishments located in Guam. The Authority performs periodic credit evaluations of its customers, and generally does not require collateral. Receivables are considered past due when payment is not received within 90 days from the date of billing. As of September 30, 2006 and 2005, receivables that are more than ninety days past due totaled approximately \$1,045,000 and \$731,000, respectively. The Authority does not accrue finance charges on past due receivables.

Guam International Airport Authority

Notes to Financial Statements, continued

1. Organization and Summary of Accounting Policies, continued

Accounts Receivable, continued

The allowance for doubtful accounts is stated at an amount which management believes will be adequate to absorb possible losses on accounts receivables that may become uncollectible based on evaluations of the collectibility of these accounts and prior collection experience. The allowance is established through a provision for bad debts charged to expense.

2. Major Customers

The primary concessionaire accounted for 16% and 17% of total operating revenues for the years ended September 30, 2006 and 2005, respectively. Receivables from the primary concessionaire totaled \$2,006,014 and \$2,327,217 at September 30, 2006 and 2005, respectively.

Approximately 31% and 33% of the Authority's total revenues for the years ended September 30, 2006 and 2005, respectively, were derived from one airline customer. Receivables from the airline customer totaled \$2,106,375 and \$1,573,322 at September 30, 2006 and 2005, respectively.

3. Notes Receivable

Notes receivable as of September 30, 2006 and 2005, consist of the following:

| | <u>2006</u> | <u>2005</u> |
|--|-------------|-------------|
| Due from Duty Free Shoppers ("DFS") for advancement of capital cost improvements the authority provided DFS to operate a retail merchandise concession (see Note 8). DFS shall repay the Authority in semi-annual installments beginning June 30, 2005, totaling \$342,738, inclusive of interest at 5% per annum, with final payment due in the year 2013. The note receivable due from DFS is net of unearned interest income totaling \$811,885 and \$948,249 as of September 30, 2006 and 2005, respectively | \$3,891,073 | \$4,364,181 |

Guam International Airport Authority

Notes to Financial Statements, continued

3. Notes Receivable, continued

| | <u>2006</u> | <u>2005</u> |
|--|--------------------|--------------------|
| Due from Guam Police Department totaling \$879,065 and due from CMC Limousine, Inc. totaling \$45,254. The notes arise from converting trade receivables into promissory note arrangements. Specific repayment terms have not been finalized | <u>924,319</u> | <u>---</u> |
| | 4,815,392 | 4,364,181 |
| Less current installments | <u>(369,707)</u> | <u>(351,893)</u> |
| | <u>\$4,445,685</u> | <u>\$4,012,288</u> |

Interest income on the aforementioned DFS note receivable totaled \$212,368 and \$76,004 for the years ended September 30, 2006 and 2005, and is included as a component of other income (expense) in the accompanying statements of revenues, expenses and changes in net assets.

Guam International Airport Authority

Notes to Financial Statements, continued

4. Airport Facilities

A summary of changes in capital assets for the year ended September 30, 2006 is as follows:

| | Beginning Balance October 1, 2005 | Transfers and Additions | Transfers and Deletions | Ending Balance September 30, 2006 |
|---|--|-------------------------------|-------------------------------|--|
| Capital assets depreciated: | | | | |
| Terminal building | \$303,748,741 | \$ 6,812,028 | \$ --- | \$310,560,769 |
| Other buildings | 39,009,271 | 11,597 | --- | 39,020,868 |
| Apron area | 28,582,338 | --- | --- | 28,582,338 |
| Airfield area | 33,369,534 | --- | --- | 33,369,534 |
| Terminal area | 24,748,708 | --- | --- | 24,748,708 |
| Support facilities | <u>7,774,937</u> | <u>140,160</u> | <u>---</u> | <u>7,915,097</u> |
| Total capital assets depreciated | 437,233,529 | 6,963,785 | --- | 444,197,314 |
| Less accumulated depreciation | <u>(187,438,558)</u> | <u>(18,609,244)</u> | <u>---</u> | <u>(206,047,802)</u> |
| Net capital assets depreciated | <u>249,794,971</u> | <u>(11,645,459)</u> | <u>---</u> | <u>238,149,512</u> |
| Capital assets not depreciated: | | | | |
| Land | 56,754,194 | --- | --- | 56,754,194 |
| Construction-in-progress | <u>41,325,693</u> | <u>20,342,881</u> | <u>(6,812,028)</u> | <u>54,856,546</u> |
| Total capital assets not depreciated | <u>98,079,887</u> | <u>20,342,881</u> | <u>(6,812,028)</u> | <u>111,610,740</u> |
| | <u>\$347,874,858</u> | <u>\$ 8,697,422</u> | <u>\$(6,812,028)</u> | <u>\$349,760,252</u> |

On September 30, 2005, the Authority entered into a quitclaim deed with the Government of Guam, wherein the Government of Guam transferred a parcel of land with an appraised value of \$2,530,000 to the Authority. As more fully discussed in Note 10, the deed was entered into in response to a request by the Federal Aviation Administration (“FAA”) that the Authority seek reimbursement of \$564,702 in unresolved federal program questioned costs as of September 30, 2004. The \$2,530,000 is included as a component of capital assets in the accompanying statements of net assets. Due to numerous uncertainties surrounding the Tiyan properties, the Authority has noted that it may elect to utilize the excess contribution from the land transfer to offset any subsequent obligations by GovGuam if so determined by the federal government.

Guam International Airport Authority

Notes to Financial Statements, continued

4. Airport Facilities, continued

A summary of changes in capital assets for the year ended September 30, 2005 is as follows:

| | Beginning Balance October 1, <u>2004</u> | Transfers and <u>Additions</u> | Transfers and <u>Deletions</u> | Ending Balance September 30, <u>2005</u> |
|---|---|--------------------------------------|--------------------------------------|---|
| Capital assets depreciated: | | | | |
| Terminal building | \$302,509,918 | \$ 1,238,823 | \$ --- | \$303,748,741 |
| Other buildings | 35,951,778 | 3,057,493 | --- | 39,009,271 |
| Apron area | 28,582,338 | --- | --- | 28,582,338 |
| Airfield area | 28,405,480 | 4,964,054 | --- | 33,369,534 |
| Terminal area | 24,748,708 | --- | --- | 24,748,708 |
| Support facilities | <u>7,756,277</u> | <u>18,660</u> | <u>---</u> | <u>7,774,937</u> |
| Total capital assets depreciated | 427,954,499 | 9,279,030 | --- | 437,233,529 |
| Less accumulated depreciation | <u>(168,759,602)</u> | <u>(18,678,956)</u> | <u>---</u> | <u>(187,438,558)</u> |
| Net capital assets depreciated | <u>259,194,897</u> | <u>(9,399,926)</u> | <u>---</u> | <u>249,794,971</u> |
| Capital assets not depreciated: | | | | |
| Land | 54,224,194 | 2,530,000 | --- | 56,754,194 |
| Construction-in-progress | <u>26,472,401</u> | <u>29,353,272</u> | <u>(14,499,980)</u> | <u>41,325,693</u> |
| Total capital assets not depreciated | <u>80,696,595</u> | <u>31,883,272</u> | <u>(14,499,980)</u> | <u>98,079,887</u> |
| | <u>\$339,891,492</u> | <u>\$22,483,346</u> | <u>\$(14,499,980)</u> | <u>\$347,874,858</u> |

Interest capitalized for the years ended September 30, 2006 and 2005, totaled \$484,757 and \$302,043, respectively.

Airport facilities are located on approximately 236 acres. The Authority has no cost basis in 212 acres of this property; the remaining 24 acres have a cost basis of \$3,014,194.

Guam International Airport Authority

Notes to Financial Statements, continued

4. Airport Facilities, continued

In September 2000, the United States Navy (“Navy”) transferred approximately 1,417 acres of property surrounding the Airport facilities to the Authority and the Government of Guam at no cost. This land is recorded at its appraised value of \$51,210,000 (at September 2000) and is included as a component of capital assets at cost less accumulated depreciation in the accompanying statements of net assets. In fiscal year 2001, the Navy paid the Authority \$10 million (see Note 10) and the Authority and the Government of Guam assumed the responsibility for completion of certain environmental monitoring on the property. This payment from the Navy is included as a component of restricted net assets in the accompanying statements of net assets.

5. Long-Term Revenue Bonds Payable

Long-term revenue bonds payable at September 30, 2006 and 2005, consist of the following:

| | <u>2006</u> | <u>2005</u> |
|---|----------------------|----------------------|
| General revenue bonds, Series 2003 (original issue of \$216,250,000): | | |
| Varying interest rates (1.45% - 5.375%) payable semiannually in October and April, principal payments due in varying annual installments with \$7,640,000 due in October 2006, and increasing to \$17,175,000 on October 2023 | \$203,965,000 | \$210,650,000 |
| Less current installments | (7,640,000) | (6,685,000) |
| | 196,325,000 | 203,965,000 |
| Add net unamortized premium on bonds | 7,500,195 | 8,261,865 |
| Less deferred difference on refunding of 1993 bonds | (6,040,119) | (6,653,513) |
| | <u>\$197,785,076</u> | <u>\$205,573,352</u> |

Guam International Airport Authority

Notes to Financial Statements, continued

5. Long-Term Revenue Bonds Payable, continued

Future bond principal and mandatory sinking fund installments payable by the Authority to the bond trustees are as follows:

| <u>Year ending September 30,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total Debt Service</u> |
|--------------------------------------|----------------------|----------------------|-------------------------------|
| 2007 | \$ 7,640,000 | \$ 9,798,000 | \$ 17,438,000 |
| 2008 | 8,030,000 | 9,422,000 | 17,452,000 |
| 2009 | 7,335,000 | 9,066,000 | 16,401,000 |
| 2010 | 8,235,000 | 8,720,000 | 16,955,000 |
| 2011 | 8,625,000 | 8,333,000 | 16,958,000 |
| 2012 through 2016 | 50,290,000 | 35,201,000 | 85,491,000 |
| 2017 through 2021 | 65,065,000 | 21,479,000 | 86,544,000 |
| 2022 through 2024 | <u>48,745,000</u> | <u>3,858,000</u> | <u>52,603,000</u> |
| | <u>\$203,965,000</u> | <u>\$105,877,000</u> | <u>\$309,842,000</u> |

On September 30, 2003, the Authority issued \$216,250,000 in Series 2003 General Revenue Bonds to retire \$216,185,000 of outstanding 1993 Series bonds. The net proceeds of \$192,699,547 (after payment of \$11,007,710 in underwriting fees, insurance, and other issuance cost) plus an additional \$30,969,034 of 1993 Series fund monies were used to purchase U.S. government securities. Those securities were deposited in an irrevocable trust with an escrow agent to provide for the refunding of the 1993 bonds on October 31, 2003.

The refunding resulted in a difference on refunding of \$7,937,352 representing the difference between the reacquisition price and carrying amount of the 1993 bonds. This amount was deferred and is being amortized over the remaining life of the 1993 bonds. For the years ended September 30, 2006 and 2005, the amortized amounts totaling \$642,276 and \$633,499, respectively, are included as a component of other expense in the accompanying statements of revenues, expenses and changes in net assets.

The General Revenue Bonds, Series 2003, including interest, are payable solely from and are secured by a pledge of revenues under the indenture. The bonds are collateralized by a lien upon and pledge of revenues to be received by the Authority, the trustees and the depository. Neither the payment of the principal on the bonds, nor any interest thereon, is a debt, liability or obligation of the Government of Guam.

The bond indentures include certain debt service and reserve requirements including the requirement that net revenues as defined in the bond indentures plus other available monies be equal at least 125% of the annual debt service.

Guam International Airport Authority

Notes to Financial Statements, continued

6. Investments and Cash with Trustees

The aforementioned bond indentures require the establishment of special funds and accounts to be held and administered by the Authority's trustees for the accounting of the bond proceeds. At September 30, 2006 and 2005, investments and cash held by the trustees, in trust for the Authority, in these funds and accounts are as follows:

| | <u>2006</u> | <u>2005</u> |
|---|---------------------|---------------------|
| Cash with trustees | \$ 1,260,000 | \$ 5,347,922 |
| Federal Grant Funds | 6,720,842 | 9,442,138 |
| Operations and Maintenance Reserve Fund | 6,842,585 | 7,401,818 |
| Operations and Maintenance Fund | 44,410 | 3,035,206 |
| General Revenue Fund | 2,716,615 | 2,527,047 |
| Self-Insurance Fund | 8,834 | 1,666,129 |
| Capital Improvement Fund | <u>4,429,988</u> | <u>615,686</u> |
| Total Unrestricted | <u>22,023,274</u> | <u>30,035,946</u> |
| Cash with trustees | 4,718 | 4,718 |
| Bond Reserve Funds | 20,778,397 | 19,800,154 |
| Bond Funds | 16,576,406 | 13,322,098 |
| Renewal and Replacement Fund | 5,207,619 | 3,553,285 |
| Cost of Issuance Fund | <u>212,196</u> | <u>304,855</u> |
| Total Restricted | <u>42,779,336</u> | <u>36,985,110</u> |
| | <u>\$64,802,610</u> | <u>\$67,021,056</u> |

The Authority's investments at September 30, 2006 and 2005, are held by the Authority's trustees.

Guam International Airport Authority

Notes to Financial Statements, continued

6. Investments and Cash with Trustees, continued

Investments are stated at amortized cost including accrued interest. The amortized cost and fair value of investments at September 30, 2006 and 2005 are summarized as follows:

| | 2006 | | | 2005 | | |
|------------------------------|---------------------|--|---------------------|---------------------|-------------------------------|---------------------|
| | Amortized Cost | Gross Unrealized gains (losses) | Fair value | Amortized Cost | Gross unrealized losses | Fair value |
| Cash with trustees | \$ 1,264,718 | \$ --- | \$ 1,264,718 | \$ 5,352,640 | \$ --- | \$ 5,352,640 |
| Money market/ trust funds | 38,795,948 | --- | 38,795,948 | 32,612,619 | --- | 32,612,619 |
| Investment agreements | 18,045,950 | --- | 18,045,950 | 18,045,950 | --- | 18,045,950 |
| Short-term investments | 5,912,904 | (24,134) | 5,888,770 | 9,948,016 | (101,124) | 9,846,892 |
| U.S. Treasury notes | <u>800,190</u> | <u>7,034</u> | <u>807,224</u> | <u>1,170,641</u> | <u>(7,686)</u> | <u>1,162,955</u> |
| | <u>\$64,819,710</u> | <u>\$ (17,100)</u> | <u>\$64,802,610</u> | <u>\$67,129,866</u> | <u>\$ (108,810)</u> | <u>\$67,021,056</u> |

GASB Statement No. 3 previously required government entities to present deposit risks in terms of whether the deposits fell into the following categories:

- Category 1 Investments that are insured or registered, or securities held by the Authority or its agent in the Authority's name;
- Category 2 Investments that are uninsured and unregistered for which securities are held by the counterparty's trust department or agent in the Authority's name; or
- Category 3 Investments that are uninsured and unregistered, with securities held by the counterparty's trust department or agent but not in the Authority's name.

GASB Statement No. 40 amends GASB Statement No. 3 to in effect eliminate disclosure for deposits falling into categories 1 and 2 and provides for disclosure requirements addressing other common risks of investments such as credit risk, interest rate risk, concentration of credit risk, and foreign currency risk. GASB Statement No. 40 did retain and expand the element of custodial risk in GASB Statement No. 3.

As of September 30, 2006 and 2005, all investments were classified as Category 2 investments.

Guam International Airport Authority

Notes to Financial Statements, continued

6. Investments and Cash with Trustees, continued

Interest Rate Risk

In compliance with the bond indenture, the Authority minimized the interest rate risk, by limiting maturity of investments. The Authority's investment securities have maturities of 5 years or less. This reduces the impact of interest rate movements seen with longer maturity investments.

Credit Risk and Custodial Risk

In compliance with the bond indenture, the Authority minimized credit risk losses by limiting investments to the safest types of securities. Bank of Hawaii Investment Services Group manages the Federal Fund Account and Self Insurance Fund Account and invests securities in U.S. Treasuries, U.S. Agencies, Domestic Corporate Bonds, and Money Market Funds. The U.S. Treasuries are backed by the full faith and credit of the U.S. Government. While U.S. Agencies do not have the same backing, they are implied to have the backing of the U.S. Government. All investment securities are within the requirement of the bond indenture.

At September 30, 2006, the Authority's investments in debt securities were as follows:

| | Moody's Credit Rating | <u>Investment Maturities (In Years)</u> | | | | <u>Total</u> |
|---|-----------------------------|---|--------------------|----------------|------------------------|---------------------|
| | | <u>Less than 1</u> | <u>1 to 5</u> | <u>6 to 10</u> | <u>Greater than 10</u> | |
| US treasury notes | Aaa | \$ --- | \$ 796,053 | \$ --- | \$ --- | \$ 796,053 |
| US government agencies: | | | | | | |
| Federal Home Loan Bank | Aaa | 939,849 | 1,726,259 | --- | --- | 2,666,108 |
| Federal Farm Credit Bank | Aaa | 537,455 | --- | --- | --- | 537,455 |
| Federal Home Loan Mortgage Corporation | Aaa | 665,300 | --- | --- | --- | 665,300 |
| Federal National Mortgage Association | Aaa | --- | 699,125 | --- | --- | 699,125 |
| Corporate notes: | | | | | | |
| CDC Funding Corporation | Aaa | --- | --- | --- | 18,045,950 | 18,045,950 |
| Other | Aaa | --- | 55,480 | --- | --- | 55,480 |
| Other | Aa1 | --- | 127,985 | --- | --- | 127,985 |
| Other | Aa3 | --- | 298,486 | --- | --- | 298,486 |
| Other | A1 | 194,700 | --- | --- | --- | 194,700 |
| Other | A2 | 50,030 | 295,660 | --- | --- | 345,690 |
| Other | A3 | --- | 117,778 | --- | --- | 117,778 |
| Other | Baa1 | 124,282 | --- | --- | --- | 124,282 |
| Blackrock Liquidity T-Fund | Aaa | <u>38,608,674</u> | <u>---</u> | <u>---</u> | <u>---</u> | <u>38,608,674</u> |
| | | <u>\$41,120,290</u> | <u>\$4,116,826</u> | <u>\$---</u> | <u>\$18,045,950</u> | <u>\$63,283,066</u> |

Guam International Airport Authority

Notes to Financial Statements, continued

6. Investments and Cash with Trustees, continued

The Authority maintains its cash in bank accounts, which at times may exceed federal depository insurance limits. At September 30, 2006 and 2005, \$200,000 of deposits are covered by the federal depository insurance, with the remainder being uninsured and uncollateralized.

7. Employee's Retirement Plan

Employees of the Authority hired before September 30, 1995 are under the Government of Guam Employees' Retirement System, a defined benefit pension plan ("DB Plan"). Employees hired after September 30, 1995, are members of the new Defined Contribution Retirement System ("DCRS"). Until December 31, 1999, and for several limited periods after December 31, 1999, those employees who are members of the defined benefit plan with less than 20 years of service at September 30, 1995, had the option to switch to the DCRS. Otherwise, they remained under the old plan.

The DB Plan and the DCRS are administered by the Government of Guam Retirement Fund, to which the Authority contributes based upon a fixed percentage of the payroll for those employees who are members of the Plan.

As a result of actuarial valuations performed as of September 30, 2005, 2004 and 2002, contribution rates for the years ended September 30, 2006, 2005 and 2004, respectively, have been determined as follows:

| | <u>2006</u> | <u>2005</u> | <u>2004</u> |
|---|---------------|---------------|---------------|
| Normal costs (% of DB Plan payroll) | 18.21% | 17.83% | 17.66% |
| Unfunded liability costs (% of total payroll) | <u>20.66%</u> | <u>21.36%</u> | <u>16.23%</u> |
| | 38.87% | 39.19% | 33.89% |
| Employee contributions (DB Plan employees) | <u>9.50%</u> | <u>9.50%</u> | <u>9.50%</u> |
| | 29.37% | 29.69% | 24.39% |
| Agency specific adjustments | <u>--- %</u> | <u>--- %</u> | <u>--- %</u> |
| Government contribution as a % of DB Plan Payroll | <u>29.37%</u> | <u>29.69%</u> | <u>24.39%</u> |
| Government required contribution as % of total payroll | <u>21.81%</u> | <u>20.81%</u> | <u>20.81%</u> |

Statutory contribution rates for employer and employee contributions were 27.48% and 9.5%, respectively, for the year ended September 30, 2006 and 26.00% and 9.5%, respectively for the year ended September 30, 2005.

Guam International Airport Authority

Notes to Financial Statements, continued

7. Employee's Retirement Plan, continued

The Plan utilized the actuarial cost method termed "entry age normal". The actuarial valuation performed as of September 30, 2005 and 2004 was based on an assumed rate of return of 7% and an assumed salary increase of 3.5% per annum. The actuarial valuation performed as of September 30, 2002 was based on an assumed rate of return of 7.5% and an assumed salary increase of 4.5% per annum. The actuarial valuations performed as of September 30, 2005, 2004 and 2002, did not provide a breakdown of actuarial present value of vested and non-vested accumulated plan benefits by sponsor or net assets available for benefits by sponsor. If the actuarial valuation were performed for the Authority as a separate sponsor, the accrued unfunded liability at September 30, 2006 and 2005, may be materially different than that recorded in the accompany financial statements.

Contributions into the DCRS, by members are based on an automatic deduction of 5% of the member's regular base pay. The contribution is periodically deposited into an individual annuity account within the DCRS. Employees are afforded the opportunity to select from different annuity accounts available under the DCRS.

Statutory employer contributions into the DCRS for the years ended September 30, 2006 and 2005 are determined using the same rates as the DB plan. Of the amount contributed by the employer, only 5% of the member's regular base pay is deposited into the member's individual annuity account. The remaining amount is contributed towards the unfunded liability of the defined benefit plan.

Members of the DCRS who have completed five years of government service, have a vested balance of 100% of both member and employer contributions plus any earnings thereon.

Public Law 26-86 allows members of the DCRS to receive a lump sum payment of one-half of their accumulated sick leave upon retirement. Management is of the opinion that the liability that may result from Public Law 26-86 is not material to the financial statements.

Retirement expense for the years ended September 30, 2006, 2005 and 2004 is as follows:

| | <u>2006</u> | <u>2005</u> | <u>2004</u> |
|---|--------------------|--------------------|--------------------|
| Cash contributions and accruals | \$1,579,318 | \$1,596,847 | \$1,477,930 |
| Increase in accrued unfunded liability to the retirement fund | <u>1,079,000</u> | <u>589,000</u> | <u>1,212,005</u> |
| | <u>\$2,658,318</u> | <u>\$2,185,847</u> | <u>\$2,689,935</u> |

Guam International Airport Authority

Notes to Financial Statements, continued

8. Leases

DFS

In November 2002, DFS was selected as primary concessionaire for the airport terminal for a ten year term commencing January 2003.

In accordance with the concession agreement, rental income from DFS shall be the greater of the following:

1. Four million dollars (the “minimum guarantee”) plus five hundred thousand dollars (the “additional rent”), or;
2. The sum of 20% of gross revenues up to \$30 million plus 22.5% of gross revenues exceeding \$30 million

During the lease term, the minimum guarantee rent and the additional rent are paid in equal monthly installments on or before the first day of each month.

On March 17, 2006, DFS entered into a concession agreement with the Authority for additional store space for a five year term. DFS guarantees to pay a minimum annual rent of \$250,000 during each lease year, or the percentage rent which is 22.5% of annual gross revenues for each lease year, whichever amount is greater.

Concession fee income for the years ended September 30, 2006 and 2005 includes \$2,111,298 and \$2,607,200 of percentage rent income in excess of the minimum guarantee and additional rent on the DFS lease, respectively.

The future minimum lease receipts under the remainder of the Concession Agreements as of September 30, 2006 are as follows:

| <u>Year ending</u> <u>September 30,</u> | |
|--|---------------------|
| 2007 | \$ 4,750,000 |
| 2008 | 4,750,000 |
| 2009 | 4,750,000 |
| 2010 | 4,750,000 |
| 2011 | 4,750,000 |
| 2012-2013 | <u>5,867,000</u> |
| Total minimum lease payments receivable | <u>\$29,617,000</u> |

Guam International Airport Authority

Notes to Financial Statements, continued

8. Leases, continued

Other Leases

The Authority has lease agreements with scheduled air carriers, various concessionaires and airport users. The agreements provide the lessees with the use of the airport's system facilities, equipment and services. The agreements with all signatory airlines are in effect from 2004 through 2009 with the terminal building rents and other user fees commencing October 1, 1996. Two ground lease agreements expire in August 2023. Lease agreements with six rent-a-car companies expire in June 2011.

The future minimum rentals on noncancellable operating leases (excluding the DFS lease described above) as of September 30, 2006, are as follows:

| <u>Year ending</u> <u>September 30,</u> | |
|--|---------------------|
| 2007 | \$ 5,719,000 |
| 2008 | 1,972,000 |
| 2009 | 1,623,000 |
| 2010 | 1,537,000 |
| 2011 | 1,177,000 |
| 2012-2015 | <u>4,189,000</u> |
| Total minimum lease payments receivable | <u>\$16,217,000</u> |

9. Long Term Liabilities

A summary of changes in long term liabilities during fiscal year 2006 and 2005, follows:

| | <u>Outstanding</u> <u>September 30</u> <u>2005</u> | <u>Increases</u> | <u>Decreases</u> | <u>Outstanding</u> <u>September 30,</u> <u>2006</u> | <u>Current</u> | <u>Noncurrent</u> |
|---|--|--------------------|--------------------|---|--------------------|----------------------|
| Accrued unfunded liability to retirement fund | \$ 2,708,873 | \$1,079,000 | \$ --- | \$ 3,787,873 | \$ --- | \$ 3,787,873 |
| Accrued annual leave | 822,351 | 23,777 | --- | 846,128 | 420,671 | 425,457 |
| 2003 General revenue bonds | <u>212,258,352</u> | <u>---</u> | <u>6,833,276</u> | <u>205,425,076</u> | <u>7,640,000</u> | <u>197,785,076</u> |
| | <u>\$215,789,576</u> | <u>\$1,102,777</u> | <u>\$6,833,276</u> | <u>\$210,059,077</u> | <u>\$8,060,671</u> | <u>\$201,998,406</u> |

Guam International Airport Authority

Notes to Financial Statements, continued

9. Long Term Liabilities, continued

| | Outstanding September 30 <u>2004</u> | <u>Increases</u> | <u>Decreases</u> | Outstanding September 30, <u>2005</u> | <u>Current</u> | <u>Noncurrent</u> |
|---|--|------------------|--------------------|---|--------------------|----------------------|
| Accrued unfunded liability to retirement fund | \$ 2,119,873 | \$589,000 | \$ --- | \$ 2,708,873 | \$ --- | \$ 2,708,873 |
| Accrued annual leave | 852,156 | --- | 29,805 | 822,351 | 396,894 | 425,457 |
| 2003 General revenue bonds | <u>218,011,488</u> | <u>---</u> | <u>5,753,136</u> | <u>212,258,352</u> | <u>6,685,000</u> | <u>205,573,352</u> |
| | <u>\$220,983,517</u> | <u>\$589,000</u> | <u>\$5,782,941</u> | <u>\$215,789,576</u> | <u>\$7,081,894</u> | <u>\$208,707,682</u> |

10. Commitments and Contingencies

Environmental Monitoring

As discussed in Note 4, in September 2000, the Navy transferred 1,417 acres of property to the Authority and the Government of Guam at no cost. In fiscal year 2001, the Navy paid the Authority \$10 million. In exchange for the payment, the Authority and the Government of Guam agreed to complete certain environmental monitoring work on the property even if the cost of the environmental monitoring work exceeds the \$10 million remitted by the Navy. Under this cooperative agreement, the United States Navy may terminate or suspend the agreement if the Authority and the Government of Guam fail to complete such monitoring work.

The \$10 million received is included as a component of restricted net assets in the accompanying statements of net assets. The future cost of the environmental monitoring work is presently not determinable. Accordingly, no loss, if any, that may result from the matter, has been recorded in the accompanying financial statements for this transaction.

Federal Program Costs

The Authority receives, on a reimbursement basis, grants from the U.S. Government for certain capital construction projects through the Airport Improvement Program ("AIP"). These grants are subject to financial and compliance audits to ascertain whether federal laws and regulations have been followed.

Guam International Airport Authority

Notes to Financial Statements, continued

10. Commitments and Contingencies, continued

Federal Program Costs, continued

As discussed in Note 4, on September 30, 2005 the Authority received a parcel of land with an appraised value of \$2,530,000 from the Government of Guam, which represented reimbursement to the Authority for questioned costs totaling \$564,702 as of September 30, 2004, that the FAA requested for reimbursement.

As of September 30, 2006 and 2005, there were no unresolved questioned costs.

Commitments

The Authority has commitments of \$9,274,000 under several construction contracts at September 30, 2006.

Self-Insurance

The Authority has adopted a policy of self-insuring its facilities for earthquake and typhoon damage. The Authority has also adopted a policy of depositing \$1 million annually, in the Renewal and Replacement Fund to cover self-insured damage in the event of natural catastrophe. The Authority has also established a self-insurance fund. The balances in the Renewal and Replacement Fund and Self-Insurance Fund are \$5,207,619 and \$8,834, respectively, at September 30, 2006 and \$3,553,285 and \$1,666,129, respectively, at September 30, 2005.

Government of Guam General Fund

The Guam Legislature has enacted legislation that requires certain autonomous proprietary funds, including the Authority, to remit certain amounts to the Government of Guam General Fund on an annual basis. Management of the Authority is of the opinion that the wording of the legislation is not in compliance with federal requirements. Accordingly, no liability has been recorded for this contingency as of September 30, 2006.

Other Litigation

The Authority is involved in certain litigation inherent to its operations. Management is of the opinion that liabilities of a material nature will not be realized.

Guam International Airport Authority

Notes to Financial Statements, continued

11. Customs, Agriculture and Quarantine Inspection Services Charge

During the years ended September 30, 2006 and 2005, the Authority has assessed and collected from air carriers fees for customs and agricultural inspection services rendered at the Airport terminal. Guam Public Law 23-45 requires the Authority to remit all collections, within five days of receipt, to the Treasurer of Guam for deposit to the Customs, Agriculture and Quarantine Inspection Services Fund.

At September 30, 2006 and 2005, the Authority recorded customs fees payables to the Treasurer of Guam totaling \$1,459,594 and \$1,788,951, respectively, for the above charges, of which \$1,358,356 and \$1,501,253 are reflected as customs fees, receivables in the accompanying statements of net assets. The fees are not reflected as an expense or revenue by the Authority.

12. Non-Recurring Expenses

Non-recurring expenses incurred for the years ended September 30, 2006 and 2005 consist of the following:

| | <u>2006</u> | <u>2005</u> |
|-------------------------|----------------|------------------|
| Typhoon related expense | \$1,816 | \$ 92,442 |
| Aircraft emergency | <u>---</u> | <u>90,077</u> |
| | <u>\$1,816</u> | <u>\$182,519</u> |

The typhoon related expenses are based on the Authority's most recent estimates and are recorded net of anticipated federal reimbursements. Actual final expenses may differ materially from these estimates.

Guam International Airport Authority

Notes to Financial Statements, continued

13. Typhoon Costs

On December 8, 2002, a super typhoon struck Guam, causing substantial damage to the Authority's facilities. Estimated repair costs as of September 30, 2005 are \$6,465,631. This amount is an estimate and actual damages may be materially different from this estimate. The typhoon also severely damaged security fences around the Airport facility which will require replacement. The estimated cost to replace and upgrade the security fences is approximately \$12,000,000. Approximately 90% of this replacement cost is expected to be covered by a Federal Aviation Administration grant. At September 30, 2006 and 2005, included as a component of other liabilities in the accompanying statements of net assets are \$283,126 and \$1,585,490, respectively, of accrued repair costs related to the super typhoon.

The Authority has recorded estimated losses of \$182,519 from the super typhoon during the year ended September 30, 2005, which are included as a component of non-recurring expenses in the accompanying 2005 statement of revenues, expenses and changes in net assets.

14. Prior Period Adjustment

Matters resulting in the overstatement of the Authority's previously reported capital assets and understatement of note receivable were discovered by the Authority's management during the year ended September 30, 2006. The impact of these matters is as follows:

| | <u>Net Assets</u> | Increase (Decrease) in <u>Net Assets</u> |
|--|----------------------|--|
| As previously reported, September 30, 2004 | \$196,203,586 | \$2,316,327 |
| Adjustment – Overstatement of capital asset | (<u>184,718</u>) | (<u>184,718</u>) |
| As restated, September 30, 2004 | \$196,018,868 | <u>\$2,131,609</u> |
| Increase in net assets, as previously reported, September 30, 2005 | 15,806,082 | 15,806,082 |
| Adjustments: | | |
| Overstatement of capital assets | (4,991,148) | (4,991,148) |
| Understatement of note receivable | <u>4,364,181</u> | <u>4,364,181</u> |
| As restated, September 30, 2005 | <u>\$211,197,983</u> | <u>\$15,179,115</u> |

Other Financial Information

Guam International Airport Authority

Years ended September 30, 2006 and 2005

Schedule 1 Facilities and Systems Usage Charges

| | <u>2006</u> | <u>2005</u> |
|---------------------------------------|---------------|---------------|
| Departure facilities | \$ 5,431,680 | \$ 4,949,095 |
| Arrival facilities | 5,362,326 | 4,999,794 |
| Landing fees | 3,141,860 | 3,906,841 |
| Public apron | 758,182 | 2,768,695 |
| Passenger loading bridge usage charge | 1,315,610 | 2,504,969 |
| Immigration | 1,916,557 | 1,714,756 |
| Fuel flowage fees | 210,424 | 216,582 |
| Utility recovery and other fees | 301,481 | 179,527 |
| | \$ 18,438,120 | \$ 21,240,259 |

Schedule 2 Concession Fees

| | <u>2006</u> | <u>2005</u> |
|-----------------------|---------------|---------------|
| General merchandise | \$ 6,664,069 | \$ 7,162,700 |
| Ground transportation | 3,071,323 | 2,749,526 |
| Car rental | 730,886 | 793,299 |
| Food and beverage | 735,984 | 691,349 |
| In-flight catering | 470,326 | 498,693 |
| Money exchange | 257,152 | 257,152 |
| Parking lot | 105,000 | 240,239 |
| Advertising | 278,856 | 230,913 |
| Other | 85,573 | 83,228 |
| | \$ 12,399,169 | \$ 12,707,099 |

Schedule 3 Rental Income

| | <u>2006</u> | <u>2005</u> |
|---------------------------------------|--------------|--------------|
| Operating space: | | |
| - Airline | \$ 2,631,220 | \$ 2,449,329 |
| - Non-airline | 2,045,069 | 1,981,317 |
| Building and maintenance shop rentals | 2,187,628 | 2,191,385 |
| Other | 1,018,353 | 965,654 |
| Cargo rentals | 641,765 | 506,299 |
| | \$ 8,524,035 | \$ 8,093,984 |

Guam International Airport Authority

Years ended September 30, 2006 and 2005

Schedule 4
Contractual Services

| | <u>2006</u> | <u>2005</u> |
|----------------------------------|----------------------|----------------------|
| Utilities and telephone | \$ 5,677,655 | \$ 4,665,854 |
| Repairs and maintenance | 4,305,617 | 4,020,387 |
| Insurance | 1,241,683 | 1,353,320 |
| Professional services | 2,414,167 | 1,387,601 |
| Advertising and promotions | 245,164 | 128,363 |
| Travel/Training & Certifications | 158,480 | 164,519 |
| Miscellaneous | <u>597,775</u> | <u>462,723</u> |
| | <u>\$ 14,640,541</u> | <u>\$ 12,182,767</u> |

Schedule 5
Personnel Services

| | <u>2006</u> | <u>2005</u> |
|---------------------------------------|----------------------|----------------------|
| Salaries and wages | \$ 8,647,508 | \$ 8,555,239 |
| Retirement contributions | 2,658,318 | 2,185,847 |
| Insurance | <u>603,491</u> | <u>605,614</u> |
| | <u>\$ 11,909,317</u> | <u>\$ 11,346,700</u> |
| Full-time employee count in September | <u>207</u> | <u>209</u> |

Schedule 6
Materials and Supplies

| | <u>2006</u> | <u>2005</u> |
|--|-------------------|-------------------|
| Equipment and vehicle maintenance and supplies | \$ 352,563 | \$ 348,818 |
| Office and security supplies | 248,254 | 149,926 |
| Electrical and plumbing | 95,933 | 125,671 |
| Building maintenance and supplies | 66,287 | 61,884 |
| Miscellaneous | <u>146,460</u> | <u>62,247</u> |
| | <u>\$ 909,497</u> | <u>\$ 748,546</u> |

Guam International Airport Authority

Year ended September 30, 2006

Schedule 7
Insurance Coverage

| <u>Name of Insurer</u> | <u>Policy</u> | <u>Risk Coverage</u> |
|--------------------------------------|---|----------------------|
| Lloyds of London | Airport Operations Liability | \$ 500,000,000 |
| Llyods of London | Property Insurance | \$ 200,000,000 |
| Calvo's Insurance Underwriters, Inc. | Directors & Officers Liability (Sublimit of \$1,000,000 for Employment Practices Liability) | \$ 4,000,000 |
| Calvo's Insurance Underwriters, Inc. | Automobile | \$ 1,000,000 |
| Calvo's Insurance Underwriters, Inc. | Workers' Compensation | \$ 1,000,000 |
| Calvo's Insurance Underwriters, Inc. | Excess Automobile | \$ 1,000,000 |
| Calvo's Insurance Underwriters, Inc. | Crime Insurance | \$ 1,000,000 |

Guam International Airport Authority

Schedule 8

Reconciliation of Historical Financial Results

| | Years ended September 30, | |
|---|---------------------------|---|
| | <u>2006</u> | <u>2005</u> <i>(restated, Note 14)</i> |
| Change in net assets: | | |
| Revenues | \$ 49,023,500 | \$ 50,618,778 |
| Expenses | (27,709,355) | (24,834,252) |
| Income before depreciation | 21,314,145 | 25,784,526 |
| Depreciation | (19,580,556) | (19,682,098) |
| | 1,733,589 | 6,102,428 |
| Interest and other expense | (9,306,397) | (10,318,204) |
| Grants from the United States Government | 14,937,768 | 16,864,891 |
| Transfer from the Government of Guam | --- | 2,530,000 |
| Increase in net assets | <u>\$ 7,364,960</u> | <u>\$ 15,179,115</u> |
| Net Revenues (per Bond Resolution): | | |
| Revenues | \$ 49,023,500 | \$ 50,618,778 |
| Operation and maintenance expenses | (26,726,480) | (24,582,948) |
| Net Revenues available for debt service | <u>\$ 22,297,020</u> | <u>\$ 26,035,830</u> |
| Reconciliation: | | |
| Change in net assets | \$ 7,364,960 | \$ 15,179,115 |
| Add back: | | |
| Depreciation | 19,580,556 | 19,682,098 |
| Interest expense | 9,504,212 | 9,905,976 |
| Change in unfunded retirement liability | 1,079,000 | 589,000 |
| Bad debts | 250,000 | --- |
| Miscellaneous | (199,631) | 229,709 |
| Typhoon and earthquake expenses | 1,816 | 182,519 |
| Deduct: | | |
| Operating grant from the United States Government | (286,976) | --- |
| Capital grant from the United States Government | (14,650,792) | (16,864,891) |
| Transfer from the Government of Guam | --- | (2,530,000) |
| Interest income on funds related to construction | (346,125) | (337,696) |
| | <u>22,297,020</u> | <u>26,035,830</u> |
| Other available moneys | <u>4,420,742</u> | <u>4,223,255</u> |
| Funds available for debt service | <u>\$ 26,717,762</u> | <u>\$ 30,259,085</u> |
| Debt Service | <u>\$ 17,682,969</u> | <u>\$ 16,893,019</u> |

Guam International Airport Authority

Schedule 9

Employee Data

Year ended September 30, 2006

| Department | PL 28-150 Section 45:a Full Time Employees (b) | PL 28-150 Section 45:b Category Personnel Services (a) | Contractual Services (a) | Materials & Supplies(a) | Total |
|--|---|--|-----------------------------|----------------------------|----------------------|
| Board | --- | \$ --- | \$ 21,057 | \$ 569 | \$ 21,626 |
| Administration | 42 | 2,505,735 | 9,317,189 | 247,096 | 12,070,020 |
| Accounting | 10 | 668,033 | 196,004 | 12,323 | 876,360 |
| Engineering | 4 | 248,081 | 885,871 | 13,353 | 1,147,305 |
| Operations | 22 | 1,155,365 | 249,497 | 13,478 | 1,418,340 |
| Properties & Facilities Maintenance | 50 | 2,282,134 | 3,801,670 | 473,600 | 6,557,404 |
| Airport Police | 48 | 2,422,077 | 156,315 | 53,761 | 2,632,153 |
| Aircraft Rescue Fire Fighting | 31 | 2,627,892 | 12,938 | 95,317 | 2,736,147 |
| Total | <u>207</u> | <u>\$ 11,909,317</u> | <u>\$ 14,640,541</u> | <u>\$ 909,497</u> | <u>\$ 27,459,355</u> |

Note(s):

- a. Above expenditures are funded by Operating & Maintenance Fund Account.
- b. Filled positions, not including Limited Term Appointments related to Airport Police pursuant to Transportation Security Administration mandated.